

**West Fork Waterway Association, Inc.**  
**Board of Directors Meeting Minutes 5/21/2022**

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Meeting called to order by President Chris Frasch at 9:05 AM. Attendance Rob Slotten, Roger Anderson, Jack Cook, Chris Frasch, Lynne Rice.

Notification: Mailing was sent to all known members and interested parties on 4/22/2022 & posted at Clam Lake Junction, Community Center and posted on our Website.

Last Board Meeting Minutes and Last Membership Meeting Minutes were read by Rob.

Moved by Jack, 2nd by Chris to approve the minutes, Motion Carried (MC).

Finance Report, budget and membership status.

- Roger handed out Treasurers report. The balance on 4/29/22 is \$6579.66. We had 22 Members in 2021-22 an increase of 4 members from the previous year. - Moved by Rob, 2<sup>nd</sup> by Roger to approve the report. MC.
  
- Roger handed out the Preliminary Budget for 2022-2023.
  - Expected Revenue = \$1,292. Expected Expenses = \$731
  - Final numbers and approval at Annual Membership meeting in June.
  - Roger reported there was \$4,515.74 in the Town of Gordon Dam Account as of 7/30/21.

Report of 501(c) (3) status

- Thrivent Financial Choice Dollars: We received \$202 through this program. Thanks Rob.
- Other donations: Chris Frasch donated the renewal cost of our Microsoft License for MS Office Roger uses. Thanks Chris.
- Roger files yearly report to DFI (WI Dept of Financial Institutions) at cost of \$10 which he puts on his Credit Card. He is donating that cost to the WFWA rather than issue a check for reimbursement.

**Discussion of a proposed change to the by-laws.** The by-laws were written with the intent members would be from the immediate vicinity of the waterway. A couple of the officers reviewed the by-laws (available on the website at the bottom of the page) and realized it was written to limit the members to the immediate area. As we have much wider support, it has been brought to the attention of the board that the by-laws should be changed.

After a lengthy discussion of the issue, these recommendations will be presented to the Membership for approval. (See Page 4: "Proposed Changes to the West Fork Waterway Assn. Bylaws")

1. **Article III – Membership - Section 1:** The Board of Directors (BOD) recommends: Removing the restriction that members should be within 1 mile of the waterway.

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2. **Article V – Membership Meetings – Section 5 – QUORUM:** History has shown the membership meetings are sometimes attended by only the people on the board of directors. If one of them is absent, the Membership meeting does not have a quorum, The BOD recommends redefining the QUORUM to 4 members so the Membership meeting can proceed if a single member of the board cannot attend for some reason, and no other member is in attendance.
  
3. **Article VI – BOARD OF DIRECTORS – Section 2 – COMPOSITION:** The BOD recommends changing the Board of Directors COMPOSITION by removing the qualification that at least 2 of the directors shall own property on the waterway. (Currently Jack Cook and Rob Slotten are the 2 members. Rob noted that Mark Poolos purchased Rob & Ruth’s property under Land contract. That contract will be fulfilled in about 1 ½ years meaning he would no longer own property on the waterway. This change reflects on the change to Article III above.

Moved by Rob, 2<sup>nd</sup> by Jack to recommend the above changes to the General Membership. MC

**There was a lengthy discussion of “The WFWA needs more member participation to ensure the future of the organization.”** 3 current officers were among the founders of the organization in 2011. Chris Frasch (2<sup>nd</sup> Director), Roger Anderson (VP / Treas) and Rob Slotten (Sec). Roger and Rob have served in their positions since 2012. Chris moved up to President when Mike Collins retired from the Board.

Rob announced at the 2021 Membership meeting this would be his last term as Secretary through June 2023. Roger announced if re-elected, he would only serve one more 2-year term.

The organization needs support of the owners of the waterfront properties to become members at least. Someone needs to step up and assume the Secretary and Treasurer positions on the board in the coming years as the current officers retire from their positions. Neither of the positions requires a lot of work, and most of the activity is focused in May & June. The board discussed actively soliciting for some folks to become familiar with the positions. If anyone is interested, please call one of the persons on the board. All member’s contacts are on the website.

Discussion wandered into what happens if no other members wish to step in and continue the Organization. There would be several steps to dissolve the WFWA if that’s what had to be done.

**Project report**

Canoe landing - It has been tabled by the Ashland Co. It is not likely to see any action from the County in the near future.

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Discussed Annual Membership Meeting for Saturday, June 18, 2022 @ 10:00 AM - Clam Lake Community Center.

**ELECTIONS:** [Section 3 - **ELECTIONS:** The Board of Directors shall nominate one or more members for each vacant position on the Board.]

Incumbents have agreed to remain on the ticket. There are no vacant positions, so no action is required.

**Offices up for elections** at the Annual Membership Meeting are:

**President** – Chris Frasch (Incumbent)

**Vice President/Treasurer** - Roger Anderson (Incumbent)

**First Director** - Jack Cook (Incumbent)

Motion to Adjourn at 10:28 AM by Chris, 2nd by Jack. MC (Note: This was one of the longest meetings since the organizational meetings we had 10 years ago.)

Next scheduled **Directors meeting** will be **May 20, 2023 at 9:00 AM** at Clam Lake Community Center.

Submitted: Rob Slotten, Secretary W.F.W.A.

*... to preserve and protect the historic West Fork Waterway and wildlife area for recreation and public enjoyment of its scenic beauty today and in the future.*