

BOARD OF DIRECTORS MEETING
January 12, 2010

Board members present: Robyn Morin, George Brewe, Dick Lamers, Russ Ziebell, Dick Rueckl, Diane Bassett, and Ted Ludwig. Absent: Ted DeZurik, Lynn Englehorn, and Justin Kemp.
Committee chairs present: Peggy McAloon
Guests present: 12

- I. At 7:00 p.m., Robyn introduced Melanie Baumgart from River Country Resource Conservation and Development Council. Melanie presented her ideas on how a Red Cedar River Basin Coordinator position could be created and funded. RCRC&D has the resources to develop this position, do grant writing, and get it working. They were instrumental in the Grant Township project. There was discussion on what the position would do and how it would be funded. Melanie estimated that if this is supported and funded, the position could be established by early 2011. It would take that long to develop the funding. The general consensus was we would support her efforts and we will continue to discuss this.
- II. The board meeting was called to order by Robyn at 7:45 p.m.
- III. A motion to approve the December minutes was made by Dick R, seconded by Diane. Motion carried.
- IV. Dick R. presented the Treasurer's report. Motion to approve by Ted L., seconded by George, motion carried.
- V. No report from Menomonie as Justin not present.
- VI. Diane reported no news from Town of Tainter.
- VII. The Ethics Policies (Addendum 1) that were developed were discussed. Motion to approve by Ted L., seconded by George, motion passed with one dissention. The policies will be e-mailed to all members by Ted L. and posted on the web pages.
- VIII. Ted L. gave a presentation on the water monitoring efforts in the past year and the plans for 2010. He described where and why the sites were selected. We will be working with the DNR to make sure the data will be useable and we will be able to monitor for phosphorus. Discussion was held on lake monitoring and getting setup regular monitoring of both lakes. Training will be held in early spring for stream monitoring through Beaver Creek. Dr. Trimble volunteered to resume monitoring on Menomin.
- IX. Dick R. presented the budget for the year. He explained this budget is working and does not mean approval of the projects. George noted we receive a \$1000 donation from WESTconsin Credit Union. Dick L. motioned, Diane seconded, that we accept the budget. Motion passed.
- X. Committee reports:
 - Finance – covered in IV and IX above
 - Education – George reported the grant will be submitted prior to the 1st. He will send a copy of the proposal to the board by Sunday the 17th (Action item). Linda Lawrence has radio air time that she is offering to help in this project. George will attempt to get copies of the radio broadcasts that the DNR has previously done to be used locally (George action).
 - Environmental – did not meet
 - Clean the Green – met and expressed concern with CAFOs and their permitting fees. Items also discussed were ground water problems, and several methods of algae control were evaluated (water movement, wetlands, ultrasound, chemical, etc.) The committee along with membership representatives will have a table at the Health & Wellness Fair at the mall in Menomonie. There is a table cost of \$40.
 - Publicity – vacant
 - Membership – no meeting. Dick R. stated that if we meet our goals for 2010 we will be on good financial ground. Ted L. reported he talked with the post office and cleared up the addressing requirements for mailing.
- XI. River Alliance is hosting a Stream Monitoring Symposium on January 23rd at UWSP. Several board members are planning to attend.
- XII. Robyn invited members to attend the DNR hearing on NR 151 on January 28th. Discussion was held on the importance of attending and recording your position on the proposals.
- XIII. Articles for newsletter needed by February 15th. (Action items: Ted L.- John See letter and NR 151 article; Robyn – goals)
- XIV. River Rally will be held the end of May and some funding is available. No one can attend.
- XV. Members of the Board will meet with DNR representatives after the DNR hearing on Jan. 28th to discuss our goals and what we need to do to make our data useable to them.
- XVI. Action items for goals: Robyn – alliance; Ted – water monitoring and CBCW(coordinate with Lynn; Membership – membership committee; Algae – Clean the Green and Environmental; Robyn – economic study
- XVII. A motion to adjourn made by Russ, seconded by Dick R. Motion passed at 9:03 p.m.

TAINTER/MENOMIN LAKE IMPROVEMENT ASSOCIATION, INC.
CODE OF ETHICS

CONFLICT OF INTEREST STATEMENT: Every member of the TMLIA Board of Directors and any of its Committees has a duty of loyalty to the interests, purposes and goals of the TMLIA in his or her participation with the TMLIA. As more specifically prescribed in this Code of Ethics, each member shall disclose to TMLIA any personal and/or financial interest, which he or she may have in any matter pending before TMLIA and, at a minimum, refrain from participation in any decision on such matter. The term ‘member’, wherever used in this document, shall mean the TMLIA Board of Directors and members of any TMLIA committees.

TMLIA CODE OF ETHICS POLICIES

1. VOTING

A member shall not vote on matters where the member, his or her family, or personal or professional colleagues of the Board of Directors are interested.

2. HOLDING MEMBERSHIP IN OTHER NON-PROFITS

A member shall disclose potential conflicts due to memberships with other non-profit organizations dedicated to similar goals, as soon as the member discovers a potential conflict.

3. PRIVACY AND CONFIDENTIALITY

Members shall not use specific information gained from membership to further other organizations’ goals, without the Board of Director’s knowledge. Furthermore, members must recognize that some information gathered by the organization is confidential and shall not be shared with others. This is especially germane with regard to funding opportunities, organizational, personnel and financial information relative to TMLIA.

4. AVOIDING INDIVIDUAL ACTION

All actions in representation of TMLIA taken by members shall be via the Board of Directors or their sub-committees and in conformance with the guidelines or applicable procedures and resolutions of the TMLIA. Members should work for the organization as a whole and should not attempt to act in an individual capacity.

5. COMMITTEE PROTOCOL

All committee meetings shall be announced not less than one week in advance. All committee members must be notified along with the entire Board of Directors. Minutes of all meetings shall be prepared and distributed to the Board of Directors within one week of the meeting.

6. COMPENSATION FOR PROFESSIONAL SERVICES

As a general rule, the members shall not retain members or their firms for services for which they are compensated. However, there may be occasions when the special expertise of the members may be advantageous to the Board of Directors. In those circumstances the Board of Directors may approve the action and a full and complete accounting of the transaction shall be maintained in the files of TMLIA documenting the rationale for the costs associated with the transaction.

7. GIFTS

Members shall not accept gifts or gratuities from individuals or organizations doing business or seeking to do business with TMLIA.

8. COMPENSATION FOR PERSONAL SERVICES

At times it will be advantageous for the TMLIA to pay members for personal expenses associated with the organization's mission. Approval for such expenditures shall come from the Board of Directors. The expenditure shall document that it is financially and substantively advantageous to the organization to provide reimbursement.

PROCEDURES FOR ADDRESSING REAL OR PERCEIVED CONFLICT OF INTEREST ISSUES

1. A member shall disclose to the Board of Directors the existence of any real or apparent conflict of interest.
2. A member shall absent him or herself from board, sub-committee, task group, or resource group discussions where such member has a conflict of interest unless the entity requests information from such member.
3. No member shall vote on any issue where he or she has a real or perceived conflict of interest.
4. When the member reasonably believes that he or she has a conflict of interest or is uncertain regarding a potential conflict of interest, such member shall discuss the conflict with the Board of Directors President. The Board of Directors President shall seek the advice from the Board of Directors and provide that advice in writing to the member.
5. Any member may communicate with the Board of Directors President when that member reasonably believes that there is an apparent conflict of interest on the part of any member that has not been reported to the Board of Directors or acknowledged in any way. The Board of Directors President shall then discuss the matter with the affected member. In the event the affected member refuses to acknowledge or resolve the conflict of interest, such member may be removed from the discussion, removed from the Board of Directors or committee, or asked to resign as a member of the Board of Directors or committee. However, no member will be removed or asked to resign from the Board of Directors or committee unless the full Board of Directors has approved such action and the affected member has had the opportunity to address the full Board of Directors regarding the matter. If the apparent conflict directly involves the Board of Directors President, the member may communicate with any other Board member and that Board member shall bring the matter before the entire Board at the next scheduled Board of Directors meeting.

Adopted by the Board of Directors: January 12, 2010