

Madison River Foundation

Minutes for Board of Directors Meeting

Date: 08/15/2016

Location: First Madison Valley Bank

Board Members in Attendance:

J. Dilschneider
B. Richards
N. DiMeola
S. Shows
J. Mathews
E. Hageman
R. Clark

By Phone:

B. Barker

Others Present:

Liz Davis – ED
Charles Drimal, Greater Yellowstone Coalition

Minutes

Minutes from the June 20 meeting were presented, and three clarifications were offered. First, “Sarah M.” as referenced under Minutes is Sarah Garland from Morrison Maierle. Second, Liz will check the tape from the June 20 meeting regarding discussion of whether a letter of support for Wild and Scenic Rivers was previously approved. Third, Hank Patterson is not donating his movie, but rather it will be funded through the generosity of one of our Directors. Subject to those comments, it was moved by Ray and seconded by Joe to approve the Minutes from June 20, 2016. Motion carried.

Approval of Minutes for July 13, 2016 was moved by Jackie and seconded by Bruce. Motion carried.

Guest Presentation – Charles Drimal, Greater Yellowstone Coalition

Charles was invited to speak about potential federal legislation designating certain rivers and sections of rivers in Montana as “Wild and Scenic,” under the protections of federal agencies. Specifically, the GYC is looking at the South Fork of the Madison, several small sections around Hebgen Dam, and the lower Madison from Bear Trap Canyon to Black’s Ford for designation as Wild and Scenic. Charles requests a letter of endorsement from MRF.

One very interesting revelation was that in his conversations with NWE, Charles learned that the utility is considering a possible conversion of Hebgen into a hydro-electric facility at some undetermined point in the future. This was news to MRF.

In answer to questions, he said the current proposal (at least for the Madison) would be 100% on public lands. The biggest concerns voiced by the public, he said, involve questions about private property and water rights.

GYC hopes a bill will be submitted for congressional approval by Senators Daines and Tester in early 2017.

Guest Presentation – Dave Moser, Montana Fish Wildlife and Parks

Unfortunately, Mr. Moser did not show up for the meeting. Joe Dilschneider reported he had a subsequent conversation with Dave, who apologized saying he had the wrong date on his calendar. He also told Joe that FWP will review its decision on opening year around access for the tributaries.

Finance Committee Report: Beth Hageman (see hand-out)

Beth summarized her attached Finance Report, including a Year to Date Profit and Loss, and Balance Sheet. YTD 2016 against YTD 2015 cannot be accurately compared because annual dues are now collected on a staggered basis, whereas in 2015 they were collected at the end of the year. Beth warned that at present, we are spending our reserves. The Foundation has enough money to make it through the end of the year without any changes, but revenues have definitely slowed.

Beth reiterated her strong recommendation for MRF to undertake an annual audit. There are degrees of complexity and cost, starting with a Compilation Report, going up to a Review, and then a full Audit. A Review is estimated to cost approximately \$3-4,000, while an Audit could be as much as \$12,000. The Board agreed Beth should pursue proposals for this annual work. Liz commented that an audit is generally necessary for grant proposals.

Beth said she and Jeff Laszlo will tour the Odell Project on Friday and invited Directors to attend. She also asked for comments on the existing Granger MOU (handed out at the meeting), to be discussed with Jeff at that time.

Stewardship Report: Jackie Mathews said she and Jim Dawson want another letter to NWE restating MRF's position about the siphon and dam repairs during summer months. Bruce stated any further letter needs to fully address the NWE reply to the first MRF letter.

Jackie then informed the Board there is a new organization forming at the south end of the valley to protest the change – and MRF's position -- in fishing regulations to year around access on the river and the tributaries. Review and discussion of the FWP changes followed, as well as the potential this new group will be competitive to MRF. Jackie said at least ten supporters of MRF

have shifted their financial contributions to this new group. She said Patagonia has pulled its financial support of MRF, but she did not know whether that also applies to the Odell Restoration Project.

Executive Director's Report (Refer to Agenda for ED notes)

There was discussion about Maydak's offer of a painting for auction. Silent or live? Liz said she would circulate photos of the work Mike has generously offered to MRF.

Bruce offered to pick up from Livingston two Boot Cleaning Stations.

Jackie and Jim D want to participate in discussion with ExCo regarding the Bozarth letter. Every Director is invited to the ExCO meetings.

Clute's Landing Portapotty...discussion ensued, but no decision was reached.

New Business

Rumors are circulating about the MRF, and resignation or replacement of various Board members. These have included rumors that up to four Directors should be replaced or are no longer serving on the Board, as well as rumors that certain people involved with the Board are actively working against MRF. For this reason, the 2009 handout Madison River Foundation, Inc. -- Board of Directors Roles and Responsibilities adopted December 14, 2009 was distributed and discussed. Each Director owes a "duty of loyalty" to the Foundation. And while healthy debate is encouraged, such discussion shall remain privy to the Board. In public, Directors are expected to *not* "publicly criticize the Foundation or its Board of Directors," In addition, "Directors have a duty of loyalty to the Foundation and may not take any position or action or make any statement detrimental to the mission, image, or stated positions of the organization."

Liz asked for Directors to volunteer for certain activities at FFF.

THERE BEING NO FURTHER BUSINESS, THE MEETING ADJOURNED