

MUSKIES, INC. ANNUAL BOARD MEETING – April 18, 2015

Minutes are abbreviated.

Tundra Lodge, Green Bay, WI

X - Indicates in attendance (21 voting members, including President for tie breakers)

Quorum Present: 16 of 21

X	President, Jay Zahn	X	Region 1 Senior Representative, Eric Schultz
	Immediate Past President, Dan Narsete	X	Region 2 Senior Representative, Jeff Miller
X	VP Finance/Treasurer, Jim Shannon	X	Region 3 Senior Representative, Jim Evers
X	VP Communications, Ron Teschner	X	Region 4 Senior Representative, Earle Hammond
	VP Fisheries & Research, Elmer Heyob	X	Region 1 Representative, Jeff Young
X	VP Internal Affairs, Dan Koniewicz		Region 1 Representative, Greg Kvale
X	VP Membership & Marketing, Greg Wells	X	Region 2 Representative, Robert Petzke
X	VP Youth Activities, Kevin Bushnick	X	Region 2 Representative, Joe Heil
X	Corporate Secretary, Carl Phillips		Region 3 Representative, James Moore
	Non-Voting Support Personnel:	X	Region 3 Representative, Jack Moga
X	Administrative Secretary, Ellen Wells	X	Region 4 Representative, Frank Walter
X	Parliamentarian, Henry Hempe	X	Region 4 Representative, Kimberly Cates
X	Executive Accountant, Kathy Goon		Non-Voting Guests:
X	Accounting Assistant, Cathy Adams	X	Past President, David Cates
X	Web Master, Randy Loewecke		
	Editor, Amy Penza		

Absent: Dan Narsete, Elmer Heyob, Greg Kvale, James Moore, Amy Penza

Guests in attendance: Position Candidates –Jim Ashton, Tom Ardolf, and Dan Crooms *arrived at 10:45am*

Other guests: Beverly Loewecke *AM only*, Tyler Kennedy, SallyJo Walter, Lorin Nevling,

WELCOME – was presented by Mr. Bob Volm, President of the Green Bay Tiletown Chapter Number 4.

Presentation from Keyes Outdoors – Mike Keyes and Dave Brown

Video was presented that can be used by the chapters as a loop at shows or events. Muskies Inc. 2015 commercial was shown. These videos create interaction between non-members and members. Viewership of Keyes is now available to 75 Million households and 5.5 million local contacts. Added networks are Nationwide Discovery Channels and Destination America. Nelson rating 80 Million TVHH, this now means the show is available in all 50 states. Keyes Outdoors is averaging 144,000 viewers per week.

Social Media for Keyes Outdoors (KO) using Facebook shows 8,726 likes and friends. 2015 KO did shout outs for Muskies, Inc. Statistics from this alone in March of 2015 brought hits of 1,648, Feb 2nd 4,074 hits and Feb 4th 1,098. Shows are now downloaded to You Tube, we can hit all our military and go worldwide with those contacts, these are the entire shows being downloaded, including commercial breaks, and KO was the first to begin doing full show

downloads. Subscribers to KO You Tube are 2,941; subscribers to the shows are at 579,272 views. MI Editor, Amy Penza is now involved in the social media at KO for more posts and communications.

Added values of the KO contracts: trade shows Milwaukee, Chicago and Minnesota; speaking engagements; free KO t-shirts for kids of family memberships.

Today's agenda:

Meeting was called to order by the President, Jay Zahn.

Guests acknowledged and introduced.

Roll call was taken by Administrative Secretary Ellen Wells, attendees noted above. A quorum was present.

Report is posted on the website for reference.

TOPIC	DISCUSSION
President's Report Jay Zahn	<p>Keyes discussion continues due to the freshness of the presentation. See Vice President of Membership and Marketing report.</p> <p>Pres. Zahn indicated retention by each chapter needs to be stepped up; reports are posted monthly we need to have one member from each chapter board to contact these people. Find a way to promote and find a way to keep the members we have.</p> <p>Thank you to the entire Board of Directors; there were more things we wanted to do but budget restrictions limited what we could do during my presidency. Mr. Phillips plans to visit more chapters, but when it comes from your own pocket that can be difficult. Hopeful that Mr. Phillips has a good experience in his new position.</p>
Futures Committee, Jeff Young	<p>Mr. Young stated the Futures Committee had approximately six to eight meetings, with focus on the Executive Director positions, but this was put on hold to focus on other issues. In Dec/Jan focus was on filling vacancies within the Executive Committee.</p> <p>Last month discussions were on the direction of the Futures Committee, how it will fit in with the new President, the agenda and thoughts to assist the organization as a whole.</p>

<p>Senior Regional Representative Reports: Region 1, Eric Schultz Region 2, Jeff Miller Region 3, Jim Evers Region 4, Earle Hammond</p>	<p>Region 1 –Eric Schultz Minutes posted on web site, late due to miscommunication.</p> <p>Twin Cities Chapter 1 has reviewed the bylaws and policies and there is nothing in writing requiring Chapter 1 hosting the ABM every 5th year. Chapter 1 is hosting the 50th anniversary celebration and the ABM in 2016 and is willing to allow other chapters within the organization an opportunity to host these ABM’s.</p> <p>Region 2 – Jeff Miller Minutes posted on web site.</p> <p>Mr. Miller and Mr. Heil have been in a dual role for Region 2, alternating who is participating on the Executive Committee (EC) calls monthly. Request to allow all regional representatives to sit in on all EC meetings. They could be invited with the understanding they are there to listen but they will have no voice on these calls. This request was acknowledged by President Elect, Mr. Phillips and it will be noted for future meetings of the EC.</p>
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Mr. Wells suggested MI needs to consider doing Regional meetings and ABM via video conferences as well as the EC meetings. Many chapters are unable to travel and this option would allow more to attend and to have voice at these meetings.

Region 3 – Jim Evers

Minutes posted on web site.

Thanks to Mr. Koniewicz the region has been reformed and is doing well. With the restructuring each Regional Representative has so many chapters he tracks and stays in contact with, this process seems to be working within our region.

The region is considered a put/take fishery, so fund raising is critical to our region for restocking.

Communications practices with monthly meeting with all chapters using phone and Skype is working, we have approximately 2/3rds of the chapters participating. Looking forward to hands on marketing of the organization, we need to be open on marketing within the eastern regions, objections to Keyes is they do not focus on the eastern US.

Pres. Zahn - Region 3 needs to be commended they went from no representation at the Brainerd ABM to being one of the more active regions and it's a complete turn-a-round thanks to the efforts of the new regional representatives and Mr. Koniewicz.

Mr. Moga added it was good to be back; need to focus on a few chapters to help guide them on membership retention, fund raising, providing tools needed to be successful. MI needs to reach out to the east to expand on the communications within the region.

Region 4 – Earle Hammond Minutes posted on web site.

Region 4 has 11 chapters and 9 were represented at the fall meeting. Region 4 established a fund for the region and every chapter adds \$100 to the regional director fund, this assists in reimbursements and room fees for our regional meetings and individual expenses.

Region 4 Symposium fund contains \$600.

<p>VP Finance/Treasurer, Jim Shannon</p>	<p>Kathy Goon, Executive Accountant reviewed key areas of the financial report via PowerPoint. <i>(See attachment 1 – power point)</i></p> <p>Select to view Power Point display</p> <p>Introductions were done of the FC Committee members and the 3rd Wednesday of the month meeting process was reviewed. <i>Minutes need to be updated on the web site.</i></p> <p>Past due insurance invoices were discussed, regional representatives and the VP</p>
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of Internal Affairs are requested to contact these chapters on past due accounts totaling \$3077. Mr. Koniewicz will assist in resolving past due accounts before we move to pulling chapter charters. Chapter officer liability is involved with loss of chapter charter and 501 (c) (3) status will be lost. Chapters can be placed onto a payment plan process, if required.

Various charts on expenses, revenue, and net income from 2006-2014 for comparison were reviewed.

2015 Insurance was based on 5887 members = 2.65/member this is down .10 cents from last year. Insurance actual bills were presented. Insurance bills roll from year to year; we pay from balances left from last year based on monthly installments for 10 months of the year.

Deposit accounts and CD's were reviewed as of the first quarter of 2015. Gil Hamm slightly down at \$124,056; this means funds are available for research and projects.

Membership income 2009-2014 was presented by membership type. 3 year memberships are on the rise; the economy must be in recovery due to the increase in 2014. Life memberships are a cost of doing business since MI has discontinued that program and MI currently has 447 remaining life memberships.

Mr. Shannon presented details on the Profit & Loss Statement. *(see attachments 2, 2a, 3 and 3a)*

[View Condensed P & L](#)

[View Profit and Loss](#)

[View Condensed Balance Sheet](#)

[View Balance Sheet](#)

2015 shows improvement with income in the first quarter.

Profit & Loss comparison of previous year to 2014 reviewed overall down \$21,000 in revenue from 2013-2014. Highlighting areas of concern and positive direction for MI.

25% of our budget is the magazine, since reduced by 50% as we voted to reduce the number of publications from twelve issues to six annually. Tax on revenue is paid on this un-related business income under IRS rules. Review of postage/shipping fees was discussed; there was an allocation issue that was resolved last year that has been corrected in 2014 account breakdown.

MI is in compliance with all IRS requirements and MI is currently required to file a 990 for National MI, 990T MI business taxable income and 990 for consolidated

chapter return. IRS will be contacted for a change in filing process as the second 990 was not previously required.

Audits for 2011-2012-2013 will be finalized shortly; we need to complete 2014 with the auditors.

All required MI Symposium deposits have been paid to date.

Net ordinary income MI lost \$10,000 in 2014 versus making \$16,000 in 2013, just on operations. Balance Sheet as of December 31, 2014 was reviewed in detail. Review of assets and balances were highlighted. This year income is looking good

and we're on track; Muskies, Inc. is a solid organization.

Pres. Elect Phillips announced a decision to allow questions to be asked from nonvoting members in regards to discussions at the end of the VP reports rather than waiting until the end of the meeting. Discussion from guests on a few exact areas of the financial reports were highlighted and responded to.

Profit/Loss Budget vs Actual documents were reviewed. There is an overall downward trend and until we can reverse the downward trend the budget amounts will continue to be reduced. Bottom line zero based balance required for our organization. Due to losses incurred in 2014, both revenues and expenses were reduced for 2015 to achieve a balanced budget.

Areas of concern for being under budget were the Muskie Magazine ad revenue; commissions on ads in Muskie Magazine are 20%, which is higher than industry standard. Calendar program income is going down, MI dropped the lure program due to lack of support of fund raising efforts. Membership income is down. Based on the reduced income the net income was -\$61,809.

Expenses were reviewed. Postage being the largest area of increase. 2014 expenses brought us to the overall net loss of \$10,992.

Discussions on ways to move the calendar program back to a larger profit center were reviewed. Doing a postcard mailing with a request for calendars, done prior to the printing so we can reduce the overall numbers being printed. Discussion leaned towards targeting members who have not donated with a postcard asking for a response to support the fundraising efforts of MI.

Auditing fees will be reduced in the years to come, we were budgeting \$30,000 and we will see that drop to \$10,000 annually.

Conclusion of the FC report

Motion to accept FC report made by Mr. Walter

Seconded by Mr. Phillips

Unanimous Approval

Mr. Cates voiced acknowledgment to FC for the efforts in regaining the 501 © (3) status.

VP
Membership/Marketing,
Greg Wells

Keyes discussion continued *see*
links to Keyes 2014 ad:
<https://www.dropbox.com/s/a6gdcekkw1dyh2e/MI%20We%20are%20the%20future%20of%20Musky%20Fishing.mp4?oref=e&n=28921255>

Age demographics were reviewed. (*see attachment 4*) Demographics are changing and that's the health of our organization, we're getting healthy. 6% of our budget is what is spent for our marketing with Keyes to get us national exposure.

[Select to view Attachment](#)

Mr. Miller requested promotional specific code for Keyes. This is being reviewed although “Keyes” option on the ‘how found’ is currently available for members on the web site. Keyes is changing our demographics and we are hitting our targets. Social media numbers are reflective of the social media wave. Cost per new membership isn’t a good way to analyze the program; that is not how this program has developed or transitioned with the changes in the program over the years. Keyes shouldn’t have been promoted as a membership increase option but as a means to hit a target age group. \$12,500 annual spend is less than 1% of the entire MI budget we are getting the bang for our buck. Others have been contacted and they can’t meet these price options.

MI association with Keyes is good. Keyes does a good job, but we’re not doing a good job of marketing to support what he’s doing. Keyes is the entry point, the draw; we’re the key to retaining these members. MI needs to hook them and retain them.

MOTION

To continue the Keyes program with the current price \$12,500.

Motioned by: Mr. Teschner

Seconded by: Mr. Shannon

Discussion:

Mr. Walters questioned an extra \$600 paid to Keyes.

Pres. Zahn responded it was a financial decision made by the Executive Committee and it covered an extra 13 weeks of broadcast. They requested an extra \$600 from each of their sponsors for this extra 13 weeks. It was a onetime deal.

Request to refrain from vote until after VP Finance report and approval. Mr. Shannon indicated the budget was approved by the board and the dollars are included in the approved budget.

Move to motion

Roll Call vote:

MOTION KEYES VOTING

Annual Board Meeting

F = FOR
A = Abstained
O = Opposed

Voting Attendees: Present		Tot	FINAL VOTE
President	Jay Zahn		
VP Financial/Treasurer	Jim Shannon		F

	VP Communications	Ron Teschner		F
	VP Internal Affairs	Dan Koniewicz		F

	VP Membership & Marketing	Greg Wells	exp Fall 2015 exp Fall 2015 exp Fall 2015 exp Fall 2015 exp Fall 2016 exp Fall 2016 exp Fall 2017 exp Fall 2017 exp Fall 2016 exp Fall 2017	F
	Corporate Secretary	Carl Phillips		F
	VP Youth Activities	Kevin Bushnick		F
	Region-1 Senior Rep	Eric Schultz		F
	Region-2 Senior Rep	Jeff Miller		F
	Region-3 Senior Rep	Jim Evers		O
	Region-4 Senior Rep	Earle Hammond		F
	Region 1 Regional Representatives	Jeff Young		F
	Region 2 Regional Representatives	Robert Petzke		O
	Region 2 Regional Representatives	Joe Heil		F
	Region 3 Regional Representatives	Jack Moga		O
	Region 4 Regional Representatives	Frank Walter		F
	Region 4 Regional Representatives	Kimberly Cates		A
	12 for, 3 against, 1 abstained Motion passes.		TOTALS: 16	
			F = FOR	12
			A = Abstained	1
	Mr. Wells continued his report by discussing t these chapters need to be removed from pr		O = Opposed	3

Chapters 61 Northwoods, Chapter 62 Wausau, Chapter 63 Virginia, Chapter 64 Nittany Valley Musky Muskie

MOTION

To approve all chapters noted.

Motioned by: Mr. Heil

Seconded by: Mr. Walter

No discussion

Call for Vote

Motion Unanimously approved

Support of the new chapters and re-implementing regionalization concepts

there to support them. Dissolving chapters was decided to leave them on the register issues to disband a chapter remain on the books as inactive until we can mento

South Central West
nce in PA and Chapter 69 New
York

Big Brothers was reviewed. The
within your region please
reviewed and based on a
il , as it creates financial

Teuteberg took over the renewal program. There is an immediate reaction to the delivery of notices, so no delays and the total program contains 5 points of contact, versus the 3 we had with the prior Sunray contract.

Next step is to move to the retention and growth program presented by Teuteberg. Their goal is to complete a lapsed-member reach out, contacting the lapsed membership within MI. The lapsed-member based for MI is estimated to be at 35,000. We have budgeted \$20,000 for marketing only spending \$12,500 for Keyes so we'd like to work within our budgeted balance of \$7500 and have Teuteberg work within those funds to get a similar program initiated. Program details were reviewed.

MOTION

To use Teuteberg to develop the reinstatement marketing program for lapsedmembers.

Motioned by: Mr. Teschner

Seconded by: Ms. Cates

Discussion

Decline in membership, slow steady trend, why we need to attack the retention, this would be a onetime deal. Teuteberg does this for a business and they would screen the names we have and pull out an estimated 15,000 names with the history and research they have available. Teuteberg estimates a return of 1-3% return which will result in a gain if over 1% re-join. Then retention becomes the concern.

There will be a collection of data during the process and this will benefit the organization for knowing our demographic. Potentially change out the photos to show more youth. Focus on the youth to drive more influence on the program.

Teuteberg also offers additional growth programs so these can be implemented in the future based on the demographics developed. **Call for vote.**

Motion Unanimously approved

Additional discussion points within the Membership and Marketing report: Counts are sent monthly to the entire board and it includes history.

Auto renewals through Authorized.net and PayPal on the applications and on the web site.

Challenge for the new VP will be how to get the social media to work for us. Muskie shows are the one place where you get the targeted group seeing Muskies, Inc. we need to continue to improve our message. We have changed the visual side of our booths this year. With show expansions in Pitsburg, Ohio,

	<p>Wausau, WI Muskies, Inc. needs representation at these shows and within these growing regions engaging new membership and youth.</p>
<p>VP Fisheries & Research, Elmer Heyob</p>	<p>N/A not present.</p>
<p>VP Internal Affairs, Dan Koniewicz</p>	<p>Full detailed report within the ABM program.</p> <p>All four regions had meeting this year. Reorganization on Region 3 was accomplished and there is now a voice within Region 3.</p> <p>What we have established with Region 3 is a monthly phone call with about 6070% of chapters being involved. Open discussions on what's working at a chapter level. They are beginning to feel more connected.</p> <p>Moving forward our goal will be to carry a similar concept moving forward to all the regions, quarterly phone calls and one face to face annually. At minimum three regional reps at these calls, EC also invited, using GO TO MEETINGS and redeveloping the Big Brother relationship. Each rep should be in charge of a specific number of chapters to keep communication open.</p> <p>Collection of insurance and collection of charters will be discussed at these meetings with an explanation of why it's needed as discussed in the FC report. These are normal parts of the business that need to be done in a timely fashion.</p> <p>The insurance is quoted from three different companies. We have a very competitive rate for Not for Profit Insurance rates.</p> <p>Lunge Log update: so everyone is aware Jim Bunch has been ill since December. A decision will need to be made within the next few months as we assess the situation. He has done an excellent job for the last two decades. Mr. Koniewicz has been working as a fill in for him at this time.</p> <p>I worked closely with the Nittany Valley member Mr. Krumenacker to establish and set-up a fly fishing division within the Members Only Fishing Contest. This is a new category and there are a lot of people doing this out East and the extreme West coast. There will be articles written for the next few publications of Muskies Magazine on this new trend and within the MOFC there will be a total of six awards added to the Lunge Log.</p>

<p>VP Youth Activities, Kevin Bushnick</p>	<p>Mr. Bushnick started by thanking those who have gotten him into the youth activities within this organization, this has been life changing for him. He's had an opportunity to meet Robert O'Neill the navy seal sniper who shot Osama Bin Laden. Mr. O'Neill is a member of Seal Team 6. To work with the likes of Larry Ramsell who offered true guidance and connections, Karen Harden & Mic Isham of the Ojibwe Nations in Hayward WI, Pete Mania and the Hayward community including the Sherriff's Department, the DNR and the Fire Department, and Cathy Begay from LCO Waadookodaaing School for getting the kids to participate in all the events. Dave Anderson was very helpful from Famous Dave's and of course all</p>
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	<p>the guides and volunteers.</p> <p>A video of underwater Muskie stocking release was shown to the group.</p> <p>A highlight for Mr. Bushnick was Eric Reinemann from Timber Trail Lodge was winner of the fishing event at age 11, all of his trophies were lost in a house fire and the trophy company reproduced every trophy for Eric. Having these events and working with the people and business involved has been amazing.</p> <p>Goal will be to branch out away from Hayward and expand on what we have developed. We will attempt to do a youth event in the Brainerd, MN area.</p> <p>New headquarters option is a possibility for future events in Hayward area.</p> <p>Video presentation was presented based on an accumulation of the last 5 years of youth events. Included were the awards to the youth, the educational element and involvement with pit tagging fish and the biology of the lakes.</p> <p>It's with programs and events like this that Muskies, Inc.'s name is getting out there and our brand is solid.</p>
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<p>VP Communications, Ron Teschner</p>	<p>Mr. Teschner is pleased with web site and the magazine as a vehicle for communication.</p> <p>Web Site updates presented by Randy Loewecke. Major accomplishments were the public side restructuring of the web site and it is now responsive for all devices. Internal controls for reports like age dynamics, general report data pulls etc.</p> <p>Moving forward inclusion of the Fly Fishing Division, Hall of Fame history, picture upload functionality, forum login functionality improvement, lunge log functionality for all devices.</p> <p>Amy Penza finishing up her second year, Muskie Magazine has become more colorful, chapter activities area is growing, inviting new writers and design ideas within the publication. Sean Landsman will be looking at running a photo contest to restock the pool of pictures available for use, presentation to the EC will happen to develop a list of rewards.</p> <p>Fargo Moorhead hosting the Chapter Challenge this year scheduled for Leech Lake the end of August 26th, 27th, 28th, 2015. Lodging available and sponsors are developing.</p>		
<p>Corporate Secretary Report, Carl Phillips</p>	<p>Received the annual director disclosures except from Elmer Heyob, Dan Narsete and Greg Kvale.</p>		
<p>Elections:</p>	<p>Vice President Finance/Treasurer</p> <table border="1" data-bbox="493 1129 1209 1188"> <tr> <td data-bbox="493 1129 927 1188">Candidate - VP Finance</td> <td data-bbox="927 1129 1209 1188">Randy Hilger</td> </tr> </table> <p>Randy has withdrawn his option to run.</p>	Candidate - VP Finance	Randy Hilger
Candidate - VP Finance	Randy Hilger		

No nominations proposed.

The VP of finance /Treasurer is required by law. The Bylaws provide the Executive Committee the authority to appoint an individual to fill the position. We urge all board members to search for a candidate to fill this position. The motion was made by Mr. Walter to appoint Carl Phillips on an interim basis.

Seconded by Mr. Miller

Unanimously Approved by Regional Representatives

Vice President of Fisheries & Research

Candidate - VP Fisheries & Research	Dan Crooms
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Carl Phillips nominated Dan Crooms, seconded by Eric Schultz Dan Crooms introduced himself.

Unanimously Approved by Regional Representatives

Vice President Membership & Marketing

Candidate - VP Membership & Marketing	Jeff Young
Candidate - VP Membership & Marketing	Jim Ashton

Jim Ashton nominated by Mr. Hammond, seconded by Mr. Heil

Jeff Young nominated by Mr. Miller, seconded by Mr. Petzke

Both candidates introduced themselves and goals of being in the position. Vote:

Voting Attendees:	Present	Ashton	Young
Region-1 Senior Rep	Eric Schultz	1	
Region-2 Senior Rep	Jeff Miller	1	
Region-3 Senior Rep	Jim Evers	1	
Region-4 Senior Rep	Earle Hammond	1	
Region 1 Regional Representatives	Jeff Young		1
Region 2 Regional Representatives	Robert Petzke		1
Region 2 Regional Representatives	Joe Heil	1	
Region 3 Regional Representatives	Jack Moga	1	
Region 4 Regional Representatives	Frank Walter	1	
Region 4 Regional Representatives	Kimberly Cates	1	
TOTALS:	10	8	2

Corporate Secretary

Corporate Secretary Candidate	Tom Ardolf
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Nominated by Mr. Walter, seconded by Mr. Miller

Unanimously Approved by Regional Representatives

Vice President of Communications

Ron Teschner retains	
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Mr. Hempe advised a vote should be taken for the VP of Communications

Mr. Heil so moved to retain Ron Teschner as VP of Communications, seconded by Mr. Hammond.
Unanimously Approved by Regional Representatives

Vice President of Youth Activities

Kevin Bushnick retains	
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VP Youth

Mr. Miller so moved to retain Kevin Bushnick as in VP of Youth Activities, seconded by Ms. Cates.
Unanimously Approved by Regional Representatives

Vice President of Internal Affairs

Dan Koniewicz retains	
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VP Youth

Mr. Schultz so moved to retain Dan Koniewicz as in VP of Internal Affairs, seconded by Mr. Miller. Unanimously Approved by Regional Representatives

Corporate Attorney

Corporate Attorney Candidate	Needed
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Induction of President Elect

Parliamentarian Mr. Hempe administered the Oath of Office to the President Elect, Carl Phillips.

President Phillips stated I will start at the beginning; Gil Hamm started Muskies, Inc. with 12 buddies, they knew how all other conservation organizations were established and knew the individual Chapters would be the core of this organization. The founders believed the Chapters knew what was best for the regions they were formed in. The Chapters have the power and the goal is to keep it that way. Volunteers are critical to doing a lot of the work for the organization; acknowledge and publish this to the organization. Events like Wounded Warrior, trout shoreline fishing for vets, Youth outing and events. MI needs to do a better job of letting everyone know how we do this.

Volunteerism is the key to this organization's success. We need to do a good job for future development of the leadership for Muskies, Inc.

Renewal and retention of the organization is important. We need to identify the best practices being used and get this information out and implemented at a chapter level.

Using Survey Monkey for new members and dropped members; what are the expectations of these members, where did we fall short.

Keep getting closer to a functioning and functional organization. Survey the presidents and their expectations, start in May a monthly conference call for chapter presidents, voice for the call will be done regionally with a rotation for voice on a monthly basis. Open up dialog and discussion of issues the evening after the EC meetings.

Everyone on this board needs to go out and press hard to locate a VP of Finance/Treasurer. I don't think there is a requirement for accounting background, this is more of an oversight of the hired CPA firm and our staff doing the accounting.

<p>Parliamentarian/Bylaws Committee Report, Henry Hempe</p>	<p>Report of the bylaws committees as submitted. Credit Frank Walter and Lorin Nevling, who worked hard on the Policies and Procedures update, and Ellen Wells for the work put into this project.</p> <p>Mr. Walter noted the motion procedure is posted on the web site. This process was reviewed during the meeting as one of the motions was withdrawn for failure to follow the proper process.</p> <p>Thanks to Lorin Nevling and David Cates involvement on the Bylaws. Thus demonstrating and assisting in the best interest of the organization.</p>
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<p>Induction of Vice Presidents and Regional Representatives</p>	<p>Parliamentarian Mr. Hempe administered the Oath of Office to the new Regional Representatives, New Vice Presidents and Corporate Secretary.</p>
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Old Business

Mr. Cates had three items to review:

1. He mentioned the need to review and reconstitute the Futures Committee
2. To Approve the 2014 ABM Minutes
3. To determine why no action has been taken on the Executive Director position.

Item 2 – **Motion** to approve the minutes as posted moved by Mr. Heil, seconded by Mr. Walter. No Discussion

Unanimously Approved

Item 1 – Current member are: Jay Zahn as President, Greg Kvale, David Cates, Lee Bartolini, Frank Walter, advisors Henry Hempe, Lorin Nevling and Jeff Young.

Futures committee needs to consist of 5 members

- 1 – President (Carl Phillips)
 - 2 - Senior Regional Representative (Jeff Young - Chair)
 - 3 - Chapter President (Lee Bartolini)
 - 4 - Past President of MI (Greg Wells)
 - 5 – From any source but a critical thinker (Frank Walter)
- Advisors can be anyone (Henry Hempe and Lorin Nevling)

Motion to approve the above (Noted) individuals for the 2015 Futures Committee was made by Mr. Teschner and seconded by Mr. Miller.

Unanimously Approved

Item 3 - Executive director not hired. In 2010 this board approved hiring of Executive Director. All the job descriptions and expectations have been done.

Should be moving forward strictly on a commission basis to and to remove funding as one of the barriers to hiring an executive director.

Parliamentarian Henry Hemp indicated that the Futures Committee felt the Executive Director’s job description was incomplete in the following areas:

1. Where the position falls within the current MI structure and its relationship with the President, VP’s and the Board
 2. The level of authority has never been defined, included who has the authority in specific matters, e.g., Exec. Dir. or President?
 3. Does the E.D. have hiring/firing authority on contracted individuals?
- Without answers to these questions, the Futures Committee did not feel comfortable moving forward. The Committee also believes that someone taking this type of position on a commission-only basis would indicate they the person is truly qualified.

Motion: It was moved that the Futures Committee complete the Executive Director’s job description including the following three points, and subsequently form a search committee to fill the position.

1. Where the position falls within the current MI structure and its relationship with the President, VP's and the Board
2. The level of authority has never been defined, included who has the authority in specific matters, e.g., Exec. Dir. or President?
3. Does the E.D. have hiring/firing authority on contracted individuals?

Moved by Mr. Teschner, seconded by Mr. Hammond

Discussion

We'll be taking a vote on this and we've done this before how do we know things will continue to move forward?

The Futures Committee needs to move forward and Jeff Young will be tasked to get the recruitment process started and addressing the points as articulated above.

F = FOR
A = Abstained
O = Opposed

Annual Board Meeting

Voting Attendees:		Present	Absent	al	Tot	FINAL VOTE
Past President	Jay Zahn					F
VP Financial/Treasurer	Carl Phillips interim					
VP Communications	Ron Teschner					F
VP Internal Affairs	Dan Koniewicz					F
VP of Research and Fisheries	Dan Crooms					F
VP Membership & Marketing	Jim Ashton					F
Corporate Secretary	Tom Ardolf					F
VP Youth Activities	Kevin Bushnick					F
Region-1 Senior Rep	Eric Schultz				exp Fall 2015	F
Region-2 Senior Rep	Jeff Miller				exp Fall 2015	F
Region-3 Senior Rep	Jim Evers				exp Fall 2015	F
Region-4 Senior Rep	Earle Hammond				exp Fall 2016	F
Region 1 Regional Representatives	Jeff Young				exp Fall 2016 exp Fall 2017	F
Region 2 Regional Representatives	Robert Petzke				2016 exp Fall 2017	F
Region 2 Regional Representatives	Joe Heil					F
Region 3 Regional Representatives	Jack Moga					O
Region 4 Regional Representatives	Frank Walter					O
Region 4 Regional Representatives	Kimberly Cates					F
TOTALS:					17	

		F = FOR	15
		A =	
		Abstained	0
		O = Opposed	2

The Motion Passes.

New Business - MOTIONS

Amendment to Articles of Incorporation

Proposal presented to all active members as of 3/15/2015, mailed via USPS.

Discussion

Mr. Walters and Mr. Cates voiced dissatisfaction with the entire process and proposed document as a whole and an animated discussion took place.

It was noted there was no malicious intent, the goal was to gain more involvement from the chapter level and alternative ideas were discussed and will be reviewed at future EC meetings. Better communication, more overall involvement to get people to events such as the 50th anniversary and the 2016 Hugh Becker Symposium. These are Key to the success of the organization.

Vote required 50% of members voting for, plus one to pass. Vote result was:

TOTALS as of 4/18/2015		percentages
FOR	927	94%
AGAINST	39	4%
ABSTAIN	7	1%
OTHER	15	2%
Total Votes	988	100%
Total % of return	0.16	
	50% plus 1	

PROXY Vote Failed; due to the number of required votes, which using the March 15, 2015 date for the membership draw calculates to 3026 members.

15-01 This motion was withdrawn as it failed to follow the proper motion processes prior to posting. This motion will be reviewed for possible future submission.

<p>Motion Number: 15-03 Reviewed prior to 15-02 due to content of 15-3 needed before 15-2 can be approved</p>	<p>Motion by Frank A. Walter on behalf of the Standing Bylaws Committee</p> <p>Seconded Jeff Miller</p> <p>Motion: To approve the <u>Muskies, Inc. Policies, Resolutions, Procedures, and Guidelines</u> as presented to the Board at the Annual Board Meeting 2015.</p> <p>Rationale for Proposed Changes: The Standing Bylaws Committee has been working on this update for the best part of ten (10) years. We have, to the best of our ability, included all relevant Board actions since the last updating of the 2006 Fall Board Meeting. Your cooperation in this important endeavor will be greatly appreciated.</p> <p>Benefit of Proposed Changes: Will allow all members of Muskies, Inc. to have</p>
	<p>them updated on the website which currently has not been updated since 01-022007.</p> <p>Financial impact to Muskies, Inc. --- None</p> <p>Comments: The following Committee Members have devoted many hours to prepare a Policies document for everyone to understand, A/Henry Hempe, Lorin Nevling., David Cates, Frank Walter, and most of all Ellen Wells. See posted Muskies, Inc. Policies, Resolutions, Procedures, and Guidelines.</p> <p>Discussion:</p> <p>Policy title changed to follow the format of the bylaws.</p> <p>Previously only the full Board could approve this; the committee has added the option for approval at the Executive Committee level so the document does not get delayed.</p> <p>Remove after the 2016 Symposium to remove the 04-01-06 documented money as noted in the document.</p> <p>Within Political activities we added: <i>the proposal must be disclosed to the Chairman of the Bylaws Committee or Corporate Counsel.</i></p> <p>Slight amendments will be done by the Bylaws committee that could include: Typographical corrections as required.</p> <p>Move to amend and add on page 20 the MI Awards now added for Fly fishing, add the 6 awards immediately.</p> <p>No further discussion, the vote was taken. Unanimously Approved</p>

<p>Motion Number: 15-2</p>	<p>From: Standing Bylaws Committee Member Frank A. Walter</p> <p>Motion to change the wording in Bylaws 3.07 (2) (H) as follows:</p> <p>This will be in keeping the correct title in the edited 2015 Muskies, Inc. Policies, Resolutions, Procedures, and Guidelines (PRPAG) by the Board in 2015 if approved by them.</p> <p>(H) The CORPORATE SECRETARY shall proofread the Board and Executive minutes prior to promulgation. The minutes shall be posted within thirty (30) days from the time of the meeting. Certifies official actions and records of the corporation and serves as the authorized agent of the corporation to receive service of process and other official correspondence. He/she maintains copies of all Muskies, Inc. contracts and other agreements. He/she participates in all Board and Executive meetings. He/she shall be further responsible for the annual updating of the</p>
	<p>Muskies, Inc. Bylaws and General Policies, Positions, and Guidelines to – <u>Muskies, Inc. Policies, Resolutions, Procedures, and Guidelines (PRPAG)</u> With professional archiving assistance, as necessary he/she shall also be responsible for the preservation of essential documents, including Board and member meeting minutes and providing notice to the Board for the timely occurrence of the nominations and election of Board officers.</p> <p>Mr. Schultz moved to approved, Mr. Heil seconded.</p> <p>No Discussion</p> <p>Unanimously Approved</p>
<p>New Business</p>	<p>President, Phillips tasked all twelve Regional Representatives to go out after this meeting a get feedback from all the Chapter Presidents on what they believe this organization should look like. More chapter involvement is needed and we need to see what it is they expect. This will be a topic of discussion moving forward with the new Board of Directors and the Executive Committee before any further actions take place.</p>

NEXT MEETING PLANNED	DATE
	<p>Mr. Schultz presented tourist information and the new logo for the 50th Anniversary Celebration hosted by the Twin Cities Chapter and the North Metro Chapter.</p> <p>Tentative schedule was presented. <i>(see attachment 5)</i></p> <p>Select to view Attachment</p> <p>Mr. Teschner indicated his chapter is interested in sponsoring the Al Skar training meeting for the 2pm Friday training session.</p> <p>Inviting all chapter presidents and all regional representatives to the Symposium. Every one of us needs to promote and save the date, the 50th Anniversary is a big event. The banquet is open is all members on Saturday night and the symposium follows starting on Sunday. There are two events and two committees the 50th Anniversary Celebration and the second is the Symposium.</p> <p>American Fishing Society has posted the Symposium. There is an AFS meeting being hosted in Portland, OR and the Symposium will be reviewed in more detail so all potential presenters will be aware.</p> <p>Hugh Becker has donated \$75,000; MI has about \$33,000 to date.</p> <p>Pres. Phillips proposed a goal to raise money for these events. Goals for the Celebration are to raise \$5000 from chapters or about .95 per member and \$7000 or \$1.18 per member for the symposium. The reason for the difference on the celebration is we are not requiring the hosting chapters to contribute more to the celebration. A grand total of \$12,000 being requested from the chapters to put these events on. These numbers were divided by the number of members per chapter to develop a cost per member; you can see what that calculation equates to per chapter. If chapters can do more by all means send what you can to help</p>

	<p>support these events. Checks to North Metro chapter for the Celebration and to Muskies, Inc. for the Symposium. <i>(see attachment 6)</i></p> <p>Select to view Chapter Financial Reports</p> <p>Mr. Wells updated the group on the Symposium Committees progress. The technical committee has begun to send out initial calls for papers.</p> <p>Funding from Chapters that have budgeted can be submitted now. To date FargoMoorhead has stepped up as indicated earlier by developing a program to offer financial support. Sponsorship of any portion: of the event is good and should be requested, we'll promote the heck out of it. Group is willing to consider corporate sponsorships to get everyone involved.</p> <p>Location:</p> <p>Sheridan Minneapolis West at 12201 Ridgedale Dr. & 394, Minnetonka, MN. 952-593-000 mention Muskies, Inc. for rate specials.</p> <p><u>SYMPOSIUM DATE: MARCH 11 – 15, 2016</u></p> <p>Plan to date: Welcome on Friday March 11th, Board Meeting on Saturday the 12th, a fund raising banquet- celebration will be held on Saturday the 12th after the Board Meeting.</p> <p>The Symposium will be on the 13th, 14th and 15th. Dinner options are being planned on the 13 and 14th for attendees of the Symposium.</p> <p>Eric Schultz and Dan Mruz are coordinating the Annual Board Meeting</p> <p>Sunday the symposium starts.</p>
<p>Comments from Members and Guests</p>	<p>General comments were made by guests present.</p> <p>Mr. Nevling Looking to fill the empty positions, we need to maybe develop a means to see what people do in their real lives. Add an occupation line in the application process or the profile page.</p> <p>Is Muskies, Inc. a member of the American Fisheries? Yes there is a line item within the budget.</p>
<p>Adjournment</p>	<p>Motion to Adjourn proposed by Mr. Miller, Seconded by Mr. Teschner. Adjourned at 4:20pm.</p>
<p>SUBMISSION BY and CC to:</p>	<p>Ellen M Wells, Administrative Secretary. CC to Board and the Muskies, Inc. Web Site</p>