



## Muskegon River Watershed Assembly

### Board of Directors Meeting

October 17, 2023—5:30 p.m.

The Stream in Newaygo, Michigan and Zoom

### MINUTES

**Present:** Chairman Mike Gabrion, Vice-Chairman Mike Snapper, Treasurer Jeff Edwards, Secretary Jonathan Wilson, Directors Wayne Groesbeck, Jon Bumstead, Jimmie Mitchell, Don Henning **Late:** Arlene Anderson- Vincent

**Absent:** Director Rich Houtteman

**Staff Present:** Executive Director Scott Faulkner, Principal Watershed Scientist Marty Holtgren & Comptroller Colleen Lynema

- I. Call to Order— Mike Gabrion, Chairman
  - A.Chairman Gabrion called the meeting to order at 5:30 PM.
- II. Approval of October 2023 Agenda and August 2023 Minutes
  - A.**Discussion and motion to approve October 2023 Agenda and August 2023 Minutes made by Bumstead with support from Mitchell. Motion passed.**
- III. Executive Director Report –Faulkner – written report attached. **Points of discussion:** 2022 990 form being updated by Doeren Mayhew. **Staff Updates:** new hire Sara Lindley, August 7, 2023. Working to consolidate files and grant files – written report is attached. A lot of duplication in the files. Marty Holtgren gave 45 day notice to terminate the contractual agreement with **MRWA. Discussion:** would like to keep some type of working relationship Gabrion and Faulkner to work on this. **MRWA summer presentations** and fundraiser completed. **Discussion:** review of annual events for 2024 prior to planning. **Maple River restoration project discussion:** Marty could stay on in some way based on conversations with Faulkner and Holtgren. **Stakeholder Meeting discussion:** Still waiting on US Army Corps of Engineers to provide date will need to adjust the next meeting based on when the date is available. **Fundraising discussion:** all active fundraising events have been completed for the 2023 year, financials need to be reconciled by Lynema. **Gotion Battery Plant Discussion:** At some point MRWA will have to make comments on the science, at this time there is not enough information available on plans and permitting process to make a statement. Marty, We know there will be an impact on the river and watershed we just don't know what it will be at this time. There can be some research done on the part of MRWA but that has a cost, agreed not an option at this time. **MRWA Endowment Project discussion:** Dennis Adama would like to work with Faulkner to create a 10m operation endowment fund. Gabrion, we need to discuss further, when, who, what to start the process, possibly consult a consulting firm for a feasibility study. Thoughts on how the fund would benefit MRWA operations vs projects. **Consumers Energy Hydro Dams discussion:** Faulkner: Long term MRWA should have a seat at the table, discussion on whose table, is it? MRWA or Consumers. Edwards: what role would MRWA have, facilitate designs, conversations, studies? These all have 3<sup>rd</sup> party costs who would cover those costs. How could these be funded, through the Tribe, Corporate? Most importantly is to make sure there is community input. Groesbeck: each hydro has a unique future and will have an impact on the communities they are in. Snapper: future meeting with action items for discussion at a 2024 board meeting.
- IV. YTD Financial Reports – **Discussion:** Lynema discussed numbers and revenue recognition. Revenue is based on when the work is completed, fund requested from grantors is then unrestricted operating income as that is what we are using to pay wages, contractors prior to getting reimbursed by grantors. Deferred revenue and equity accounts have wages and expenses against them, but the accounting hasn't been done to release these funds to unrestricted operating income. Henning states funds are not being used wisely and he doesn't agree with past board decisions. Mitchell: operating income needs to be nailed down with operating expenses. Wilson: asked for clarification on revenue

recognition with creating accounts receivable and accounts payable. **Motion to approve financial report made by Edwards support by Groesbeck motion passed with one nay vote by Henning.**

- V. Executive Committee discussion – Purpose, structure and General Authority – Snapper led **Discussion of bylaws, governance updates** needed Groesbeck wrote original bylaws and knows they need to be updated because we do not operate now the way they were written. Changes need to be made, committee to work on.
- VI. **New Business discussion led by Faulkner** – Project Manager Search, have met with one-person of interest additional conversations need to be had. Snapper there needs to be some kind of audit for processes.
- VII. **Old Business** – Groesbeck provided a letter of appreciation for the **MRWA Archives** for the Muskegon River Watershed books. **Suggested for further conversation a River history day in collaboration with the Lakeshore Museum Center for 2024.** Note that to new business for discussion. Hand off to Faulkner Profab Corp is interested in a possible watershed sponsorship.
- VIII. Closed Session **Motion by Snapper supported by Bumstead to remove Henning from the board motion passed 5 yes 3 nays.** Motion made by Snapper with support by Edwards to exit closed session.
- IX. Other – no conversation
- X. Next Board of Directors Meeting-November 22 2023 at 5:30 PM, Location: The Stream in Newaygo
- XI. Adjourn – **motion to adjourn made by Bumstead with support from Groesbeck, meeting adjourned at 8:08pm.**

**Next Meeting December 5 (Christmas Party)**