

**KINNICKINNIC RIVER LAND TRUST**  
**MEMBER MEETING - MEETING MINUTES**  
**December 4, 2018 – 6:30 PM**

**Members present:** 39 signed-in. Additional members were present that did not sign-in.

**Staff members present:** Charlene Brooks, executive director, Kim Davis, office manager  
Prior to formally convening the meeting, Judie Babcock, President & Board Chair, welcomed all in attendance to the gathering. The accomplishments of the organization since its inception in 1993 (25 years ago) were highlighted, including land preservation efforts and efforts to stabilize the finances and leadership of the organization.

Ms. Babcock introduced the new executive director of the KRLT, Charlene Brooks. Ms. Brooks shared her initial goals and vision for the KRLT: Increasing members and donors, raising capital and further expansion of protection and preservation efforts.

**Call to order:** The meeting of Members was called to order by Board Chair, Judie Babcock at 6:43 PM. It was noted that a quorum of members, as defined by Article 1, Section 11 of the current bylaws, was present. The agenda was reviewed.

The Board Resolution recommending the revisions to the bylaws was sent to members on November 20, 2018 prior to the meeting, along with a list of frequently asked questions and the revised bylaws draft.

The history of the current bylaws was reviewed along with the rationale for the current recommended changes by Judie Babcock, Board Chair & President and Alison Page, Secretary.

**ACTION:** A motion was made by Judie Babcock, seconded by Alison Page to approve the resolution passed unanimously by the Board of Directors at a meeting held on October 24, 2018, to adopt the newly stated bylaws for the Kinnickinnic River Land Trust.

Questions and comments on the motion were made by multiple members of the organization, some in support of the resolution and some against it.

**ACTION:** A motion to amend the main motion was made by William Hanson, seconded by Susan Goode, that Section 10 of the revised bylaws draft be modified to ensure members retain two rights:

1. The right to vote on / elect members of the Board of Directors, and
- 2: The right to vote on the dissolution or merger of the organization.

The motion to amendment to the main motion passed with 23 YES and 17 NO.

Secretary Page noted that the approved action will require redrafting the bylaws and clarifying the definition of member and incorporate the voting rights. The Chair tabled the main motion pending appropriate revisions to the bylaws that will be presented again to the members for review, prior to the vote.

The meeting was adjourned at 7:30 PM