



BRISTOL BAY

Regional Seafood Development Association

BBRSDA Board Meeting Minutes

Monday, March 29, 2021 – 8:00 a.m. AKT

Teleconferenced

1. Call to Order/Establishment of Quorum

Chairman Johnson called the meeting to order at 8:11am AKT. Present were board members Cook, Jackson, Niver, O'Neill and Ure; members Larry Christensen and George Wilson; legal counsel Scott Kendall; and staff members Machain and Wink. **A QUORUM WAS ESTABLISHED.**

2. Approval of Agenda

Jackson moved and Niver seconded to approve the agenda as amended through discussion. Jackson requested to add an item to allow Board Discussion prior to going into Executive Session. Cook requested to add "Member Comments" as item #3; and Johnson requested to add "Future Board Meetings" as item #6 to decide timing of the next meeting. **MOTION CARRIED UNANIMOUSLY.**

Cook requested that the board clearly define the topic and reason for entering Executive Session before the motion is made. Mr. Kendall clarified that it is for issues regarding election and election materials and the any legal guidance would need to be made in Executive Session.

Chairman Johnson explained that any board member that is related to the issue at hand will be excluded from the Executive Session, but any action taken will be made in open session.

Jackson gave a comment stating that he feels this is a critical matter and expressed concern over possibly losing board and staff over this issue.

3. Member Discussion

There were 2 members in attendance, George Wilson and Larry Christensen.

Christensen referenced an email thread regarding the issue of background checks for board member and candidates. He added that the background check requirement is the only bylaw that sets qualification for the board.

Christensen expressed displeasure with social media comments made in the past which he believes were based on information that was improperly discovered, and shared concerns regarding the direction of the board since he's been on it and concerns regarding enforcement of bylaws in relation to candidate operations. He added he would submit a condensed written statement for the minutes. Mr. Wilson had no comments.

4. Executive Session

Before entering executive Cook said he had assumed that background checks on current board and board election candidates were routinely done and suggested to do a background check on all directors at this point.

Mr. Kendall explained the reason for executive session is to go over content that BBRSDA publishes and some potential liability issues that have come up from members as well as board and staff. Wink is looking for direction on how to address these concerns.

O'Neill moved to enter into executive session at 8:42 am AKT with O'Neill, Johnson, Ure and Niver. Seconded by Ure. Motion makers amended the motion to include all board members.
MOTION CARRIED WITH UNANIMOUS CONSENT.

Ure moved, and there was unanimous consent, to come out of executive session at 9:38am.

Chairman Johnson opened discussion again at 9:47 am.

5. Procedural Change to Board Election Policy: 2021 Board Election

Ure requests 3-minute time limit for discussion.

Jackson moved and Niver seconded to adopt language with regard to election statements, that the proposed language be added on page 51 of Polices & Procedures manual, under heading "2. Nominations", under "Election Procedures".

Cook raised a point of Order, stating that it was it was inappropriate and at least poor optics for a Board Member who was excluded from Executive Session to move to adopt language that was proposed and discussed in Executive Session. **Jackson voluntarily withdrew the Motion.**

Niver moved and O'Neill seconded to adopt the language with regard to election statements, that the proposed language be added on page 51 of Polices & Procedures manual, under heading "2. Nominations", under "Election Procedures":

"For liability and other reasons, the BBRSDA will not publish any candidate statement, or portion of a candidate statement, that makes a direct reference or attack on a candidate's opponent; candidate statements should focus on a candidate's own qualifications and/or vision for the direction of BBRSDA."

A roll call vote was requested:

Niver: yea

O'Neill: yea

Ure: yea

Cook: nay

Jackson: abstained

Johnson: yea

MOTION CARRIED 4-1.

Cook requested explanation on how the new language would be implemented. Chairman Johnson clarified that there will be a 48-hour window for current candidates to review their statements and revise it, if desired, so it adheres to the new policy.

Cook asked for clarification on what “direct reference” meant and Mr. Kendall advised that it should be interpreted broadly to not reference opponents or allies’ opponents. Positive statements are not violative.

Mr. Kendall also clarified that under the policy is an important limitation on the materials BBRSDA, itself, will publish. Any individual can say whatever they want, wherever they have power to say it, well knowing they bear consequences for it. They retain that right as an individual and candidate. The policy only applies to what BBRSDA will publish. Candidates will be given a set amount of time to re-write or re-draft their statements in accordance with the new policy.

6. Future Meetings

Industry Meeting – Monday, April 5th

Member Meeting – June TBD

Wink will look over any previously mentioned meeting topics and send a list to Chairman Johnson to then coordinate quickly for a future meeting date.

7. Adjourn

Cook moved and Niver seconded to adjourn at 10:12am AKT. **MOTION CARRIED WITH UNANIMOUS CONSENT.**

Chairman Johnson clarified that meeting materials provided and discussed in executive session are privileged for now and not to be shared with others.

Total meeting time: 2 hours, 1 minute