



BRISTOL BAY

Regional Seafood Development Association

BBRSDA Board Meeting Minutes DRAFT

June 4, 2020 – 10:00am AKT

Teleconferenced

1. Call to Order/Establishment of Quorum

President Johnson called the meeting to order at 10:19am AKT / 11:19am PST. Present were board members Jackson, Cook, Temple, Ure, O'Neill and Niver; staff members Wink, Machain, and Dunn; and members Mike Ferris and Janis Harsila. **A QUORUM WAS ESTABLISHED.**

2. Approval of Agenda

Jackson moved and Temple seconded to approve the agenda with the following additions under Miscellaneous business: b) Discussion of variance to personnel manual for hiring; c) ED employment agreement; d) Letter from Larry Christensen; and e) Discussion of ski-chair lift from Mark Niver. **MOTION CARRIED UNANIMOUSLY.**

The board officially welcomed newly elected director Mark Niver to the meeting. There were no objections to adding Mark Niver to the board.

3. Approval of Previous Minutes

a. April 20, 2020 Meeting Minutes

Ure moved and O'Neill seconded to approve the April 20, 2020 meeting minutes. **MOTION CARRIED UNANIMOUSLY.**

b. April 22, 2020 Meeting Minutes

Jackson moved and O'Neill seconded to approve the April 22, 2020 meeting minutes. Jackson gave an informal update that subsequent to the April 22 meeting, it was determined that Matt Aboussie will no longer be joining the PR/O committee. **MOTION CARRIED UNANIMOUSLY.**

c. May 13, 2020 Meeting Minutes

Temple moved and O'Neill seconded to approve the May 13, 2020 meeting minutes. **MOTION CARRIED UNANIMOUSLY.**

4. Member Comments

Mike Ferris and Janis Harsila joined the call to listen in. No other members called in and no comments were emailed prior to the meeting.

5. Election of Officers

Johnson opened the floor for nominations for the President position.

Jackson nominates Johnson for President. Seconded by O'Neill.

Cook moved and Jackson seconded to close nominations. **MOTION CARRIED UNANIMOUSLY.**

Board members held a roll call vote to approve Johnson as President:

Ure – yea

Temple – yea

Jackson – yea

Cook – yea

O'Neill – unable to vote due to phone difficulties

Niver – unable to vote due to phone difficulties

Johnson - yea

JOHNSON WAS ELECTED PRESIDENT WITH 5 YEA VOTES.

Due to phone difficulties, Jackson requested to suspend the remaining votes until all board members were back on the line. 5-minute recess taken.

Johnson opened the floor for nominations for the Vice-President position.

O'Neill nominates Jackson for Vice-President.

Temple nominates Ure for Vice-President.

Cook moved and Niver seconded to close nominations. **MOTION CARRIED UNANIMOUSLY.**

Board members held a roll call vote for Vice-President candidates:

Temple: vote for Ure

Niver: vote for Jackson

Ure: vote for Ure

O'Neill: vote for Jackson

Cook: vote for Ure

Jackson: vote for Jackson

Johnson: vote for Jackson

JACKSON WAS ELECTED VICE-PRESIDENT BY A VOTE OF 4-3.

Johnson opened the floor for nominations for the Secretary/Treasurer position.

Jackson nominates Temple for Secretary/Treasurer. Seconded by O'Neill.

O'Neill moved and Jackson seconded to close nominations. **MOTION CARRIED UNANIMOUSLY.**

TEMPLE WAS ELECTED SECRETARY/TREASURER BY UNANIMOUS CONSENT.

6. Committee Assignments

Per BBRSDA Policy: the Board President makes committee appointments. The Board then confirms committee appointments. President Johnson presented committee appointments and the board confirmed the following:

Finance Committee:

Reba Temple (Treasurer)
Nels Ure
Tim Cook

Quality Committee:

Tim Cook
Patrick O'Neill
Mark Niver

PR/O Committee:

Michael Jackson
Reba Temple
Nels Ure

Sustainability Committee:

Mark Niver
Patrick O'Neill
Michael Jackson

Marketing Committee:

Reba Temple
Michael Jackson
Nels Ure

Governance Committee:

This will be a committee of the whole board.

7. Executive Director Report

O'Neill moved and Jackson seconded to approve the ED report as provided in the board documents. **MOTION CARRIED UNANIMOUSLY.**

8. Committee Reports & Recommendations

a. Finance

i. Bank balances, Financial Snapshot & CY2019 Assessment

Machain presented the financial snapshot and bank balances highlighting notable items.

ii. Q1-2020 Financials

Machain presented the Q1-2020 Financials that were reviewed, approved, and recommended to the board by the Finance Committee.

Jackson moved and Temple seconded to approve the Q1 Financials as presented and recommended by the Finance Committee. **MOTION CARRIED UNANIMOUSLY.**

b. Marketing

There were no further updates after what was presented earlier in the member meeting and sent out in staff emails. Dunn will be available for any questions on efforts or listed projects.

c. Quality

Cook and Wink gave an update on the Quality program. The Ice Shuttle project has basically been put off until next year where we can hopefully get a reliable source of ice. The CQR Project is requesting additional funding for 5 waterproof units that is over the 10% authority of the ED.

Cook moved that we increase the CQR project budget by \$2,200 to allow purchase of the waterproof units. Seconded by Niver. **MOTION CARRIES BY UNANIMOUS CONSENT.**

Board suggested that Staff put a link on our website showing where and how to get ice for fleet managers or others who may not know.

d. Sustainability

Wink gave an update to ongoing legal cases regarding Pebble Mine.

SalmonState submitted a proposal to utilize the leftover funding from last year. Sustainability Committee members were in support of the project.

Jackson moved and Niver seconded to approve the recent proposal from SalmonState to use funding from 2019 for a project in 2020. **MOTION CARRIED UNANIMOUSLY.**

e. PR/Outreach

Ure gave a brief update on the merch store and program, they expect it to be operational post-season.

9. Discussion of Board Training & Process Changes

Wink would like Board members to provide input (either during or following meeting) as to what Board training needs are needed in the fall, as well as what processes could be improved. Wink will work with other staff and subject-matter experts over the summer to develop training protocols/materials and a list of proposed changes to BBRSDA processes. Aside from training needs, process topics which could benefit from revisions include:

- Project solicitation and management
- Board and committee meeting timing, frequency, and scheduling
- Process for improving regular BBRSDA external communications
- Member notice/access for Board meetings
- Job descriptions for Board and Committee members, officers, and chairs
- Committee work flow and reporting process (to Board and maybe members)
- Board seat elections – voting, Seat nomination requirements
- Email voting for Board members (possibly)
- Utilization of Google G-Suite resources
- Commitment to follow email voting on meeting minutes

10. Review of Annual Pre-Season Meeting

Jackson thanked Andy and staff for the preparation and smooth execution of the member meeting. Johnson seconded the praise.

11. Executive Session

Jackson moved and Temple seconded to move into executive session at 11:40 am AKT. **MOTION CARRIED UNANIMOUSLY.**

Regular session resumed at 12:25pm AKT.

President Johnson re-named the committees as discussed for board approval.

Ure moved and Temple seconded to approve the committees. Cook made a friendly amendment to replace Patrick with Nels on the Finance Committee. **MOTION CARRIED UNANIMOUSLY.**

12. Miscellaneous Business

a. UFA Representation

Ure moved and Jackson seconded to confirm Jackson as UFA representative, Johnson as 1st Alternate, Ure as 2nd Alternate, and Cook as 3rd Alternate.

MOTION CARRIED UNANIMOUSLY.

b. Change to Personnel Manual

Cook moved and Temple seconded to allow a one-time exception to the personnel policy manual section 2.d.i. as requested by ED for the hiring process of the new Program Manager later in the year. **MOTION CARRIED UNANIMOUSLY.**

c. ED Contract Discussion

Cook moved to extend Wink's existing employment agreement until September 25, 2020. Seconded by Jackson. **MOTION CARRIED UNANIMOUSLY.**

d. Letter from Larry Christensen

Johnson read an email from former board member Christensen that had thanks and compliments to staff for all of their work, good job to everybody for their unending dedication.

Christensen requested to keep his access to professional journals and online references. Jackson was in favor and Johnson added that there is precedent for this. Staff is directed to keep Christensen on the accounts if there is room without additional cost.

Cook moved to give Christensen the access to professional journals and online references up to an incremental cost increase of \$1,000 to the BBRSDA.

MOTION DIED FOR LACK OF A SECOND.

Jackson recognizes Larry for his service on the board for 6-years and would like the board to consider gift ideas to show him that we appreciate his service.

e. Ski Lift Ad Opportunity

Niver presented the opportunity to get a permanent sign on the back of a ski-chair in Wasila. The total cost is \$7,000 and Niver has personally fundraised over half of it. Niver confirmed that this has not yet been paid for, so it will not be retro funding. Board was in favor of the "Bristol Bay Forever" and including BBRSDA logo somewhere on the sign.

Cook moved and Jackson seconded to appropriate \$3,000 towards the chair lift sign with the words "Bristol Bay Forever" and any other appropriate graphics. Funding to come from Discretionary line item. **MOTION CARRIED UNANIMOUSLY.**

13. Future Agenda Items

Director Jackson would like the Board to consider changes to the BBRSDA Bylaws relating to language about Board Member Term Limits and Board Member Removal in the fall at the next meeting. Cook requested to include Mr. Mahoney as legal reference when these topics are discussed.

14. Upcoming Meeting Dates

- a. **September 17-18, 2020:** Board Training and Board Meeting; Anchorage, AK
(Staff will look into venues)
- b. **October 29, 2020:** Teleconference Board Meeting
- c. **November 29-30, 2020:** Board Meeting in-person; Seattle, WA
- d. **December 1-3, 2020:** Pacific Marine Expo; Seattle, WA

15. Adjourn

Jackson moved and Temple seconded to adjourn the meeting at 1:16pm AKT. **MOTION CARRIED WITH UNANIMOUS CONSENT.**

Total Meeting Time: *2 hours, 57 minutes*