



BRISTOL BAY

Regional Seafood Development Association

BBRSDA Board Meeting Minutes

Friday, January 22, 2021 – 9:00 a.m. AKT

Teleconferenced

1. Call to Order/Establishment of Quorum

President Johnson called the meeting to order at 9:04am AKT. Present were board members Jackson, Temple, O'Neill, Ure, Cook, and Niver; member Buck Gibbons; and staff members Bursch, Dunn, Machain and Wink. **A QUORUM WAS ESTABLISHED.**

Member Larry Christensen joined the call around 10:30 am AKT.

2. Approval of Agenda

Jackson moved and Niver seconded to approve the agenda and accepted the amendment to add 8b. Committee Member Attendance at Board Meetings, and 8c. Social Media and how we approach it. **MOTION CARRIED UNANIMOUSLY.**

3. Approval of Previous Minutes

a. November 30, 2020

Temple moved and O'Neill seconded to approve the minutes from November 30, 2020. **MOTION CARRIED UNANIMOUSLY.**

4. Member Comments

Submitted member comments were provided in the meeting packet for board members to review prior to the meeting.

Buck Gibbons commented on the ice shuttle project RFP. He thinks the RSDA could use its influence and funding to steer our members into behaviors that have more positive outcomes. He urged the board to do a calculation of price per ton on the south line for this project.

Wink mentioned the comment submitted by Larry Christensen voicing his position against the idea of moving to electronic voting. His comment was saved in the board folder.

Johnson added that we did poll the membership about the question of electronic voting and those results are under agenda item 8a. in the board packet.

5. Executive Director Report & Staff Goals for FY21

Jackson was impressed at the volume of work done by Wink and staff and thanked them.

Temple moved and O'Neill seconded to approve the ED report as provided. **MOTION CARRIED UNANIMOUSLY.**

6. Program Updates & Committee Business

a. Finance

i. Financial Snapshot

Temple and Machain presented the financial snapshot showing the current cash balances and approved 2021 budget.

ii. Q3 Financial Statements

Machain presented the revised Q3 Financial Statements highlighting the small budget reclasses made between classes and line items. Prior to these revisions, these financials were previously reviewed in more detail at the last board meeting.

Temple moved and Cook seconded to approve the Q3 2020 Financial Reports as presented. **MOTION CARRIED UNANIMOUSLY.**

iii. FY21 Budget Correction

The board approved \$15,500 for Catch-49 at the October 29, 2020 meeting. This was accidentally left off the full 2021 budget. No other changes were made, the version saved in the board folder is the most up-to-date budget for 2021. This amended version is assumed as approved since the Board approved the project funding in October and the full budget in November.

b. Quality

i. Update on Open RFPs

Cook gave a brief update about the open RFP's for Quality. These were sent out through our various media. Cook asked the board to give the Quality Committee authority to choose the proposal that is most desirous for the RSW Apprentice RFP. Jackson was not comfortable with this and prefers to keep it within the Board structure.

ii. Seafood Analytics Proposal

Seafood Analytics proposal will put 15 certified quality readers (CQRs or "quality guns") on 15 tenders for the 2021 season, up from 5 in 2020. They will be collecting data from three companies. This proposal requests \$31,075. There is currently \$20,000 budgeted for this project.

Wink pointed out that this proposal triples the amount of coverage and capacity with only about a 50% increase in cost. We will be beefing up other data fields that are connected to make the data more powerful and answer more questions. Bursch added that Seafood Analytics is willing to

work with us on other projects and will be providing us with a couple of the CQR's for staff to develop their own side studies.

Cook moved to fund the Seafood Analytics CQR project at the proposed \$31,075 amount. Seconded by Temple. **MOTION CARRIED WITH UNANIMOUS CONSENT.**

iii. Ice Shuttle Service Project

The Quality Committee requests \$140K for purchasing ice. No proposals have been received yet.

Jackson moved and Cook seconded to move into executive session at 9:48 am AKT. **MOTION CARRIED WITH UNANIMOUS CONSENT.**

Jackson moved and O'Neill seconded to move out of executive session at 9:51 am AKT. **MOTION CARRIED WITH UNANIMOUS CONSENT.**

Wink gave an update that they have had discussions with the Bristol Maid and BBEDC and it is mechanically working very well and they did have excess ice this past year.

Bursch provided some stats on ice sold last year by the Bristol Maid of 175 tons, and 230 tons in 2019. While no commitments were made, BBEDC thought there was no reason why they shouldn't have excess ice. As it stands, the ice shuttle would have third priority after watershed residents and Trident fishermen, but that could be negotiated.

Cook emphasized the importance of this project and suggested we need to charge our fishermen for the cost of ice and then possibly add a service charge to cover the transport cost. The ice shuttle RFP would be contingent on us securing a firm commitment for ice. In terms of the ice itself, there will be paperwork involved for the upfront purchase and either billing to members or having the barge bill at delivery.

Bursch shared some calculations of how many tons would need to be sold with and without markups to recoup the RSDA's investment for the ice purchase.

The board discussed alternative options including possibly contracting a seiner at a daily rate.

Wink recommended passing on the cost of the ice and charging a transport fee of around \$75-\$125 per ton.

Cook moved to give staff authority to move forward at their discretion with this ice shuttle project with a budget of up to \$120,000 that should partially be recouped through sale of ice. Pending negotiation with BBEDC regarding availability, price per ton, and priority. **MOTION FAILS FOR LACK OF A SECOND.**

10 minute recess at 10:32am AKT.

Back in session at 10:46am AKT.

The board returned to this topic later in the meeting:

Bursch presented information received during the meeting from Trident that the Bristol Maid has two 25-ton capacity units on board. On a good day without malfunction or stopping it could potentially make between 44-48 tons in a day.

Cook moved to appropriate up to \$120k to frontload the cost of ice and give the Executive Director discretionary authority to enter any contracts he deems appropriate to effectuate the purchase of ice or not. Seconded by Ure. **MOTION CARRIED WITH UNANIMOUS CONSENT.**

***Jackson's phone dropped the call, though he subsequently wanted to include the following statements in this meeting's minutes:*

Jackson expressed concern in having Wink solely make a funding decision for the ice program. He feels the board would be setting a dangerous precedent whereby the usual method of going through the Committee structure for a recommendation followed by a vote of the full Board would be circumvented, and this could potentially result in a lack of accountability. This is nothing more than expanding the ED's discretionary spending powers without formally changing our Policies, Jackson said.

***Subsequent to Jackson's request, Wink requested that meeting minutes reflect that he stated his intent to receive electronic approval from the Quality Committee with regards to scope of work details and project parameters for the approved funding, pertaining to the ice shuttle project. This is generally consistent with BBRSDA policy, whereby only the Board may appropriate funds, but may defer to a committee to refine or amend a project's scope of work or other parameters within the bounds of a Board-approved project budget.*

c. Marketing

i. Retail Promotions Report

Dunn walked through 2020 highlights and also gave a quick overview of

2021 promotions. Our primary goal is to increase demand and brand loyalty.

ii. Summary of Marketing Program Workshop Meeting

Dunn gave a summary of the marketing workshop held on January 19, 2021. Some of the items discussed included: fishermen bios, recipes, meal concepts and recommendations, meal items, possible collaboration with outfitter stores, different product forms and education surrounding smaller fish for consumers, retailers, suppliers, and food service. Metrics and evaluation plans were proposed and approved by the committee.

Dunn clarified the messaging regarding smaller fish is about educating and preparing people to get ahead of whatever trends might come with smaller fish.

Dunn shared there is a new PR push coming in the next few weeks for the launch of cooking.bristolbaysockeye.org site.

d. Sustainability

Projects recommended by Committee (at 1/20/21 meeting)

i. SalmonState & Commercial Fishermen for Bristol Bay proposal

The Board approved a budget of \$60K for CY2021 work involving SalmonState and CFBB, pending a proposed scope of work. They have submitted that proposal (see the meeting packet) and the Sustainability Committee unanimously recommended the project.

The board discussed the proposal and the rough outline that was submitted. Jackson clarified that CFBB will be providing a more concise bullet-point list based on the same proposal material to make things more clear regarding timelines and deliverables.

Jackson moved to approve the CFBB / SalmonState proposal for \$60,000. Seconded by Ure. **MOTION CARRIED UNANIMOUSLY.**

ii. Ocean Strategies Government Communications proposal

The Sustainability Committee recommended the Board approve funding for up to \$30,000 to engage Ocean Strategies for government policy analysis, communications, and COVID assistance activities. This project was recommended to provide BBRSDA greater capacity in reacting to COVID and government policy matters that could have substantial impacts on our members. Ocean Strategies submitted an expansive proposal, which is included in this meeting packet; however, the Sustainability Committee and the Executive Director believe it would be more efficient to forgo the

(intensive) strategic planning elements of the proposal, and instead elect to hire the firm to provide services on an as needed, ad-hoc, and as directed basis. Staff would be responsible for negotiating a revised scope of work and payment terms, billed on an hourly basis.

The board was comfortable with this plan and would like staff to proceed with negotiating a revised SOW, payment terms, and enter into contract with Ocean Strategies.

Brett Veerhusen from Ocean Strategies joined the call around 11:10am AKT and shared his perspective on the project. He mentioned that by working together in this reduced scope, it provides opportunity for Ocean Strategies and the RSDA to learn about each other and be able to manage expectations. They want clear direction on what policies and issues the board wants OS to emphasize. They look forward to communicating with the RSDA and adding value to the fleet and staff.

Jackson moved to approve Ocean Strategies Proposal for up to \$30,000, seconded by O'Neill. **MOTION CARRIED 5-1.**

e. PR/Outreach

Ure gave a brief update of PR/O activities. There is an upcoming fishermen apprentice program that will be promoted soon.

i. BBFA Ex-Vessel Price Information Proposal

A proposal was received in November and did not get passed, however BBFA has submitted a revised version at a reduced price for the board to consider.

Jackson moves to approve BBFA proposal at a reduced cost of \$4,680 instead of the proposed \$9,360. Seconded by Ure. **MOTION CARRIED 5-1.**

Cook offered an amendment to increase the price to \$9,360. Amendment was not accepted by the motion makers.

ii. Tax & Accounting Resource Project

Wink gave a brief overview of the idea to contract with an expert or CPA or firm to put out resources, buy times for members to get free or subsidized advice up to a certain amount, and answer questions about various programs and aid relief available.

Ure thinks this will be helpful for fishermen and that a reduced rate for tax support or advice would be beneficial, he expressed support of pursuing this further.

Cook stated that it is too late to do much about tax support for 2020, but feels this proposal has merit and needs to be fleshed out for the future. Jackson and Ure agreed with Cook and would like to work on getting something practical for the fleet to capitalize on.

Wink added that he will also be reaching out to Sea Grant to discuss options with them.

5 minute break at 12:02 pm AKT

7. Executive Session

Jackson moved and Temple seconded to move into Executive Session at 12:10pm AKT.

MOTION CARRIED UNANIMOUSLY.

Temple moved and O'Neill seconded to leave Executive Session at 1:04pm AKT.

MOTION CARRIED WITH UNANIMOUS CONSENT.

8. Miscellaneous Business

a. Electronic Voting

Wink provided an informational memo and gave a summary of the 3 proposed options. The first is keeping things status-quo. The second allows for electronic nomination submissions, saving time and postage. And the third is an extensive change to an electronic voting process. The second option requires a few policy changes and the third option would require updates to both policies and bylaws.

The board discussed the pros and cons of each of the options. There was general agreement about moving towards electronic ballots and that the rewards outweigh the risks, but there might not be enough time to implement for this year. They would rather be able to do it well, so we should plan to have it ready for next year.

Jackson asked Wink to do some more vetting of the vendor for the electronic voting option.

Cook moved that we amend the Notice Provision from 75 days to 60 days under Annual Election Policy; and under 1c. Nominations, change from 60 days to 45 days; and move to change wording under Election Procedures from "fax signatures" to "electronic signatures". These provisions are to allow for a timely election. Seconded by Jackson. **MOTION CARRIES WITH UNANIMOUS CONSENT.**

**Note: after the meeting, it was discovered that this motion would create differences between the organization's policies and Bylaws, therefore, the Bylaws would remain in effect. As a result, no changes to the required days between specified election activities will be made.*

Cook directed Wink to develop a comprehensive plan including changes to our policy manual and our bylaws to implement electronic nomination and voting procedures to be used for the 2022 election.

Cook moved to amend the Nominating Policy to say that nominating material must be submitted to BBRSDA via digital means. Seconded by Temple.

MOTION CARRIED WITH UNANIMOUS CONSENT.

Temple moves to adopt the 2021 Board of Directors election timeline provided in the Board packet as Option 2, which outlines an election process concluding with Board seat winners announced on or before May 13, 2021. Jackson seconds the motion. **MOTION CARRIES WITH UNANIMOUS CONSENT.**

This requires moving everything back from postmark deadline until when the results are posted – move postmark deadline back 6 days. Moves date to 5/13 or before.

b. Committee Member Attendance at Board Meetings

Jackson moved that committee members be able to attend board meetings so long as it doesn't violate any bylaws. Seconded by Cook. **MOTION CARRIED WITH UNANIMOUS CONSENT.**

c. Social Media and how we approach it

Jackson requested that we reach out to a consultant to get best practices for our size and scope and we can tweak said document to meet our needs. Wink read our current Media Policy and there was general agreement that the policy was sufficiently clear, with regards to acceptable social media behavior.

9. Future Meeting Dates & Agenda Items

- Update on the white paper from Wink
- Quality RFP's forthcoming– might require meeting late February or early March.
- Industry meeting will be teleconference and/or webinar
- Tentative date: Thursday, February 25, 2021

10. Adjourn

Cook moved and Jackson seconded to adjourn at 2:09pm AKT. **MOTION CARRIED WITH UNANIMOUS CONSENT.**

Total Meeting Time: 5 hours, 5 minutes