



BRISTOL BAY

Regional Seafood Development Association

BBRSDA Board Meeting Minutes

May 9, 2023 – 9:00am AKT

Teleconferenced

1. Call to Order/Establishment of Quorum

President Johnson called the meeting to order at 9:04am AKT. Present were board members Sabo, Morgan, Schonberg, Niver, and Jackson; guests Loren Kroon, Robert Buchmayr, Nicholas Dowie, Janis Harsila, and Buck Gibbons; and staff members Bursch, Machain, McNeil, and Wink. **A QUORUM WAS ESTABLISHED.**

2. Approval of Agenda

Sabo moved and Morgan seconded to approve the agenda with the addition of ice barge discussion under Quality and the addition of Dr. Cunningham joining under Sustainability to discuss the logbook proposal. **MOTION CARRIED WITH UNANIMOUS CONSENT.**

3. Approval of Previous Minutes

a. April 19, 2023

Jackson moved and Schonberg seconded to approve the meeting minutes from April 19, 2023. **MOTION CARRIED WITH UNANIMOUS CONSENT.**

4. Member & Setnetter Comments

Johnson opened the floor for member and setnetter comments. Nicholas Dowie commented that he looks forward to the final decision on the setnet-related bylaws. This will direct the messaging when talking with setnetters.

5. Executive Director Report

The executive director report was included in the meeting materials and program highlights will be mentioned during the program updates. Wink commented on some non-program related items and shared his screen to walk through a revenue worksheet he has been working on.

Jackson moved and Morgan seconded to approve the Executive Director report. **MOTION CARRIED WITH UNANIMOUS CONSENT.**

6. Program Updates & Committee Business

a. Finance

Machain shared her screen to walk through the financial snapshot highlighting notable items. Wink walked through a budget worksheet and led a discussion on potential additions and savings for 2023.

*The vote on the budget savings was delayed until later in the meeting when program updates and project votes were finished. The motion is under item 8.

b. Marketing

Wink and McNeil gave a verbal update on current and upcoming retail promotions with Costco, Costco Business Centers, Amazon, Haggens, Town & Country, and others.

Regarding the Alaskan Leader promos at Costco Business Centers, Wink shared some metrics and feels overall it seems to have performed well.

c. Sustainability

i. Nushagak King Logbook & Research Proposal

Wink, Jackson, & Bursch have been discussing the concept of enabling volunteer members to collect information about Nushagak king salmon harvests, in an effort to better understand where they are & aren't. This research could eventually result in setting up "passage corridors" and allow for earlier fishing in the Nush, while not harming King escapement.

Curry Cunningham joined the meeting to provide details and explanation on the proposal. He added that this can be used on any species and can be expanded to include setnetters, if wanted. The Skipper Science app would allow participants to provide data on where kings were or weren't caught, along with the coordinates, water depth, wind conditions and other factors.

Jackson moved to approve the Skipper Science app budget for \$11,000 in 2023 with an additional amount not to exceed \$7,000 in both 2024 and 2025. Seconded by Niver. **MOTION CARRIES 5-1 with Sabo opposed.**

Jackson moved to approve the research proposal from Dr. Cunningham for a total of \$29,000 to be split between 2024 and 2025 and contingent on having data compiled in harvest year 2023. Seconded by Niver. **MOTION CARRIES 5-1 with Sabo opposed.**

The board discussed possible incentives to encourage fishermen participation but no motion was made.

d. Quality

i. Ice barge discussion

Bursch provided the board with 2 proposals for BBRSDA's contribution to the BBEDC ice barges before the meeting. The barges are largely funded by BBEDC and Operated by Trident (The Bristol Maid in the Nush) and Northline (the SM3 in Naknek - historically it was OBI and the Bristol Lady in Naknek).

There is \$40,000 in the Quality Budget for this project, \$20k for each barge. The contracts will require that a reasonable amount of ice is sold to qualify for full funding (up to \$20k each). Usually this would be a Quality Committee decision but due to timing it was brought before the full board.

Sabo moved and Schonberg seconded to approve the ice barge proposals for a total of up to \$40,000 towards the Trident and Northline ice barges. **MOTION CARRIES UNANIMOUSLY.**

e. Outreach

Bursch gave a brief program update. Wink gave an update on the recent Homer and Astoria Townhall trips, possible interest in doing a post-season survey, and potentially starting a weekly open-zoom call each week to encourage fleet, staff, board, and advisory panel engagement. Schonberg suggested having the Outreach Committee give input on the "open office hours" process.

i. **Ex-Vessel Price & Fleet Service Report**

Staff requests and recommends that the board increase the budget by \$7,500 (to a project total of \$12,500) to conclude the ex-vessel price & fleet service report project. We anticipate having a final report by next week.

Jackson moved and Schonberg seconded to add \$7,500 to the budget towards completing the ex-vessel price report project.

MOTION CARRIED WITH UNANIMOUS CONSENT.

7. **Miscellaneous Business**

a. **Proposed changes to bylaws (*pending S04T joining BBRSDA*)**

Staff requests for the board to adopt the proposed changes to the bylaws and policies pending an affirmative setnet vote to join the organization in the fall of 2023. The purpose of adopting the changes now is so that we can accurately inform setnet voters of how representation would look if they join the organization. This will be important to many in their decisions.

The board received advance copies of the proposed changes, was provided notice of potential changes, and provided members access to see and/or hear the proposed changes at this board meeting.

The board discussed the proposed language options, including set-asides, sunset clauses, and other details.

Jackson moved to approve the discussed changes to the bylaws and policies & procedures in the event of an affirmative vote by S04T permit holders to join the BBRSDA. These changes will be reflected in the meeting minutes. Sabo seconded. **MOTION CARRIED 5-1 with Morgan opposed.**

The approved bylaw and policy language is provided at the end of this document.

b. **UW's Effect of Climate Change on Productivity Study**

The project proposal was included in the meeting materials. The board previously voted to approve this research project pending a match for

the other 50% (~\$83,200). This is being pursued through the Southwest Alaska Salmon Habitat Partnership and they have submitted it as their #1 priority for this upcoming year. The bad news is that they won't know if it's selected for funding until around March 2024. Dr. Schindler would like to begin this research work in 2023 and is asking if BBRSDA would waive its requirement to wait for a match. We've been informed that this would not affect its chances for federal funding.

Dr. Daniel Schindler joined the call to discuss the proposal and answer any questions from the board. He clarified that in the unlikely case that BBHLT funding does not come through, the project can still be completed based on the 1 year of data (instead of the preferred 2).

Jackson moved to contract with the University of Washington in the amount of \$83,256 to begin activities on the "Assessment of the effects of climate change on the rearing capacity for sockeye salmon in the Nushagak River lakes" research project during the 2023 season. Seconded by Schonberg. **MOTION CARRIED WITH UNANIMOUS CONSENT.**

c. Port Moller Test Fishery

Sabo moved and Jackson seconded to approve the BBSRI Port Moller test fishery and at-sea genetics proposal for an additional \$83,193 on top of the \$35,000 already in the budget. **MOTION CARRIED UNANIMOUSLY**

d. Committee Assignments

President Johnson has made the following committee appointments for board members:

<u>Quality</u>	<u>Marketing</u>	<u>Outreach</u>	<u>Sustain</u>	<u>Finance</u>
Morgan	Andrew	Andrew	Jackson	Morgan
Niver	Jackson	Jackson	Niver	Sabo
Schonberg	Schonberg	Niver	Sabo	Schonberg

The Governance Committee shall be comprised of the Board Officers (Johnson, Morgan, and Sabo).

Each committee shall select their own non-board appointments, after conferring with previous members to see if they'd like to continue.

Jackson moved to approve the 2023-2024 BBRSDA Committee appointments as listed, and to be recorded in the meeting minutes. Seconded by Niver. **MOTION CARRIES UNANIMOUSLY.**

8. Executive Session

Jackson moved and Morgan seconded to enter executive session at 12:28pm AKT. **MOTION CARRIED WITH UNANIMOUS CONSENT.**

Jackson moved and Schonberg seconded to exit executive session at 12:56pm AKT. **MOTION CARRIED WITH UNANIMOUS CONSENT.**

Director Sabo had to leave the meeting after executive session. With 5 board members present, there was still a quorum.

Jackson moved and Morgan seconded to increase the legal budget by \$95,000 for 2023. **MOTION CARRIED 5-0.**

Morgan moved and Schonberg seconded to reduce the marketing retail promotions budget by \$100K. **MOTION CARRIED 5-0.**

Morgan moved to suspend all committee fees, travel day fees, and anything other than board meeting fees until further notice and a future vote. Jackson seconded. **MOTION CARRIED 5-0.**

Morgan moved and Niver seconded to reflect the discussed budget savings in the budget. The total reduction of \$342,268 is detailed below. **MOTION CARRIED 5-0.**

Reduction in RTC Contract	\$	64,768
RSW Apprentice Program	\$	15,000
Additional Interest Income	\$	120,000
Drill Instructor Classes	\$	7,500
Unspent Discretionary funds	\$	35,000
Retail promotions reduction	\$	100,000
Sub-total	\$	342,268

9. Future Meetings & Agenda Items

June 8 – Naknek – BB Borough High School

11:30am AKT Board Meeting

1:00pm AKT Member Meeting

10. Adjourn

Morgan moved and Schonberg seconded to adjourn at 1:03pm AKT.

MOTION CARRIED 5-0.

Total meeting time: 3 hours, 59 minutes

Board members in attendance: Johnson, Sabo, Morgan, Niver, Schonberg, Jackson

SUGGESTED CHANGES TO BBRSDA BYLAWS & POLICIES & PROCEDURES FOR SETNET INCORPORATION

Additions or changes that are not in our existing bylaws or policies and procedures is marked in red. These changes will become active in the event S04T permit holders join the organization through an affirmative vote pursuant to Alaska Statute 44.76.370 in 2023.

Page 2. Addition of new section.

Article I. Section VII. Allocative Activities. As it is not the mission nor permitted by the guiding statues, BBRSDA shall not work to change the harvest allocation percentages established in 5 AAC 06.364 (Naknek- Kvichak District), 5 AAC 06.365 (Egegik District), 5 AAC 06.366 (Ugashik District), and 5 AAC 06.367 (Nushagak District).

"Allocative activities" is defined here as activities which would advocate for or otherwise seek to change specific harvest privileges, usually by regulation, among or between various user groups; including quotas, time periods, area restrictions, percentage sharing of stocks, and other management measures providing or limiting harvest opportunity.

Page 3. Addition of "or setnet" to existing language

ARTICLE II – MEMBERSHIP

Section I. Membership.

(A) Each person holding an Alaska Commercial Fisheries Entry Commission drift **or setnet** fisheries commercial fisheries permit authorizing them to conduct such fishery within the Bristol Bay Region of Alaska qualified under AS 44.76.370 shall be a member and entitled to vote. Upon application and after an affirmative vote of the membership of any other class of Commercial Fisheries Entry Commission commercial fisheries permit class within said Region, which vote in undertaken pursuant to AS 44.76.370, as that statute may change and be implemented by regulation from time to time, all permit holders in each such additional class shall also become members.

Page 4. Addition of residency detail

Seat H: Reserved for holders of Bristol Bay setnet commercial fisheries permit who are residents of Alaska and if they choose to participate with the operations of the Corporation after an affirmative vote undertaken pursuant to AS 44.76.370, as further described in Article II.

Seat I: Reserved for holders of Bristol Bay setnet commercial fisheries permit regardless of their place of residency if they choose to participate with the operations of the

Corporation after an affirmative vote undertaken pursuant to AS 44.76.370, as further described in Article II.

Page 5. Addition to indicate staggering new seats. Article III - BOARD OF DIRECTORS

Section VI. Term of Board Seats. Each director shall hold office for a three-year term and until his/her successor shall have been elected and qualified. New terms for each seat on the Board of Directors shall begin at the first board meeting following the publication of qualified results from that year's annual election. Initially and each time the number of directors is increased by three, one-third of the initial number or increase shall be elected to a one-year term, one-third to a two-year term, and one-third to a three-year term; thereafter, as each term is ended, the new term is three years. **Each time the number of directors is increased by two, one will be elected to a two-year term, and one will be elected to a three-year term; thereafter, as each term is ended, the new term is three years.** No director will serve more than two consecutive three-year terms in office on the Board of Directors. Sitting directors, as of November 21, 2021, are considered to be in the first term of their Board service. In the case of a director originally elected to a term of office of less than three years, such term shall not be counted in applying this two-term rule. A former director who has been out of office for a period of one year or more will be eligible for reelection. No amendment of these Bylaws reducing the number of directors shall reduce the terms of any incumbent director.

Page 5. Addition of "or S04T" to existing language

ARTICLE IV – ELECTIONS OF THE BOARD OF DIRECTORS

Section II. Eligibility. Each Member of the Corporation shall be eligible to vote in the annual election of the Board of Directors. The holder of more than one permit in an assessed gear group may vote each permit for a seat and gear group associated with that permit. Voter eligibility will be determined based on S03T **or S04T** permit ownership as of a date selected by the Corporation falling between March of the election year and September of the preceding year.

Page 5. Addition of language to Article IV Section II

In the annual election of the Board of Directors, S03T permit holders vote for seats A through G, and S04T permit holders vote for seats H and I.

Page 11. Addition to Article XIV- AMMENDMENTS

Proposed as:

ARTICLE XIV – AMENDMENTS

These Bylaws, **except for specific parts identified below**, may be amended by a two-thirds majority vote of the total composition of the Board of Directors, whether present or not, at any regular or special meeting properly held by the Board of Directors, provided, notice of the proposed amendments has been given to all Directors in writing ~~when notice of said meeting is given to each director~~. The foregoing Bylaws of the Corporation have been duly adopted by the Board of Directors at the meeting held on the 13th day of June 2005 and was revised on the 11th day of April 2018; the 16th day of November 2018; the 17th day of September 2020; the 21st day of April 2021; the 17th day of November 2021; and the 11th day of January 2023.

The following sections may only be amended by unanimous vote by the Board of Directors.

- **ARTICLE I – Section VII. Allocative Activities.**

The following sections may only be amended by unanimous consent from the elected setnet seats and majority support from the drift seats.

- **ARTICLE XIV – AMENDMENTS**
- **ARTICLE XV - MINORITY FUNDING**

Page 11. Addition of Article XV

Article XV – MINORITY FUNDING. Twenty-five percent of the setnet assessment is to be set aside for the funding of projects recommended by the Setnet Committee, to be approved by the majority vote by the full board of directors. Additional funding may be directed towards setnet projects through normal board processes.

POLICIES & PROCEDURES (please see the full document with the same suggested changes for broader context)

Page 36 Addition of Policy

8. Each committee must have at least one member that is an S04T permit holder and one member that is an S03T permit holder.

9. The Setnet Committee may not be dissolved without unanimous consent from the setnet seats and majority support from the drift seats.

Page 37. Addition of a committee

- 7. **Setnet Committee**

A. Charge: To represent the different setnet regions and develop projects to serve the organization's mission.

B. Composition: No less than five S04T permit holder committee members, with the goal of representing as many of the following districts as possible: Togiak, Ugashik, Egegik, Naknek-Kvichack, and Nushagak. No more than 3 board members, at least 1 of whom occupies a setnet board seat.

C. Terms: One year.

D. Reports to: Committee reports to the full board and is staffed by the Committee Chair or his/her designee.

Page 51. Addition of Policy for the addition of new board seats.

5. New Board Seats

If a gear group chooses to participate with the operations of the Corporation after an affirmative vote undertaken pursuant to AS 44.76.370, as further described in Article II, directors will be appointed to the associated board seats at the meeting following the published results of the affirmative vote. The board will fill the new seats by developing a slate of candidates and choosing a new member by a 2/3 vote of all seated board members. The new member will serve until the next annual election.

Page 52. Addition of "And S04T"

1. Eligible Voter List. BBRSDA staff will request a list of current S03T and S04T permit holders from CFEC by January 6. The list of voters shall include permit number, member name, fisherman ID number, physical address, and phone number information. This list will function as the "Eligible Voter List", to be saved in Excel format for later sharing and use with the election vendor. BBRSDA staff shall update the Eligible Voter List with contact information supplied via member postcards (see Section 3), text messages from the phone number listed on CFEC permit file, or email exchanges include other personal ID information (such as a Drivers License, etc.); and shall keep a record of members requesting paper ballots. Voters who request a paper ballot shall not be sent an electronic ballot, though even if they are the system will prevent them from voting twice. A deadline for changing contact information, opting out of the election, or receiving a paper ballot shall be published in the election notice.

Page 55. Addition of setnet board seats

Voters will make one selection for board seats determined by residency status (seats A, B, C, D, E and H). Voters will use ranked-choice voting to determine the winner of open-residency seats (F, G and I). Qualified candidates will be listed on each seat they qualify for, resulting in all candidates being listed for any open-residency seats (F, G and I). ~~This method of~~ Ranked-choice voting helps fill the open-seat if the first-choice already won a residency status seat (A, B, C, D, E or H). ~~This method promotes majority rule and avoids vote-splitting.~~

Vote Counting and Election Certification. Information containing votes cast by individual members shall not be made available to BBRSDA staff or board members. Votes shall be counted and affirmed by an election platform vendor and/or an independent contractor to preserve confidentiality and election integrity.

The winning candidate for seats A, B, C, D, E or H) will be that candidate receiving the greatest number of votes. Should the results of the election result in a tie for seats A, B, C, D, E, or H the winner of the election for the seat(s) will be decided by a coin toss at the Annual Meeting. The member which receives the most votes for a residency-based seat, shall be declared the winner of that seat and will fill that seat for the upcoming term.

The winning candidate for seats F, G and I will be determined by a ranked choice vote, whereby members will rank candidates according to preference. The winning candidate will be the candidate who receives the most preferential votes compared to other candidates, excluding candidates which won a residency-based seat during the same election.

Page 60. Addition of language outlining reasonable benefit from funded projects.

3. Project Selection Guidelines

BBRSDA will consider, but is not limited to, the following guidance in making its project selections.

- A. The BBRSDA has a preference for cost-sharing with others and for the potential project recipient to provide a significant source of funding.
- B. The BBRSDA does not seek to own any physical assets, such as equipment or property.
- C. Projects funded by the BBRSDA seek to be available or provide benefits to all S03T and S04T permit holders. **While many do, not every project will provide a direct benefit to every permit holder, it is the aim of the project program to accrue project benefits proportionately amongst the range of participating fishing districts, gear types, permit classes, or member residencies.**
- D. Single-year projects are preferred over multi-year projects.
- E. All project awards will be implemented by a contract stating terms, conditions, and required deliverables.