



## **BBRSDA Board Meeting Minutes**

October 20–21, 2014 – 8:30 a.m.

Mayflower Hotel – Seattle, WA

### October 20, 2014

#### 1. Call to Order/Establishment of Quorum

President Heyano called the meeting to order at 8:38 a.m. PST. Board members present were Robert Heyano, Matt Luck, Mike LaRussa, Matt Marinkovich, Katherine Carscallen, and Larry Christensen. Fritz Johnson was excused.

Also present were Sue Aspelund, executive director; Elizabeth Herendeen, marketing director; Scott Coughlin, Fieldwork Communications; and members Peter Most, Mark Buckley, and Dave Hansen.

#### 2. Approval of Agenda

Christensen moved and Marinkovich seconded to approve the agenda as presented, with a friendly amendment suggesting use of an open agenda in order to accommodate the time-certain executive session. **MOTION CARRIED UNANIMOUSLY.**

#### 3. Approval of Previous Minutes – September 22–23, 2014

Luck moved and Carscallen seconded to approve the minutes as presented. **MOTION CARRIED UNANIMOUSLY.**

#### 4. Member Comments

Dave Hansen inquired as to whether or not the \$5,000 previously allocated for a direct marketers website was still available to them. Aspelund advised that the funding was included in the FY 14 Stub Budget and must be spent by the end of the current fiscal year, December 31, 2014. Hansen advised that he will contact other direct marketers and get to work on the website.

#### 5. Executive Director Report

Aspelund referred to her written report and provided additional information on the following items:

- A. The FY 14 audit is going well. The field testing exit interview was productive. Aspelund would like to digitize all financial and other historical records required to be kept per the records retention policy and store them in the cloud for safekeeping.
- B. The State of Alaska single-audit coordinator has agreed to a May 31, 2015 audit deadline for the FY 14 Stub year audit. This five-month timeline will require the cooperation and attention of everyone to get invoices submitted ASAP after the end of the year.
- C. Preparations for the 2014 Pacific Marine Expo (PME) are going well. However, since PME has advised us that all “free” association booths will be placed on the mezzanine starting next year, Aspelund asked whether or not the board would be willing to pay for space in order to maintain a booth in the Alaska Pavilion on the main floor.
- D. ADF&G contacted Aspelund last week to provide an update on their Trimble handheld computer research this past summer and advised her that while they are extremely happy with its performance, the field testing made them realize that they needed to have waterproof stylus, extended-life batteries, and Pelican cases. The result is that the available funds only allow purchase of nine units with the enhancements, instead of ten, but staff stated that the nine would meet their needs into the future. Aspelund sought the board’s approval to authorize the purchase of nine instead of ten.
- E. Aspelund was recently contacted by Northern Economics (NEI) inquiring as to whether or not the board wished to contract with it to again do the post-season quality survey with processors and asked if the board wished to do so.

Marinkovich moved and Christensen seconded to authorize Aspelund to contract with NEI to conduct the 2013 quality processor survey, not to exceed \$15,000; to authorize payment of up to \$3,000 for a 2015 Pacific Marine Expo booth on the main show floor; and to authorize ADF&G to purchase nine, instead of ten, under its Stock Composition contract. **MOTION CARRIED UNANIMOUSLY.**

Christensen moved and Marinkovich seconded to request Aspelund to begin records digitization, starting with the most recent document first, utilizing the unused Line 7106 – Facilitation funding in the FY 14 Stub not to exceed \$4,500. **MOTION PASSED 5/1.**

A discussion ensued regarding how the 1% assessments are calculated and accrued. Aspelund advised the board that assessments are based on the calendar year, so retros being paid in the year after a season will accrue to the following season’s assessments.

Christensen moved and Carscallen seconded to approve the executive director’s report. **MOTION CARRIED UNANIMOUSLY.**

## 6. Committee Reports

- A. Marketing – Luck  
Marketing Committee Chair Luck reviewed the written marketing report. He highlighted that the Marketing Committee will be having a facilitated marketing strategic planning

session on November 18th before Expo to help prioritize activities/initiatives moving forward. Any board or staff is welcomed to attend. Our marketing program has moved beyond cause-based marketing and is moving towards advocating for our wild, sustainable fishery and the health benefits of wild salmon. The committee needs to step back and regroup to determine how to get the best bang for the buck with the right folks.

B. Quality – Christensen for Johnson

The Quality Committee met after the last board meeting. It discussed the pilot insulated ice bag program, and what worked and what didn't. The committee is doing some follow-up with AGS and Peter Pan that used the bag, in addition to Ocean Beauty. They discussed the need for additional industry committee members and recommended David Harsila, who is willing to serve. The committee discussed instituting an RSW parts repository and the shortage of ice, particularly in Egegik and Ugashik. They also discussed the benefits having a quality coordinator. These items are what a quality coordinator would be working on. It is anticipated that the salary range would be commensurate with what the Marketing and Sustainability directors are paid. The committee will discuss the potential for a quality coordinator further at the next meeting. Board discussion followed that the cart may be before the horse since quality priorities and projects have not yet identified/defined. Christensen asked what committee members get in terms of reimbursements, meeting fees, etc. so that he could communicate that to any new industry members. Aspelund advised that committee members are reimbursed for travel, the actual cost of lodging, and per diem.

Marinkovich moved and LaRussa seconded to approve David Harsila as a non-board member of the Quality Committee. MOTION CARRIED UNANIMOUSLY.

C. Finance – LaRussa

LaRussa reported on preparations to preparing a draft FY 15 budget, starting with BBRSDA's current financial position. The FY 15 budget will be funded with the 2013 assessment received in July 2014. Instead of just looking at our financial position out of Quickbooks, Aspelund and Carney worked on a more understandable spreadsheet of our financial position. The audit went pretty well considering the transition.

D. Sustainability – LaRussa

LaRussa asked Carscallen, the Sustainability Director to review the two written reports on activities and priorities. There will be more discussions about this during tomorrow's budget discussions.

E. Buyback – Luck

Committee Chair Luck reviewed the draft final buyback economic report and the process from here. If the membership wishes to, we will move forward with a socio-economic impact analysis to add to the economic information in the current report. If we move into the next phase, the committee will likely recommend other members be appointed

that represent different demographics of the fishery. We should likely put a placeholder in the FY 15 budget for the socio-economic research phase should the membership desire such a report. The concept of latent permits and how they are defined was discussed.

Marinkovich moved and Carscallen seconded to accept the committee reports as presented.  
**MOTION CARRIED UNANIMOUSLY.**

7. Executive Session: Legal and Personnel Issues

Luck moved and LaRussa seconded to go into executive session at 1 p.m. for purpose of discussing personnel and legal issues. **MOTION CARRIED UNANIMOUSLY.**

Marinkovich moved and Christensen moved to come out of executive session at 4:41 p.m.  
**MOTION CARRIED UNANIMOUSLY.**

Marinkovich moved and Christensen seconded to change the executive director's employment status to that of an employee rather than a contractor, working with the BBRSDA attorneys to provide information on what is necessary to make that conversion and negotiate a new contract. LaRussa, Marinkovich, and Christensen will work with the attorneys on a contract, with the understanding that decisions can be made by any two of them. **MOTION CARRIED UNANIMOUSLY.**

Carscallen move and Luck seconded to adopt revised clarifying language for Resolution 14-02 – Meeting Fees as presented by Carscallen, with the addition of a meeting approval process recommended by Aspelund accepted by friendly amendment. **MOTION FAILED 2/4.**

The meeting recessed for the day at 5:52 p.m.

The meeting reconvened at 8 a.m. on Tuesday, October 21.

8. Review/Approve Policies

A. Resolution 14-13 Committee Policy & Procedures

Aspelund explained the need to have a clearly articulated policy for how BBRSDA committees function, their charges, committee composition, committee member terms, committee support, and accompanying procedures.

Carscallen moved to approve and Marinkovich seconded to approve Resolution 14-13 Committee Policy & Procedures as revised to clarify and provide for consistency.  
**MOTION CARRIED UNANIMOUSLY.**

B. Resolution 14-14 Email Minute Approval Policy

Aspelund presented a policy that would enable email approvals of board and committee meeting minutes so that minutes can be approved while memories are still fresh and can be posted to the BBRSDA website in a more timely manner.

Marinkovich moved and Luck seconded approval of Resolution 14-14 Email Minute Approval Policy as presented. **MOTION CARRIED UNANIMOUSLY.**

C. Resolution 14-02 Meeting Fees

Following additional discussion, Luck moved and Christensen seconded to approve revised language for Resolution 14-02 Meeting Fees. **MOTION CARRIED UNANIMOUSLY.**

D. Resolution 14-10 Travel Policy & Procedures

Luck moved and LaRussa seconded a motion to revise the recently adopted Resolution 14-10 – Travel Policy & Procedures for board members only such that per diem would become a meal allowance to be paid at the same rate for all locations and days at \$60/day. **MOTION CARRIED UNANIMOUSLY.**

9. Review/Approve Buyback Report and Cover Letter

Committee Chair Luck updated the board on finalization of the Buyback Economic Report, accompanying cover letter, and the process for informing the membership about the report and the Pacific Marine Expo Buyback Panel Conference to be held on Thursday, November 20, 2014 at 10:30 a.m. In addition to posting the report to the BBRSDA website, sending a postcard to each permit holder, and putting out a Waypoints on the report and panel, we will also send a media advisory to the “fish” media.

As previously discussed under the Buyback Committee report, should the surveyed fleet indicate that it would like BBRSDA to undertake a socio-economic impact analysis, it is understand that the Buyback Committee should expand its membership to provide demographic diversity. Committee members Carscallen and Gibbons would represent BBRSDA and Washington State residents, respectively.

Marinkovich move and Carscallen seconded to approve the final buyback report and BBRSDA cover letter as presented, and notification action plan as presented. **MOTION CARRIED UNANIMOUSLY.**

## 10. Miscellaneous Business

### A. UFA Membership

No action was taken; the issue will be revisited after the first of the year or when Aspelund's workload moderates.

### B. Partners' Dinner Status

The Sustainability and Marketing directors provide an update on the invitation-only Partners Reception and showing of The Breach on Friday night, November 21, at Tom Douglass' Palace Ballroom. It is an event intended to thank BBRSDA's partners and invite future partnerships with BBRSDA initiatives.

### C. North Peninsula Line Enforcement Update

Aspelund recounted her discussion with Alaska Wildlife Trooper Scott Quist about unenforceability of the North Peninsula one and one-half mile line. Trooper Quist advised that the cooperation of ADF&G was essential in being able to secure an enforceable GPS-based line

Aspelund was directed to pursue such cooperation with ADF&G, elevating to the commissioner if progress can't be made at the divisional level. She was further asked to pass on to Lieutenant Steve Hall that AWT enforcement on the Egegik north line and Johnson Hill line was much better than ever before.

### D. Confirm Expo Booth Staffing

Board members will provide Aspelund with any times (except for during the Buyback Panel conference) that they are unable to work the BBRSDA booth. Aspelund will finalize and provide the booth-staffing schedule.

### E. BBRSDA Branding Proposal

Aspelund, Coughlin, Carscallen, and Herendeen described the daily difficulties encountered when talking with folks as a result of our unwieldy and non-descriptive organizational name. So much time is spent saying the name and trying to explain who we are and what we do that any interest and momentum in the topic to be discussed is lost.

Aspelund was directed to flesh out a detailed plan, including cost, for the entire process of evaluating/research and/or implementation of a name-change process and bring it back before the board.

### F. Retroactive Meeting Fees

LaRussa asked for consideration of retroactively applying the revised meeting fee policy to meetings associated with the September 2014 board meeting.

Luck moved and Marinkovich seconded that whereas the meeting fee policy has been revised to clarify it, the intent of the revised policy will be applied retroactively only to

the meetings associated with the September 22–23 board meeting between the dates of 9/19–24/14. **MOTION CARRIED 5/1.**

G. Board Members Seeking Legal Opinions

Luck inquired about the process for board members to seek a legal opinion. Aspelund was directed to will research past inurement opinions.

11. Review/Approve FY 14 Financial Report

Darcy Carney, our bookkeeper, reviewed the FY 14 financial statement, as well as the September 30, 2014 financial statement. Luck moved and LaRussa seconded to approve the FY 14 and September 2014 financial reports. **MOTION CARRIED UNANIMOUSLY.**

Aspelund also reported on research into the status of BBRSDA’s Vanguard accounts, informing the board of the difference between the Admiral Treasury and Prime Money Market accounts, interest rates, and management fee rates.

12. Review FY 15 Budget

Aspelund reviewed the updated Change in Cash worksheet so that board members could see the money in/money out timeline for the current and two future fiscal years. She then reviewed the recommended Finance Committee budget for FY 15 of

- \$1.5 million budget;
- Class allocations of \$375 K for Administration and Organization, \$300 K for Marketing, \$100 K for Quality, \$300 K for Marketing, and \$274,419 for Research to fund already-committed to projects, leaving a total unallocated of \$111,581; and
- No FY 15 Call for Proposals given the amount committed to in previous FYs on multi-year research projects and the large amount spent last year. Any projects to be undertaken as committee priorities can be handled by each committee.

After lengthy discussion and additions of funding for several annual legacy projects into the budget, Marinkovich moved and Carscallen seconded to accept the Finance Committee recommendation for an FY 15 draft budget of \$1.5 million total, the class allocations as outlined, and that no FY 15 Call for Proposals be undertaken. **MOTION CARRIED UNANIMOUSLY.**

Following additional discussion, Christensen moved and Marinkovich seconded to increase the amount of the Quality class allocation to \$175 K. **MOTION FAILED UNANIMOUSLY.**

Aspelund was advised to discontinue catered lunches during board meetings as a cost-savings measure. Aspelund cautioned that not having a catered meal would likely increase the cost of the meeting rooms. She will research and inform the board of what is learned.

13. Review/Approve FY 15 Call for Proposals

No action was taken due to action taken on the FY 15 budget.

14. Review/Confirm Future Meeting Dates

January meeting: January 13–14, 2015 – Mayflower

February meeting: February 17–18, 2015 – Mayflower

March meeting: TBD – Anchorage

Aspelund was directed to contact ADF&G regarding potential March meeting dates.

15. Adjourn

Christensen moved and Marinkovich seconded to adjourn at 3:36 p.m. **MOTION CARRIED UNANIMOUSLY.**