

CR/PWS Marketing Association
 Board of Directors Meeting Minutes
 April 8, 2015 6:00 PM
 CRPWSMA Office and Teleconference

	1.7.15	2.11.15	3.5.15	4.8.15	
Jeff Bailey	P	P	P	P	
Bill Lindow	P	P	P	P	
Thea Thomas	P	P	P	P	
Dennis Zadra	P	P	P	P	
Susan Harvey	P	E	P	P	
Rich Wheeler	P	P	P	P	
Shawn Gilman	P	P	P	P	
Jeff Olsen	U	P	P	Resigned	

Staff: Chelsea Haisman

Public: Guido Casciano, Rob Campbell, Bob Smith, Per Nolan, Jeff Van Dyck, Dave Eike

A. Intro

1. Meeting called to order 6:02

2. Roll Call: DZ, BL, SG, JB, RW, SH, TT

Jeff Olsen resigned effective April 7.

TT: Motion to approve agenda

SG: second

Agenda approved

3. Minutes 3.5.15

SG: Motion to approve minutes of 3.5.15

SH: second

SG: With all of the changes suggested, I would suggest we table these minutes until the next meeting if we want to move forward.

Motion withdrawn

BL: Motion to postpone minutes of 3.5.15 to the next meeting

SH: second

Motion passes, all in favor

4. Public Comment and Appearances:

Rob Campbell: Calling in to provide clarification on proposal I sent in to you. Would be willing to answer any questions you may have.

Per Nolan: Have been waiting for answers from the Association, would like to see a response.

Guido Casciano: I'm still upset about Bob Smith's termination, would like to see the legal opinion. I feel like you lost a lot of credibility by doing that.

Discussion about PWSSC (Rob Campbell) sonar proposal

BL: I'm interested in this project and would like to see it happen.

RC: The gear could be here in 3 weeks. By mid-May, we could have equipment in the water.

BL: Under our SOP, need to have a contract in place before we commit any funding. We could vote tonight to direct staff tonight to begin working on a contract.

RC: The idea is to spend time seeing if it will work. If it does work, we could get more money from other sources. Two years ago, the fish were backed up in the Delta, and not going up to the bridge. Having something in the lower river could possibly give one, two, or three extra openers.

B. Annual Meeting Agenda

SG: *Motion to have the Annual Meeting start at 6 pm on May 9th, starts out formal with a presentation of some industry player and go from there.*

TT: *second*

TT: evening meeting for greater participation, explain what we've been working on, would like to communicate to our members

JB: don't to get too focused on that, but want to be informative. Allow time for us to circulate and answer questions.

BL: The intention being to fill the agenda by communicating by e-mail.

No opposition, motion passes

C. Unfinished business

1. Board Job Description

TT: *Motion to accept JOB DESCRIPTION for board members as written, and that each new board member would sign it.*

BL: *second*

BL: It wasn't part of the motion to adopt this, but my intention would be for each new board member to be required to sign this.

JB: Anyone running for the board would sign beforehand.

Motion passes, SG opposed

2. Bylaw Change 7.2 and 8.2

BL: Key differences are outlined: this would change the appointment process for committees.

BL: Motion to forward the following to the membership: "Article 7.2 Composition, Quorum, Action of Board Committees. Any board committee shall be composed of one or more directors, and up to three non-directors who are voting members of the corporation. All committee members will be appointed by the President, either during a board meeting with recommendations coming from the Board, or with approval by a majority of the Executive Committee. Removal of a committee member may be done by either the President or by the committee chair with consent of the President. Notice of a pending removal of a committee member shall be sent to the board by the President via e-mail or telephone at least 24 hours prior to the member's removal. All committees shall be chaired by a director. A quorum at a board committee meeting shall be a majority of all board committee members in office immediately before the meeting begins. Members of any board committee may participate in a meeting of such committee by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence in person at a meeting. If a quorum is present, action may be taken by a majority of committee members present. The act of a majority of the committee members present shall be the act of the committee. Any such action taken by a board committee shall be presented as a recommendation to the full board at any meeting where a quorum is present for action by a majority of the board."

DZ: second

JB: My thinking was to be allowed a faster, more direct way to remove a committee member that isn't involved

SG: We should have more laid-back committee, and include more people. I like the original wording, and don't agree that we should exclude non-voting members from committees. The more people you can get engaged in solving problems, the better.

Motion withdrawn

BL: Motion to forward the following wording for an amendment to the Bylaws to the membership for review for Article 7.2 "Composition, Quorum, and Action of Board Committees. Any board committee shall be composed of one or more directors, and up to three non-directors who are voting members of the corporation. All committee members will be appointed or removed by the Board of Directors or by the President. If there is a disagreement between the President and the Board regarding the appointment or removal of a committee member, the vote of the Board shall rule. A quorum at a board committee meeting shall be a majority of all board committee

members in office immediately before the meeting begins. Members of any board committee may participate in a meeting of such committee by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence in person at a meeting. If a quorum is present, action may be taken by a majority of committee members present. The act of the committee members present at a meeting at which a quorum is present shall be the act of the committee. Any such action taken by a board committee shall be presented as a recommendation to the full board at any meeting where a quorum is present for action by the majority of the board.”

DZ: second

All in favor, motion passes

BL: Motion to forward the following wording of Article 8. “8.1 Designation of Expenditures. Revenues collected from a participating, assessed fishery may only be spent on projects or expenditures related to that particular fishery, except for the allocated share of corporation administrative expenses. 8.2 Each participating fishery shall contribute a percentage of revenues collected for the association’s administrative expenses.”

SG: second

BL: I have concerns with this bylaw change, and until we have another fishery that joins, putting this change into place would require a lot of time from the Executive Director.

SG: We already have two fisheries. To attract the interest to get ahead of the curve, we would have to put it out to the membership. On the record, we will be putting these out to the members. I’d like to hear from membership. This is a bylaw that was removed.

TT: I’m opposed to it, this issue has been discussed from the very beginning of this organization. It was complicated, and it would be divisive.

SH: I don’t see the goal here, we are all supposed to be working for the benefit of the region. We are supposed to be marketing CR fish and marketing PWS fish. Don’t see the benefit to isolating members against each other.

DZ: I don't see the danger of it right now, but it could include long-line fisheries.

RW: I’m in support of putting it in front of the membership and letting them decide. Involve them.

Motion withdrawn

BL: Motion to forward this alternate language to the members for their review “8.2 Administrative Expenses. each participating fishery shall contribute annually a percentage of the associations administrative expenses equal to that fishery’s percentage of the association’s total fishery-generated revenue for the preceding year.”

Motion fails; TT, RW, SH, BL opposed

3. Bylaw Letter:

JB: We need to get the bylaw letter out to the membership as soon as possible so that membership has these changes in hand before membership meeting. After 30 days notice, if no one comes back with comments, those would go into effect. If we make changes again, we would need to send out again.

TT: Board votes on them a final time before they go into effect.

Staff to finish letter and forward to Board before sending to membership.

D. Financial

Budget report/Finance Committee

BL: Finance committee meeting requested to discuss policy changes that prohibit or controls direct deposits and payroll for staff, financial policies, comparing financial policies to board policy manual. Finance Committee needs to look at those two policy booklets and eventually incorporate the two documents into one document.

Will set date through e-mail.

E. Quality:

1. Bag Weight Letter

SG: Spoke with several processors and plant managers, who didn't want to pursue this. Could have issues with tenders.

SH: I like the letter, but felt we should talk about all the quality differentials we should promote. We have sent letters on the other two topics before.

BL: The program could be structured by processors to account for bags that are bigger than the standard 30x30

JB: Letter that says we as an Association support reasonable weight bags.

SH: Motion to send letter to the processors

BL: second

TT: We spent a lot of time meeting time with processors. Call another quality handling specifications meeting with processors. One of the whole caveats was that we could not discuss price or incentives, at least not in a collective manner.

All opposed, motion fails.

2. Processor Meeting

BL: Motion to direct staff to draft a letter to the processors to meet with us, with the intent that that letter would be circulated to the board prior to sending it out.

SG: second

SG: would need to ask them to give us a time frame to meet with them.

JB: Need to know what letter will say, whatever we discuss, would represent that to the membership at the membership meeting

TT: It would be appropriate to cite the work that has been done in the past, and that we would like to revisit some of it. To get the processors to show up the first time, it took a lot of outreach.

All in favor, motion passes

F. In-State PR Committee

SG: Bill and Jeff O are the only other members on the committee. Would be willing to hold a meeting before May 10.

JB: will be in town week of April 20.

G. Project Proposals

1. CDFU Buoy Proposal

JB: CDFU buoy project is already in the budget, we just need to pay.

2. Chitina Data Checkpoint project proposal

SG: Motion to accept Chitina Data Checkpoint proposal as written for 1 year, contingent upon other revenue sources.

TT: second

BL: Some concerns, but I like the idea. My concern is that its voluntary, and that may be addressed, but I'm not sure. My overriding concern is political, as it would pit us against the PU and subsistence users. Even though it is designed to get data that would be useful, may be perceived negatively.

SG: As an organization, we need to keep our message that we are supporting sustainability, and ensuring the future of the runs. Could use it to educate about the run, the hatchery, more opportunity for all and have a positive message.

BL: It's possible to make our funding contingent on them receiving USFW funding.

JB: As long as we understand that's what we're buying in for, \$120,000 over four years.

TT: In our negotiations, we could fund it for 1 year. The work begins in 2016, it could be contingent on other funding.

SG: This proposal is only requesting 30,000.

Motion passes; BL, SH opposed

3. CRWP Dinner Partnership

SG: Motion to accept the CRWP Dinner Partnership proposal as presented for up to 3 events.

BL: second

Kristin Carpenter: We have done a couple restaurant events and it was well received, we could work with you to build a bigger presence. CRWP puts the dinner together in

cooperation with the restaurant. This fishery supports a coastal economy. Eating CRS supports these families. We could use your locator app to tie in marketing. Guests would leave knowing that they can get more after the event. This is getting out there and telling the story. Our interests overlap there, it helps us because we reach more members. The event is a fundraiser for us and also partnership with a restaurant. Each event would reach about 60 people. We could find a way to incorporate both Copper River and Prince William Sound.

TT: I would want to include a fisherman in each of these dinners, to add authenticity. Is it possible to extend the reach of this event beyond the people that are actually there.

BL: As a person who has limited expertise in marketing, I question how much bang for our buck on this we would get.

TT: Also a strategy that BBRSDA is using. Hosting dinners using their fish.

SH: We do need to have a contract for how those funds are transmitted.

All in favor, motion passes

4. PWS Science Center Proposal for In-River Sonar

Rob Campbell: We have all of the logging computers, tripod, mounts, etc. 3 weeks, mid-May is doable, and some external hard drives. Trying to get some of the sonars here and try them out, and if we can show they work, it's possible we could get more money for fisheries monitoring, especially if we receive money from a fishermen's group.

Could figure out a data link for the next year.

BL: Putting a sonar unit near the one at Miles Lake and comparing, in addition to 36 Mile.

TT: We already approved 50,000 for PWS, this may put us over the budget. If I were to approach this, I would revisit the Chitina proposal.

SG: Withdraw motion knowing that we will come back to it

TT: Motion that we amend the motion regarding the Chitina Check Station to add that our intent is to fund it in FY2016.

SG: second

All in favor, motion passes.

BL: Motion to accept proposal from Rob Campbell for Testing the Feasibility in the Copper River

SG: second

All in favor, motion passes

H. Conclusion

1. Board, Staff, Audience Comments

Per Nolan: Savor Bristol Bay is a similar dinner program, with their fish on the menu.

Contracts: Hiring a firm called rocketlawyer.com

An issue with the RFP for PWS, involves the core function of working closely with processors, and how we can facilitate that. PWS are marketed as Alaskan sockeye, not as Prince William Sound sockeye. I also believe that funding projects out of next year's budget is inappropriate. If you feel that you do not need to look into my issue or offer an apology, that is your choice. Would like to put an RFP out for an ice facility study. BS: I still do not believe you have the authority to expel me from the board. You are welcome to look at my plan for the annual meeting for last year. The membership is entitled to that as well.

BL: Motion to go into Executive Session at 9:55

DZ: second.

All in favor, motion passes