

Yakutat Regional Aquaculture Association

Board of Directors Meeting

May 31, 2013, 6:00 PM

Kwaan Plaza

Board Members Present: Larry Bemis, Nate Endicott, Wayne Ivers, Nick Holcomb, Harold Robbins, Jonathan Pavlik, Jesse Pavlik, Martha Indreland, and Joy Klushkan showed up part way through meeting. Curt Holcomb was alternate for Casey Mapes.

Board Members Absent: Sam O Demmert, Sam L Demmert, Kip Fanning, Casey Mapes, Bert Adams, Sr and Herb Holcomb

Public: Kathy Hansen by Teleconference

Meeting was called to order with a quorum present at 6:15 pm.

Motion to adopt the agenda was made. Wayne asked if hiring someone was on the agenda. Kathy said it would be addressed under the State Legislative appropriation. Motion passed

Nick/Curt made a motion to approve the minutes of 10/6/12 and 3/2/13. No corrections were noted. Motion passed unanimously.

Wayne/Jessie made a motion to nominate Jonathan for Secretary/Treasurer. Discussion Motion passed unanimously.

Kathy gave a brief update regarding the tax assessment. The election passed and the tax started to be collected on May 1st. The Legislature next session will appropriate the tax collected May through December and appropriation will be available July 1st. Martha asked if there was any type of report that we could receive that would allow us to know the amount being collected periodically. Kathy answered she didn't know of any. Larry asked what the result of the tax assessment vote was. Kathy looked it up and 155 voted yes and 49 no. So, Larry mentioned that we can state that in the tax election, we had 3 to 1 support.

Kathy next updated the board on the progress of the salmon comprehensive plan. She has made significant progress from last meeting. Hope to have something out this summer for review and hopefully as long as the Department doesn't ask for substantive rewrites should be done by the end of the year/wintertime.

Nate updated the Board on the data loggers. Still out in the water, will pull in late June and get the data saved to the computer and then reinstall in the water to continue to get more information.

Kathy checked with Steve Reifentstahl/NSRAA and he is still planning to come to Yakutat in late July or early August for a site visit. Motion was made to reimburse NSRAA for up to 2 individuals to come to Yakutat for a site visit. They will provide some additional information on areas that look good, water source information. Wayne suggested that they also look at the old dock container van as an incubation site. Additional discussion occurred. Motion passed.

Kathy walked quickly through the financial information that had been sent out by email. Included the last bank statement, copy of the check register and then a comparison of the 2013 Grant we received on what has been spent vs. the budget that was developed. No questions were asked.

There was a discussion about process for reimbursement out of the city funds and the need for some type of form to be developed. Martha volunteered to check with the City and see what the criteria are and see if there is some boiler plate language that could be used. The board discussed the use of two signatures for any reimbursement request.

Legislative Appropriation

Kathy explained that the original request was for \$200K but we only received \$100. She contacted the Community and Economic Development Legislative appropriation Dept. to get a better understanding of the process. (See email from Jill Davis 5.28.13) Once a grant administrator is appointed for our grant they will get in touch with us by letter and then you work with the administrator to develop a project description, proposed timeline and budget narrative. State legislative appropriation grants are cost reimbursable which will make hiring an employee more difficult process. The other issue that will be tricky in writing this agreement up is they ask if you are going to use a portion of the funds for administrative purposes but their definition of administrative is what this appropriation was meant to cover. Kathy warned about being careful between contract work and an employee. Wayne brought up the idea of using some of the city funds for a short term contract and one of the things they could work on would be to work with the grant administrator. Martha said you would want to develop a scope of work, timeline and contract. Additional discussion about various possibilities and then the Board of Directors started developing a scope of work outline and discussion how the process might work.

Scope of Work Outline for Short-term contract: Summer of 2013

- Grant administration

- NSRAA visit site report
- Project scenarios for board to consider
species or combination of species, site selections, water sources, incubation facility, lease possibilities, pro-forma, land owners, water rights, permit preparation (i.e. what information is necessary to fill out permit/hatchery application)
- Work with Community leaders and associations
- Business Plan
- Contract to be for 4 months

Larry/Jessie made a motion to appoint a special committee (Larry Bemis, Wayne Ivers, Nate Endicott and Harold Robbins) to meet with the City to secure up to \$20K of the TERF funds set aside for YRAA for a short term 4 month contract for the above scope of work outlined. The committee will develop some criteria for the advertisement of the contract and to judge applicants by. Advertisement for the contract will be posted for seven days after which the committee will meet and determine if any of the applicants are acceptable. The committee has the authority to hire a qualified individual for the 4 month contract and to write and sign a contract without further board action.

A board member suggested that maybe it would be best to not hire anyone connected with the board. Kathy read from the by-laws the conflict of interest section that was developed for situations such as this.

CONFLICT OF INTEREST – SECTION 2.10

A. It may be deemed to be in the best interest of Yakutat Regional Aquaculture Association Directors to employ, or establish contracts for paid services, with individuals who happen to serve on the Board of Directors, or businesses for which Directors may have a direct financial interest. The policy of Yakutat Regional Aquaculture Association is that in these cases, an individual board member who is being considered for employment or paid services by Yakutat Regional Aquaculture Association, or a board member with a direct financial interest in a business or organization being considered for paid services, shall not participate in the Board vote on the matter of the paid employment or services.

B. In this section, a direct financial interest shall be interpreted to include spouse or family sharing the same household and living expenses as the board member.

Larry commented that those who have agreed to serve on the board are those most interested in the association and moving forward with a project and better motivated to get the work done.

Motion Passed.

Curt/Jessie made a motion to reimburse Wayne for the data loggers from the city funds. (*Note: need to develop a form for reimbursements*)

Other business: Nate brought up the idea of writing the City & YTK that YRAA is looking at the old dock and YTK Plant for an incubation facility. Nate went on to explain that if we find a location that works, we would want to be securing a long-term lease so you don't put the program at risk at a later date. Someone suggested the idea that if the release was at Redfield in building a facility there at a later date.

Nate asked if there was any business that we need to conduct. Kathy pointed out that we should have a motion on record for who the responsible party would be for the legislative grant signatory. Wayne/Curt made a motion for President Larry Bemis to be the authorized signatory for the legislative grant. Passed

Meeting adjourned at 8:25 PM