

SWAMC Board of Directors Meeting

December 15, 2016 – 9:30 a.m.

Held by Teleconference

MINUTES

- I. Call to OrderLockett**
Meeting called to order at 9:38 a.m.
- A. Roll Call ----- Griffin**
Cynthia Berns, Joe Sullivan, Paul Gronholdt, Alice Ruby, Rebecca Skin, Layton Lockett. Myra Olsen called in 9:41 a.m. Carvel Zimin called in 10 a.m.
- II. Approval of AgendaLockett**
Skinner moves to approve agenda. Berns seconds. No discussion or objections. Agenda is approved.
- III. Consent Agenda ----- Lockett**
 - A. BOD Meeting Minutes, November 21, 2016. President Lockett approves
- IV. Public Comments None**
- V. Governance & PolicyLockett**
 - A. November financial statement not yet available. Will be on January meeting for approval. A complete understanding of in-kind contributions being addressed.
 - B. Review and Update on 2017 Economic Summit and Annual Meeting. Most Board members made suggestions on changing the agenda. Suggestions included getting a speaker from the Dept. of the Interior, Dept. of Commerce, speaker from cabinet level of the Commissioner of Education, Commissioner of Health and Human Services, representative from the State to discuss fiscal status of the State. Skinner brought up Alaska Senate Bill 91 and that it should have its own presentation. Layton wants to give Commissioner Monegan a full hour for a presentation. Griffin working on getting a rep. from the NWS Westcoast Regional Office to discuss marine sanctuaries.
 - C. MAKE BYLAWS for MAC Committee. Griffin and Obrien met with Skinner, Ruby and Sullivan, the MAC, on December 5th to discuss by-laws. It was determined that SWAMC will maintain oversight of MAC. Eight questions were proposed by MAC to the SWAMC Board.
 - 1. Does MAC have to have bylaws? Yes, NIST requires Bylaws for MEP Advising Body.
 - 2. What is the appropriate number of chair members? Per Obrien 7 members from manufacturing side. Skinner says MAC board needs a member from transportation. Chair needs to be voting member. Need to add board member from transportation.
 - 3. Conflict of Interest is required by NIST. Do SWAMC bylaws cover MAC Board? Yes per Lockett.
 - 4. Should SWAMC cover travel costs for MAC Board? Should the requirement for a face-to-face meeting be in bylaws? Coverage of travel costs should not be written into bylaws but add a line item about budgeting in travel coverage, if needed. No to putting a face-to-face meeting requirement in the bylaws. Proxies should not be allowed.
 - 5. Addressing removal of a MAC member. Skinner proposed that if a member missing 3 consecutive meetings then the member would be removed from the Board. Lockett agreed on language in the MAC bylaws and that SWAMC vote to remove member.
 - 6. Should companies or individual persons be appointment to MAC Board? Skinner proposed that companies be members. No proxies
 - 7. Is a quorum required? Yes, 6 members makes a majority of the MAC Board.
 - 8. Officer roles of the MAC Board. Should it be in writing. Can the MAC Board select a vice-chair? A process is needed, in writing, to amend MAKE Bylaws.
Obrien leaving track changes in bylaws document as no action was taken by the SWAMC Board.
- VI. Management & Program Issues ----- Griffin**

VI. Staff Report-----Griffin

Griffin attend the State Division of Economic Development meeting held December 14th.

VII. Board Comments/Other Business

No item for filling the 2nd seat from the Pribilof/Aleutians. It has been 30 days since posting of open position on Board.

VIII. Adjourn-----Lockett

Lockett suggest adjourns meeting. Meeting is adjourned at 11:41 a.m.