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Executive Committee

October 26th, 2023 &
November 29th, 2023

By Jim Dorn - Chair

REPORT UPDATED 11/30/2023

The Executive Committee met on October 26th to discuss the action items from the April 15th, 2023 BOD meeting and discussed tasks for each committee.

One task from the April meeting was that of working on committee name changes. There was lengthy discussion about having the Executive Committee take on the role of reviewing the bylaws annually and suggesting edits as needed to the full Board of Directors. This in turn lead to the suggestion of changing the name/tasks of the Governance, Membership & Nominating Committee.

The Executive Committee also discussed having some structure to the at large seats on the board. There was no interest by the committee to change the bylaws to have formal seats, but there will be further discussion about how to better pursue making sure all stakeholders are represented on the DIPAC board.

Recommended motion to the Board:

- 1. The Executive Committee moves that the “Governance, Membership & Nominating Committee” name to be changed to “Membership and Nominating Committee.”*

The Executive Committee met again on Wednesday November 29th. They reviewed committee recommendations ahead of the board meeting and discussed another change to the bylaws to allow fishermen to serve on the harvest committee.

An updated edited version of the bylaws follows this report.



Douglas Island Pink and Chum, Inc.

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DRAFT - Presented at DIPAC BOD Meeting 12/2/2023

Updated edits on 11/30/2023

BY LAWS
OF
DOUGLAS ISLAND PINK AND CHUM, INC.

ARTICLE I - NAME

The name of the nonprofit corporation shall be:
DOUGLAS ISLAND PINK AND CHUM, INCORPORATED

ARTICLE II - PURPOSE

The purpose for which Douglas Island Pink and Chum, Inc., a non-profit corporation, is organized to sustain and enhance the salmon resources of the State of Alaska for the economic, social and cultural benefit of all citizens within the confines of Alaska State Law. The corporation may engage in any other lawful activity authorized by the Board of Directors and permissible under laws and regulations by the State of Alaska.

Original Purpose: The purposes for which this nonprofit corporation is organized are to contribute, by artificial means, to the rehabilitation of the State's depleted and depressed salmon fishery; to further studies on fisheries research, and to build a self-perpetuating run of pink, chum, Chinook, coho and sockeye in fresh water streams and to sell salmon and salmon eggs produced by the nonprofit corporation within the confine of the Alaska State Law; and to engage in any other lawful activity authorized by the Board of Directors. (4/10/90)

ARTICLE III - MEMBERSHIP

Section 1: All Board of Directors of the corporation have the right to vote on corporate matters.

Section 2: Any person may become a member of the Board of Directors of the corporation by a two-thirds vote of the membership present. After two-thirds vote is counted the new director will be seated and have all rights as a board member of the corporation immediately.

Section 3: The Board of Directors here referred to as "*Directors*" may have financial dealings with the corporation, and may be involved in any aspect of the fishing industry, such as fishing, processing, wholesaling or retailing of fish or fish products. *Directors* must annually provide the Executive Director with a written summary of their business activities that could be perceived as a conflict of interest (disclosure statements). These disclosure statements, which need not contain specific financial details, shall be available to all members of the Board of Directors.

Section 4: For the purpose of keeping an active board membership, members who miss more than three consecutive meetings ~~in-person~~ may be removed by the Board of Directors at the recommendation of the ~~Governance~~, Membership and Nominating Committee.

Section 5: When voting, *Directors* shall state, for the record, any potential conflict of interest. In the event that a Director does not voluntarily excuse himself from voting as a result of a potential conflict of interest, the President of the Board of Directors shall rule on the record, stating his reasons in each individual case whether or not the Director shall be allowed to vote on the matter at hand.

Section 6: The board membership known as the Board of Directors shall be limited to no more than 25 active board members. In addition, an "Emeritus Advisory Board" is authorized for the purpose of honoring former board members and providing a forum for them to consult with and advise the corporation.

Section 7: Membership to the Board of Directors shall be 4 seats each representing Trollers, Seiners and Gillnetters (including one seat from ATA, SEAS and USAG, respectively), 2 seats representing Territorial Sportsmen Assn., and 11 ~~open-at large~~ seats. Open seats of original members may be inherited.

ARTICLE IV - MEETINGS

Section 1: ANNUAL MEETINGS - Annual meetings of the Board of Directors for the election of officers and for such other business as may be stated in the notice of meeting(s) shall be held at such place and such time and date as the Board of Directors shall determine and as set forth in the notice of the meeting. The meeting shall be held during the first or second quarter of the calendar year and at least two weeks prior to the beginning of a new fiscal year.

Section 2: OTHER MEETINGS - Meetings of the Board of Directors may be called for any purpose other than the election of officers and may be held at such time and place as shall be stated in the notice of the meeting.

Section 3: QUORUM - A quorum shall be 60% of the filled seats of the voting membership from the Board of Directors.

ARTICLE V - OFFICERS

Section 1: The officers of the corporation shall consist of a President, Vice President, Secretary, and Treasurer, and shall be elected by the Board of Directors and shall hold office until their successors are elected. The officers shall be elected at the first meeting of the Board of Directors in the second quarter of the year calendar.

Section 2: DIRECTORS - The Board of Directors will consist of the voting membership.

ARTICLE VI - DUTIES OF OFFICERS AND DIRECTORS

Section 1: BOARD OF DIRECTORS - Provisions for the regulation of the internal affairs of the corporation and its by-laws are to be controlled by the Board of Directors.

Section 2: PRESIDENT - The president shall oversee the Board of Directors, appoint committee chairs, including "ad hoc" committees not designated in the bylaws and work with the Executive Director in the best interests of the Board of Directors and shall preside over all full meetings of the Board of Directors. The President is the direct supervisor to the Executive Director.

Section 3: VICE PRESIDENT - The Vice-President shall have such powers and duties as assigned by the board of directors. The Vice-President shall perform such duties assigned and be the chair of the Other Priority Funding Committee. The Vice President shall act as President in the President's absence.

Section 4: TREASURER - The Treasurer shall be the Chair of the Finance Committee. The Treasurer, with the help from the Finance Committee and the executive director, shall develop and review the corporation's budgets. The Treasurer and the Finance Committee shall submit an annual budget to the Board of Directors for the next fiscal year.

Section 5: SECRETARY - The Secretary shall record all meetings of the full Board of Directors. The recordings shall be drafted into minutes and approved by the Board of Directors to be kept on file at the corporation's headquarters.

Section 6: EXECUTIVE DIRECTOR - The Executive Director shall have the general supervision, direction and control of the business of the corporation. The Executive Director shall execute all contracts on behalf of the corporation unless stated otherwise by the Board of Directors. The Executive Director may delegate such operations as the Executive Director deems necessary.

ARTICLE VII

SECTION 1: COMMITTEES - The following standing committees shall be created: Executive; Finance; Personnel; Harvest; ~~Governance~~; Membership & Nominating; Production, ~~Research & Allocation~~; Tourism, ~~Public Relations~~ & Education; Other Priority Funding and Scholarship. The Scholarship Committee will have two subcommittees, the Investment Subcommittee and the Selection Subcommittee. The Harvest Committee shall consist of the four Board of Director's officers and the Executive Director. ~~Processors and fishers are excluded from the Harvest Committee regardless of position as an officer. The President may appoint a Harvest Committee designee in place of an officer who is either a processor or fisher.~~

The President shall appoint all committee chairs including committees not otherwise designated in these bylaws. The President may appoint vice - chairs. Committee signup will be conducted at the annual spring meeting of the Board of Directors. ~~Directors are limited to serving on two committees, excluding membership on the Executive, Harvest and Other Priority Funding Committees.~~ Committee chairs are encouraged to recruit and recommend vice - chairs to the president to assist the chairman and become familiar with the role of the chair. The vice - chair of a committee may be designated temporarily as interim chair by the President if the chair is not available to perform the duties of the committee chair. Every committee shall meet at least once during the calendar year unless there is consensus of the committee members polled by the committee chair that a meeting is not necessary. Committees may meet in-person and via teleconference to ensure quorum.

The President may establish ad hoc committees for short-term activities. An ad hoc committee shall cease upon completion of the activity.

Committee business requires a quorum of 60 percent and committee reports may be presented as both majority and minority positions.

SECTION 2: EXECUTIVE COMMITTEE - There shall be an Executive Committee of the Board, consisting of no more than 12 voting members from the Board of Directors. The Executive Committee shall be composed of the officers of the Board and the chairs of the standing committees. The members of the Executive Committee shall serve for

a period of one year or until their successors are elected and qualified.

The Executive Committee shall oversee the operations of the board and act on behalf of the board regarding time sensitive activities that occur between meetings. These acts shall be presented for full board review.

If the Executive Committee commits any action, minutes shall be taken and within seven (7) days after each meeting, copies shall be mailed and/or emailed to each member of the Board. Within seven (7) days of receipt of the minutes, any three (3) members from the Board of Directors may call for a special meeting regarding actions taken by the Executive Committee. Any contested action shall be held in abeyance until the Special Board Meeting convenes.

Any action taken by the Executive Committee is subject to amendment or repeal by the Board of Directors, but does not depend on subsequent ratification by the entire Board of Directors in order to be immediately effective.

Reasonable effort shall be made to notify all members of the Executive Committee of all meetings.

ARTICLE VIII

These By-Laws may be altered and repealed and the Bylaws will be made available at any annual meeting of the Board of Directors or at any special meeting thereof, if notice thereof is contained in the notice of such special meeting, by the affirmative vote of a majority of the members.

Amended or revised

ADD DATE HERE FOR WHEN CHANGES ARE APPROVED BY THE BOARD

04/09/22
12/07/19
12/05/15
11/16/13
04/07/12
04/09/11
04/10/10
12/09/06
12/03/05
12/06/03
03/15/01
12/09/00
04/11/98
06/25/93
04/10/90

Finance Committee
November 21st, 2023

By Lars Stangeland - Chair

The Finance Committee met on November 21st.

The committee received the FY23 Audit information from Max Mertz.

The Executive Director presented the FY24 financial outlook & the FY24 shortfall in Cost Recovery. The committee and ED discussed working together ahead of the spring board meeting to present the cash & reserve accounts differently in the *Investment Report & Corporate Window*.

There will be committee recommendations made in the Spring to balance the FY24 budget at the April 2024 BOD meeting.

The following recommendations were made:

1. *Approve the revised FY24 capital budget of \$188,000*
2. *Approve the revised FY22 & FY23 capital carryover of \$947,000*

The committee also discussed the FY24 employee bonuses, and the discussion on this item will be held in Executive Session.

FISHERMEN'S NEWS

The Advocate for the Commercial Fisherman

Fisheries Board Takes Up Proposal to Lower Salmon Production at Alaska Hatcheries

November 29, 2023



Image: Alaska Department of Fish and Game.

Extensive public testimony is anticipated during the Alaska Board of Fisheries (ABF) meeting in Homer, which concludes Dec. 1, on a proposal to greatly reduce salmon production at Alaska hatcheries.

Final action isn't expected until 2024.

Proposition 43 would amend the Cook Inlet Salmon Enhancement Allocation Plan to reduce hatchery production to 25% of the year 2000 production, as was promised in 2000. The proposition, introduced by the Fairbanks Fish and Game Advisory Committee, contends that there's an over-production of hatchery pink salmon threatening wild Alaska salmon stocks.

Art Nelson, executive director of the fisheries board, said the ABF would receive public testimony on Proposition 43 at Homer and may discuss it to some extent during committee work, but not vote on it.

"The board will also hear public testimony on it during the Upper Cook Inlet (UCI) meeting in March, discuss it in committee at that meeting, and then vote on it during the UCI meeting," Nelson said.

The Upper Cook Inlet meeting is scheduled to run from Feb. 23 through March 6, 2024 in Anchorage.

A similar proposal to amend hatchery regulations for Kodiak to 25% of the year 2000 production is expected to be before the board at Kodiak Jan. 9-12, and is to be voted on at that meeting because it would affect only the Kodiak fisheries.

Lower Cook Inlet and Upper Cook Inlet are technically both part of Area H, Cook Inlet, so the board's action on the Kodiak proposal could provide insight into how the board may ultimately vote on the Cook Inlet proposal.

Among opponents of Proposition 43 in Cordova is Cordova District Fishermen United (CDFU). "Hatchery Regional Planning Teams members include representatives from Alaska Department of Fish and Game and hold strong backgrounds in the science behind hatchery production, as well as a thorough understanding of local ecologies and regional fisheries," CDFU Executive Director Jess Rude said in written testimony.

Authors of Proposition 43 said in their proposal that it is one strictly for conservation, to hold the hatcheries to their 2000 promise.

"The board should require a substantial reduction in production, so the wild fish don't have to compete as noted by hundreds of science papers, with hatchery fish for food," the proposal said in part.

Salmon fisheries researcher Daniel Schindler of the University of Washington's School of Aquatic and Fishery Science has studied Alaska's salmon fisheries for over two decades.

"Pink salmon are dumped into the ocean with the assumption that they don't negatively impact with anything," he said. "We have known for at least 10, probably 20 years, that pink salmon compete with other species in the ecosystem."

As numbers of hatchery salmon have ramped up, "we have seen negative impact on other fish and the effect of pinks on the growth of wild fish," he stated, adding that with the last big heat wave productivity of salmon declined.

"Most of the north Pacific salmon did not do well and pinks are taking a bigger piece of a smaller pie," he said.

Posted in [Fishermen's News Online, News](#)

Tagged in [alaska](#), [hatcheries](#), [salmon](#)