

**PRINCE WILLIAM SOUND  
REGIONAL CITIZENS' ADVISORY COUNCIL  
Board of Directors Meeting  
Kenai**

**September 15-16, 2011  
MOTIONS & ACTIONS SUMMARY**

**AGENDA (1-0)**

Approved:

- Final agenda (green-colored sheet) as amended.  
Amendments:
  - Added an executive session at 7:30-8:15 am on 9/16/11 and a continuation, 11:45 a.m.-12:30 p.m., if needed.

**MINUTES (1-1)**

Approved as presented:

- 1-1 Minutes of Annual Meeting of May 5-6, 2011.
- 1-2 Minutes of May 16, 2011.
- 1-3 Minutes of July 18, 2011.

**FY2011 FINANCIAL AUDIT (4-1)**

Approved:

- Acceptance of June 30, 2011, audited financial statements and audit report.

**CONSENT AGENDA (3-1)**

Approved:

- **3-1 Approval of Budget Modification**  
Budget modification #38 to the FY2011 budget, reallocating \$86,000 from Programs and Projects expense budget to the General and Administrative expense budget.

*(Pulled: 3-2 for further discussion.)*

**VALDEZ MARINE TERMINAL MAINTENANCE ADVISORY AUDIT (4-3)**

Approved:

- Acceptance of the contractor's final report as meeting the terms and conditions of contract 504.11.01.

Approved:

- To complete the requested action item in the 4-4 briefing sheet, i.e: to direct staff to forward a copy of the approved report to Alyeska with a cover letter outlining key observations and recommendations, and requesting a response from Alyeska as to their intentions with respect to the recommendations in the report. *(Any public release or posting on website to be without appendices).*

**VALDEZ MARINE TERMINAL PREVENTION REVIEW REPORT AUDIT (4-4)**

Approved:

- To defer action on approval of the report to the Executive Committee to allow ADEC and Alyeska to comment on the report.

### **EXECUTIVE SESSION**

Approved:

- An executive session at 7:30 am on 9/16/11 to discuss items of critical financial nature.

### **AERIAL TRACKING OF SPILLED OIL REPORT APPROVAL (4-5)**

Approved:

- Approval of the report titled "OSRI Balloon-Based Spill Surveillance Operations and Testing Results" dated June 2011; and directing staff to forward the approved report to SERVS and Prince William Sound C-Plan holders with a cover letter outlining key observations and recommendations.

### **UPDATE ON FISHING VESSEL OWNERS MEETING AND REPORT APPROVAL (4-6)**

Approved:

- Approval of the report titled "Fishing Vessel Owner Meeting, 2011" for distribution; and directing staff to forward the approved report to SERVS and Prince William Sound C-Plan holders with a cover letter outlining key observations and recommendations.

### **DISPERSANT RESEARCH CONTRACT APPROVAL (4-7)**

Approved:

- Negotiation of a contract with the University of Southern Maine at a cost not to exceed \$70,000 for work on the toxicology of chemical dispersants in Alaskan whales.
- Negotiation of a contract with the Skidaway Institute of Oceanography at a cost of \$14,520 for work on the uptake and effects of dispersed oil droplets by zooplankton.
- Approval of a fund transfer of \$34,520 from the PWSRCAC contingency fund into the Project 955 - Dispersants contract budget.

### **ANNUAL LEGISLATIVE AFFAIRS COMMITTEE APPOINTMENT (4-8)**

and

### **ANNUAL BOARD GOVERNANCE COMMITTEE APPOINTMENT (4-13)**

Approved

- Staff to recruit volunteers for the Legislative Affairs Committee and the Board Governance Committee via the weekly memo and bring the appointments to the next Executive Committee meeting for approval.

### **REVISED POLICY ON BOARD ELECTIONS (4-10)**

Postponed until the January Board meeting.

### **EMPLOYEE AND VOLUNTEER COMPLAINT PROCEDURES (4-11)**

Postponed until the January Board meeting.

### **REVISED BYLAW AND POLICY ON BOARD AND EXECUTIVE COMMITTEE POLLS (4-12)**

Approved (2/3 vote):

- Revision to Bylaw 3.14 and Policy 700.09 as presented.

*3.14 Action by Board or Executive Committee Without a Meeting. Any action that could be taken at a regular meeting of the Board or the Executive*

*Committee may be taken without a meeting if the Executive Director determines that it is time-sensitive and requires action before the body's next meeting. In that case, the members shall be polled either by facsimile or by e-mail. The action shall be approved or rejected if and only if:*

- a. All members respond by facsimile or by email, and,*
- b. The vote is unanimous, meaning that either all members vote for the action, or all members vote against it.*

*If the conditions a. and b. are both met, the action shall be deemed decided and all facsimiles and emails related to the poll shall be retained in the minutes book as a permanent record of the poll, of the participation by all members, and of the unanimous outcome.*

*If conditions a. and b. are not both met, then the action shall be deemed undecided and the Executive Director arrange for it to be considered at a special meeting of the body, or at its next regular meeting.*

*Policy No. 700.09*

*Emergency Travel: Unusual circumstances may require sudden travel authorization decisions. For situations involving staff travel, the Executive Director may exercise his normal authority. If unanticipated in-state volunteer travel is required, the Executive Director and the President must concur to authorize the travel. If an event requires emergency volunteer travel out of state, XCOM approval is required. Approval lead-time requirements will be waived. If emergency travel necessitates expenses in excess of the normal per diem rates, reimbursement will be considered at the normal level of decision-making authority on a case-by-case basis.*

**APPROVAL OF FY2012 BUDGET MODIFICATIONS (3-2)**  
**(CONSIDERATION OF CONSENT AGENDA ITEM)**

Approved:

- Approval of FY2012 budget modifications 1-18 as listed on the briefing sheet 3-2 attachment.