

**Prince William Sound Regional Citizens' Advisory Council
Special Board of Directors Meeting Minutes
December 20, 2022**

Members Present: Robert Archibald, Amanda Bauer, Robert Beedle, Nick Crump, Ben Cutrell, Wayne Donaldson, Melvin Malchoff (9:05am), Dorothy Moore, Angela Totemoff, Michael Vigil, and Aimee Williams.

Members Absent: Mike Bender, Patrick Domitrovich, Mako Haggerty, Luke Hasenbank, Elijah Jackson, Bob Shavelson, and Kirk Zinck.

Others Present: Billie Garde, Jim Herbert (OSPR Committee Chair), Roy Jones (Federal Legislative Monitor), Joe Levesque (Legal Counsel), Mike Meadors (True North Management Consulting), Allison Natcher (ADEC), and Gene Therriault (State Legislative Monitor).

Staff Present: KJ Crawford, Maia Draper-Reich, Jennifer Fleming, Ashlee Hamilton, Amanda Johnson, Joe Lally, Donna Schantz, Alan Sorum, Linda Swiss, Brooke Taylor, Danielle Verna, and Jaina Willahan.

1. Call to Order: President Archibald called the meeting to order at 9:00am. A roll call was taken. The following 10 directors were present, representing a quorum for the conduct of business: Archibald, Bauer, Beedle, Crump, Cutrell, Donaldson, Moore, Totemoff, Vigil, and Williams.

2. Approve Agenda: Archibald explained that a change is warranted to the timing of the events to be discussed in Executive Session and requested that items A and B be exchanged. Moore moved to approve the agenda as amended. Totemoff seconded. Archibald ask for objection; hearing none, the agenda was approved as amended.

3. Public & Opening Comments: Archibald asked for public or opening comments from the group. There were none.

Malchoff joined the meeting at 9:05am (11 directors present).

4. Executive Session to Discuss: Vigil moved for the Board to enter into Executive Session to discuss the items listed below. Bauer seconded. Archibald asked for objection; there was none.

A. Results of Executive Director's External 360 Evaluation

- B. Update on Assessment of Employee Concerns Regarding the Valdez Marine Terminal
- C. PWSRCAC Member Entities and Board Seats

The Board entered into Executive Session at 9:07am. Mike Meadors joined the Board in Executive Session for the discussions regarding the Executive Director's 360 evaluation. Then, at approximately 9:45am Donna Schantz, Joe Lally, Brooke Taylor, KJ Crawford, Ashlee Hamilton, Linda Swiss, Jennifer Fleming, Jim Herbert, Billie Garde, Joe Levesque, Gene Therriault and Roy Jones joined the Board in Executive Session to discuss the System Integrity and Safety Culture Issues report, and the PWSRCAC member entities and Board seats topic.

The Board came out of Executive Session at approximately 11:35am.

5. Report on Executive Session: The following was reported:

Results of Executive Director's External 360 Evaluation

Archibald explained that Mike Meadors of True North Management Consulting delivered the results of the Executive Director's 360 evaluation to the Board. Archibald noted that any further questions on this topic can be brought to him.

Update on Assessment of Employee Concerns Regarding the VMT

Archibald explained that the Board received a briefing on the draft "Assessment of the Employee Concerns Regarding the VMT" report by contractor Billie Garde.

Bauer moved to:

- a) Authorize a budget modification from the contingency fund to project 5053: System Integrity and Safety Culture Issues in the amount of \$5,000; and
- b) Authorize a \$5,000 increase to the agreement with Billie Garde for graphic design/publishing services, bringing the total contract amount for project 5053 to a not to exceed amount of \$55,000.

Vigil seconded. Archibald asked for objection; hearing none, the action was approved.

PWSRCAC Member Entities and Board Seats

Archibald explained that the group discussed the process for filling the vacant recreation member entity seat and how staff intends to move forward.

Bauer moved to direct staff to contact individuals to temporarily fill the recreation seat, with the intent to temporarily waive Administrative Procedure 16-01 and temporarily seat the representative selected at the January 2023 Board meeting.

after which a full RFP process will be conducted. Moore seconded. Archibald asked for discussion.

Donaldson moved to amend the motion to include "from the EVOS region" to the original motion. Totemoff seconded. Archibald asked for objection; hearing none, the amendment carried.

A roll call vote was taken.

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| Archibald | Yes |
| Bauer | Yes |
| Beedle | Yes |
| Crump | Yes |
| Cutrell | Yes |
| Donaldson | Yes |
| Malchoff | Yes |
| Moore | Yes |
| Totemoff | Abstain |
| Vigil | Yes |
| Williams | Yes |

The original motion carried as amended 10 in favor 1 abstain (Totemoff).

6. Facilitated Strategic Planning session and related events: Crawford explained that at the September 2022 Board meeting members expressed interest in holding a facilitated in-person strategic planning session. In response to this request staff published a request for proposals (RFP) for facilitating such an event. Other deliverables outlined in the RFP include providing a detailed contractor review of the Councils current planning documentation and to provide a detailed summary report outlining the details and strategies drafted during the proposed workshop. Crawford further explained that five proposals were received. She briefly reviewed the RFP responses with the committee and the varying pricing options. She noted that a facilitated strategic planning session was not budgeted for in the approved FY2023 budget. Therefore, should the Board wish to move forward to holding the workshop in FY2023, a fund transfer would need to be made from contingency. Crawford added that if the Board chooses to hold the workshop in conjunction with an already scheduled in-person Board event, that it is not likely that a workshop will be completed in FY2023 due to the RFP responder's availability, and other Council commitments through the end of the fiscal year. Thus, the earliest a workshop could easily be scheduled was in conjunction with the September 2023 Board meeting in Homer.

Crawford reviewed in detail the two workshop options for Board consideration. Moore asked for a high-level explanation of what the RFP outlined the strategic planning workshop to be. Crawford explained the workshop would be a facilitated workshop to bring the current Board together to review the one-page strategic plan, to review the goals and objectives of the organization, and to review the Board involvement in the strategic planning process. The last strategic planning workshop of this kind was held in 2012. Moore thanked Crawford for the explanation and expressed her desire to move forward with the second option proposed by staff.

Cutrell voiced his support for option two, specifically holding the event in conjunction with the Board meeting in Homer. Crawford noted that if staff is to move forward with option two, then no action is needed by the Board today unless there is preference to specify when the workshop will be held. However, Crawford stated that it would be ideal for one or two Board members to review the RFP proposals to help staff decide on the best contractor for this task. Totemoff offered to review the proposals, as did Herbert and Archibald.

Moore moved to direct staff to plan on holding a Strategic Planning workshop in FY2024, by adding the full day facilitated workshop to the September Board meeting in Homer. Cutrell seconded. Archibald asked for objection; hearing none, the action was approved.

7. Rescind COVID-19 Restrictions for In-Person Meeting: Crawford explained that in March 2022 the Council approved a number of COVID-19 safety restrictions for its first in-person Board meeting since the pandemic. Those restrictions include mask wearing required, except when eating or speaking into the microphone; social distancing of a minimum of three feet encouraged; hand sanitization stations placed at convenient locations; commonly touched surfaces disinfected daily; lunch served via boxed lunch and drinks individually packaged; and clearly state on meeting agenda and announcements that anyone experiencing COVID-19 symptoms should not attend the meeting in-person. As the number of cases are in decline, vaccinations continue to be available, and other in-person Council events have been held without these protocols, staff recommends lifting the COVID-19 restrictions going forward, starting with the January 2023 Board meeting. She reiterated that masks and hand sanitization stations will continue to be made available.

Cutrell asked if a hybrid model would continue to be offered to online participants. Crawford responded that yes, hybrid style meetings will continue to be offered, as much as possible, in the future.

Moore moved to rescind specific COVID-19 safety mitigations and restrictions that were previously approved by the Board in March 2022. Rescinded restrictions to

include: required mask usage, social distancing of a minimum of three feet, and requirement for food items to be served via individually packaged meals. Beedle seconded. Archibald asked for objection; hearing none the action was approved.

Moore encouraged everyone to use common sense to keep everyone safe and healthy. Beedle concurred.

8. Closing Comments: Archibald asked for closing comments. Directors wished a happy holiday season to everyone in attendance.

9. Adjourn: The meeting adjourned at 11:58pm.