

# **Aleutian Islands Waterways Safety Committee**

## **Managing Board Meeting**

### **Summary**

**May 18, 2023 9:00 – 10:00am AKST**

### **Webinar**

#### **Attendees:**

Shari Coleman, Secretary/Treasurer  
Captain Buddy Custard, Vice President  
Peggy McLaughlin, WSC Chairwoman

#### **Others:**

Sierra Fletcher, Nuka Research  
Haley Griffin, Nuka Research

#### **Call to Order**

The annual meeting of the AIWSC Managing Board was called to order by Captain Buddy Custard at 9:09 AM.

**Motion Shari Coleman, Peggy McLaughlin to approve the agenda with the addition of two New Business items, Bylaws Commitment, and Insurance. Motion approved with a friendly amendment.**

**Motion Peggy McLaughlin, Shari Coleman to approve the meeting Minutes of May 12, 2022, as presented. Motion approved by non-objection.**

Shirley Marquardt sent the Managing Board an email to give notice of her resignation from the Committee. Captain Custard informed the group.

#### **Old Business**

##### **Facilitator's update**

Sierra Fletcher gave an update to the Board. She stated that Tim Robertson has fully retired, and that Nuka Research currently doesn't have a contract with the AIWSC. She gave an overview of who at Nuka will be working with the Committee if they were to create a new contract. She talked about the need to find an accountant, mentioning that Rhonda Robertson was still available, and obtain a registered agent.

Captain Custard talked about the need to revitalize the work of the organization, and that a lot was accomplished before covid-19. He stated that the Waterway Safety Plan needs to be updated, but that he would like to see the Committee continue their work. Ms. Coleman and Ms. McLaughlin both concurred that the Committee should continue, but also expressed the need to change the structure of the Committee and Managing Board, including the size of the Committee. Peggy stated that the Waterway Safety Plan was created to aid the Coast Pilot, and dissolving the Committee would prevent the plan from staying up to date.

Captain Custard recommended that Nuka Research continue as AIWSC's contractor. Ms. McLaughlin stated that without current funding and that for a proper agreement to be made,

funding would need to be secured. Ms. Fletcher offered Nuka's services in the meantime to get the Committee back up and running.

**Motion Shari Coleman, Peggy McLaughlin to retain Nuka Research as the Committee Coordinator to restart the Committee's business. Motion approved by non-objection.**

### **Funding requests**

Ms. Fletcher and Captain Custard spoke to the status of AIWSC funding requests. Ms. Coleman asked about the financial status of the AIWSC. Sierra stated that Ocean Conservancy sent a check and Aaron Poe from ABSI had offered possible fund but needed help with some grant language. There were a few other indications from members interested in contributing, but it is unclear if the AIWSC currently has an active bank account for funds.

Rebuilding the Managing Board was stated as a priority before reaching out to the Committee members for reappointment.

### **Membership Committee and Workgroups**

No action items arose from discussion. Review of the Committee roster and outreach to Committee seat holders will take place after the Managing Board positions are filled.

### **New Business**

#### **New Bank Account**

Captain Custard offered to work with his company, Alaska Chadux, to take over running the bank account. Ms. McLaughlin made a point to ensure that the other two Wells Fargo bank accounts established with the Committee's name have been closed before opening a new account.

#### **AIWSC Registered Agent**

The Committee's registered agent was Malloy Schmidt, but the firm's principals have now retired and will discontinue their role. Ms. Fletcher gave the Board options for obtaining a new registered agent, including having one of the Board members take on the responsibility or hiring an external entity to act as the registered agent. Ms. McLaughlin stated that the registered agent should be kept with an actual firm to maintain organization within the Committee, Captain Custard concurred. She will provide the Committee with the name of Nuka's registered agent as a recommendation, and Captain Custard will conduct follow-up.

#### **2023 Accounting Services and Non-profit Tax Filing**

Ms. Fletcher stated that one of the Board members can have their companies' accounting office do the work. Captain Custard replied that people within his company were CPA certified and may be able to catch up on accounting for the Committee and file this year's taxes, and that he would conduct follow-up within his company and inform the Board of any progress.

#### **Bylaws Commitment**

Reviewing the Committee Bylaws, Captain Custard stated that the AIWSC hasn't been adhering to all Bylaws. He stated that the directors have not been reappointed. Meetings must at least occur annually as a state non-profit organization, and the AIWSC Bylaws state that meetings shall occur quarterly. Captain Custard will reach out to Joe to see if he is still committed to remaining an active Board member. He suggested that the Board could review the Bylaws and change the number of required meetings (if necessary).

Election of the Board of Directors will take place at the next Board meeting.

Ms. McLaughlin brought up that Board appointments were staggered, and once new Board members are appointment, their seats must also be staggered. She recommended that if any language is changed it keeps future meetings achievable and the Board accountable, but she is open to discussing changing how many meetings must occur annually.

Ms. Coleman stated her preference to meet quarterly, even if the calls are short.

### **Insurance**

Ms. Fletcher will follow up on the insurance quote from Tim Robertson and will get a quote to determine if it needs revising. Ms. McLaughlin asked about the scope in what the AIWSC will be insured for. She also asked if the website was still up and if important documents were still contained on it to access. Captain Custard asked Sierra to track expenses.

### **Next Steps and Action Items**

- Ms. Fletcher will provide the Board with the name of Nuka Research's registered agent and the associated costs. Captain Custard will then conduct outreach to them.
- Captain Custard will inquire to Alaska Chadux regarding accounting needs and their capacity to aid the AIWSC.
- Captain Custard will reach out to Shirley Marquardt to check funding status and organize a Bank account for the Committee.
- Ms. Fletcher will look into previous insurance quotes and provide a new one.
- Captain Custard will reach out to Andrew Hartsig and Aaron Poe for possible contributions.
- The Board will reach out to confirm Joe's commitment as a board director, and conduct outreach to find a new Director to fill the vacant Board seat. Captain Custard and Ms. Fletcher will meet monthly.

### **Set Next Meeting**

The next Board meeting will be at 9:00 AM on Thursday September 7<sup>th</sup>, 2023.

### **Adjourn**

Motion Captain Custard for adjournment. Motion approved by non-objection. Meeting adjourned at 9:57AM.

### **Meeting Materials:**

1. May 12, 2022, draft minutes
2. Contribution letter sent 2022 (one example)
3. Latest Roster