

COPPER RIVER
PRINCE WILLIAM SOUND
MARKETING ASSOCIATION
A Regional Seafood Development Association

2023 Copper River/Prince William Sound Marketing Association
Board of Director Nominations

Nomination Deadline is August 31, 2023

BOARD MEMBER OBLIGATIONS: CR/PWSMA needs dedicated people to serve on the Board who have the desire to help the association achieve its goals. Qualified nominees will review materials, keep current on issues, attend Board meetings and training sessions. Typically, there are 10 Board meetings held each year. Directors may also volunteer on the Board committees. Participation on any of the Board's committees may require additional meetings. Board Policy states that a Directors' unannounced absence from two scheduled meetings of the Board or its committees, their term may be terminated, and they may be replaced.

Board meeting attendance can be in person in Cordova or via videoconference or teleconference. Members from outside Cordova are encouraged to participate in the board and committee process.

The following Board seats will expire in the Fall of 2023:

Seat C (Drift)
Seat G (Drift)
Seat H (Set Net)

The 2023 CR/PWSMA Board of Directors Election will fill three seats each for a term of three years.

2023 CR/PWSMA NOMINATION PETITION QUESTIONNAIRE

THIS INFORMATION WILL BE PRINTED ON THE BALLOT FORM TO BE MAILED TO EACH PERMIT HOLDER FOR VOTING. PLEASE PRINT LEGIBLY OR TYPE.

1. Name: _____

2. Permanent Address: _____

Home Phone: _____ Cell Phone: _____

E-mail: _____

3. Summer Address: _____

Summer Phone: _____

4. Boat Name(s): _____

5. Salmon permits held in Prince William Sound:

	<u>Current Permits</u>	<u>Previous Permits</u>
Drift Gillnet	_____ Yrs.	_____ Yrs.
Purse Seine	_____ Yrs.	_____ Yrs.
Set Net	_____ Yrs.	_____ Yrs.

6. Please give a brief biography of your fishing history and time spent fishing in Prince William Sound: _____

7. Why do you want to be elected to the CR/PWSMA Board of Directors? _____

8. What else would you like to tell voters about your background? (Knowledge, experience on other Boards, etc.)

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Deliver this petition to the CR/PSWMA office, P. O. Box 199, Cordova, AK 99574,
509 First St. Cordova, AK 99574.

COPPER RIVER/PRINCE WILLIAM SOUND MARKETING ASSOCIATION
P. O. Box 199, Cordova, Alaska 99574 || (907) 424-3459

2023 NOMINATION PETITION

For Election to the CR/PWSMA Board of Directors

Instructions: This form must be filled out completely and signed.

To qualify as a candidate for election to the CR/PWSMA Board of Directors, a person must be an assessment or dues paying member or a current holder of an Area E limited entry salmon drift or set net permit as of May 15, 2023.

If elected to the CR/PWSMA Board of Directors, I will:

1. Agree to and follow the CR/PWSMA Director's Oath (see next page).
2. Be punctual and sober while attending all corporate meetings.
3. Attend required Board and committee meetings, as well as any training scheduled by the Association.
4. Participate in discussions and vote during the meetings to promote the purpose and goals of the Association.
5. Consult with fellow fishermen and other interested parties to effectively represent all interests affected by CR/PWS MA's programs.
6. Abide by the Articles, Bylaws and all Policies established by the Board of Directors.
7. Carry out any other duties / activities as necessary to support the purpose and goals of the Association.

I, _____, have read and understand
FULL NAME (print)

the qualifications and responsibilities, and nominate myself for a seat on the CR/PWSMA Board of Directors.

My limited entry permit number is _____ and can be verified by the Commercial Fisheries Entry Commission (CFEC) records OR I am a dues paying member

that doesn't currently hold a CFEC Area E permit. I paid dues most recently on [_____
_____] enter date.

NOMINEE'S SIGNATURE

DATE

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CR/PWSMA DIRECTOR'S DUTIES AND CODE OF CONDUCT

The Board of Directors of Copper River/Prince William Sound Marketing Association adopted the following statements of Board Protocols, Legal Duties of Directors, and Roles and Responsibilities of Directors as an expression of a basic code of standards of ethical conduct. We ascribe to these standards as individuals, and it is our respective intention to observe them as individuals. Further, it is our understanding and agreement that a breach of any of these standards shall be an instance of serious ethical misconduct and shall be construed as evidence of the offending Director's intention to voluntarily resign from his/her elected or appointed Directorship.

Board Protocols

- We provide respect to one another by respectful listening without judgment, honoring one another's views.
- Disrespectful and irate behavior by Board members and guests during meetings is not tolerated. It is the duty of the Chair (Board President) to enforce this policy.
- Communication is through the Chair. Board members raise their hand to seek an opportunity to speak.
- Sidebar conversations (speaking to nearby Board members when a speaker has the floor) are not permitted. Board members' comments to others during Board meetings are the business of all and should be heard by all, with consent of the Chair. To converse while others are given the floor by the Chair is an act of disrespect.
- We are committed to openness, honesty, and equal information sharing.
- Trust and the assumption of honorable intentions are necessary.
- All communication is expected to be polite and professional.
- Prior to each meeting, Board members are invited to suggest agenda items to the Chair. The Chair makes the final decision on agenda items and informs members in advance.
- During the meeting, agenda items must follow the agreed-upon process.
- The Board requires timely reports be provided by management in preparation for meetings.

- Board members do not share the details of Board proceedings with members and others outside the boardroom. Only the Chair (or a designee of the Chair) is the designated spokesperson for the official business of the Board.
- The Board determines what information from meetings will be shared with the membership, with Chair or Chair's designee as spokesperson(s).
- Board member communication with management is through the Chair, or with consent of the Chair. The Chair supervises the Executive Director. Directors do not.
- Board members are authorized to act in their official capacity only during Board meetings. Except for the Chair, or unless otherwise designated by the Chair, Board members do not direct the affairs of the organization outside the boardroom.
- The Chair provides the opportunity for each Board member to speak one final time prior to the taking of a vote.
- Use of cell phones and pagers, are allowed in the boardroom in use of Board business.
- Foul language is not allowed in the boardroom.
- Board members are expected to show respect by being present at the designated meeting start time and remain in attendance throughout the full Board meeting.
- The Golden Rule is the basis for all our relationships with one another.
- We expect strict compliance with the Board attendance policy.

The Basis of Good Governance: Legal Duties of Directors

According to law, a Board member should meet certain standards of conduct and attention to his or her responsibilities to the organization. These are referred to as the duty of care, the duty of loyalty, and the duty of obedience.

- **Duty of Care**—means using your best judgment. It doesn't mean you have to be perfect or that you cannot make a mistake, just that you have exercised reasonable caution in making decisions. Asking for information on the subject, listening and weighing the opinions of others, and consulting reputable experts, are some ways to exercise the duty of care.

- **Duty of Loyalty**—means putting your personal and professional interests aside for the good of the organization. The good of the organization must not be compromised by the self-interest of any Board member. Board members, though they may be supported by a particular group of members, are responsible to the best interests of all members of the organization. To represent the interest of only a portion of members is a violation of this duty of loyalty. Confidentiality is also a duty of loyalty, as is supporting the decision of the majority. Board members exercising their duty of loyalty must support the final decision by the majority once the vote is taken, even if the Board member held a minority view in discussion and in the vote on the issue.
- **Duty of Obedience**—means being true to the organization’s mission. Using funds for the purposes, for which the organization was established, not for a completely different purpose, is an example of the duty of obedience. It is also important that the Board ensure that the organization is following all laws and regulations that may apply to their type of organization, such as being financially accountable for grant funds, and having a secure accounting system for reporting use of members’ contributions. I agree to be informed about and to observe the Board policies in our manual.

Roles and Responsibilities:

1. Abide by the By-Laws
2. Approve programs and services and monitor their effectiveness
3. Provide strategic guidance to the organization and Executive Director
4. Ensure financial solvency
5. Select, support, and evaluate the Executive Director
6. Ensure continuous Board improvement

As a member of this Board, I commit to:

- Participate in at least one Board training event and an annual evaluation to identify ways in which our Board can improve its performance
- Serve on one Board committee (standing or ad hoc)

- Hold this association to a high standard of performance and actively help to make this a world class organization
- Understand my roles and responsibilities and becoming sufficiently knowledgeable about our association and its operations to make informed decisions
- Read the materials sent to the Board and come prepared to board and committee meetings
- Arrive at meetings on time and staying for the full agenda unless I have otherwise notified the Board or committee chair
- Ask for clarification on any matters or material that I do not understand before making a decision
- Listen carefully to other Board members and staff with an open mind and an objective perspective
- Actively work towards those decisions and solutions that are in the organization's best interests (speaking with one voice)
- Respect the confidentiality of the Board's business
- Avoid of conflict of interest
- Ensure equal opportunity
- Follow the Board Protocols as described herein
- Accept the Duties of Care, Loyalty and Obedience as described herein

Director's Printed Name

Director's Signature

Date

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