



Wild, Natural & Sustainable

Alaska Seafood Marketing Institute (ASMI)
Domestic Marketing Committee
Friday, February 19, 2021
9:00 AM – 12:00 PM Alaska Time
(Call –in information to be provided)

- I. 9:00 AM Call to Order by Madame Chair, Lilani Estacio-Dunn
- II. Roll Call
- III. Approval of Agenda
- IV. Approval of minutes from meetings held Thursday, November 12, 2020
- V. Public Comment
- VI. Budget Presentation provided by Megan Rider
- VII. SENA Reconnect Virtual Tradeshow
- VIII. Old Business and Good of the Order
- IX. Discuss Next Meeting Dates
- X. Old Business and Good of the Order
- XI. 12:00 PM Adjourn

Alaska Seafood Marketing Institute (ASMI)
Domestic Marketing Committee and
Communications Committee Joint Meeting
Thursday, November 12, 2020
8:00 AM – 1:00 PM Alaska Time

I. Call to Order | 8:03 AM

Curry calls the meeting to order and shares the antitrust statement and ASMI mission.

II. Roll Call

Present: Julianne Curry, Nicole Kimball, Jessica Hathaway, Cassandra Squibb, Peggy Parker, Pat Shanahan, Tomi Marsh, Hannah Heimbuch, Matt Carle, John Salle, Lilani Dunn, Larry Christensen, John Daly, Ron Christianson, Mike Cusack, Thea Thomas, Kendall Whitney, Nelly Hand, Mark Palmer, Branson Spiers

Also Present: ASMI Contractors and Staff

III. Approval of Agenda

Christensen moves to approve the agenda. Seconded by Parker. Kimball suggests moving public comment before the good of the order. Agenda is passed.

IV. Welcome and Introductions

Both committees, ASMI staff and contractors introduce themselves and their positions.

V. Joint Presentation provided by Ashley Heimbigner and Megan Rider

Heimbigner and Rider share information and strategy for the both the Communications program and the Domestic program. Cooking from home will be a topic that is here to stay. Strategies like chef partnerships and virtual cooking classes will help to amplify the Alaska seafood message to consumers at home. Tools like QR codes will help drive traffic to the ASMI recipe database. Quick, convenient and easy cooking videos that feature skills and tips are the focus.

Heimbigner reports that the “Swimming with Possibilities” campaign has been successful. It shares content across Pinterest, Instagram, native advertising, media partnership and earned media.

The Domestic team is focused on health and nutrition messaging, especially immunity in light of Covid. E-commerce opportunities are also discussed.

Heimbigner reports that the Netx digital asset library has helped to tell the story of Alaska seafood. There has been a 50% increase in the use of Netx since the pandemic started. The communications team is working to create more videos with Channel films.

VI. Retail Update provided by Mark Jones

Jones shares a presentation updating the committee on Retail Trade promotions from the Domestic program. Costco has been using ASMI country of origin stickers on the sockeye salmon skin packs. Pre-Lent promotions from retailers from across the country such as Schnucks, Rouses, Lunds & Byerlys, and H.E.B. are featured.

Jones also talks about the Lenten season and how the retail market fared during the start of the pandemic. PCC Markets in the Seattle area have been great partners and have virtual cooking classes scheduled over the holidays. Fred Meyer promoted H&G sockeye this past summer. Social media content from SpartanNash are featured.

Summer promotions of salmon and cod from retailers such as Lunds & Byerlys are shared by Jones. Whole Foods featured wild Alaska sockeye salmon from Bristol Bay on their website. Target revamped the packaging for their Good and Gathered line and now features the Alaska seafood logo on all of their Alaska seafood products. Hy Vee's Alaska Codfest took place in October. Several retailers promoted Alaska seafood during Alaska Seafood Month.

VII. Foodservice Update provided by Jann Dickerson

Dickerson shares a presentation describing the current national accounts program. Insights on how foodservice has fared during the pandemic are shared.

Dickerson reports that operators are reducing the number of menu items but seafood is the number two most craved item that consumers miss from dining out. Research from Datasential also shows that Alaska seafood is the number one protein that consumers believe helps boost immunity. Dickerson shows content created by different operator partners. Printed material, social media posts and video from Jack in the Box, Freddie's, Sonic and Pacific Catch are featured.

The distributor promotions program is presented. New partnerships including US Foods are shared. Krafft shares details about the new Seafood U platform as well as social media updates from different distributor partners.

Curry requests to skip the Edelman PR update until later to move the meeting along.

VIII. RFM Update provided by Susan Marks

Marks shares new sustainability materials, including a new sustainability brochure, that have recently been developed. The new brochure features updated messaging and new images. The goal of the new brochure was to streamline the existing information into a document that is easier to digest.

Marks also updates the committees on MSC and eco certification.

Curry asks the committee for feedback on how to proceed with the final minutes of the meeting and what topic would be the priority. The committee agrees to move to joint discussion.

IX. Joint Committee Discussion on strategy and/or review of species committee comments

Kimball brings up the topic of quick and easy recipes, noting his appreciation for the convenience of these resources. Mentions a family focus and how that would appeal to families.

Salle suggests a focus on direct to consumer content. Hathaway asks to confirm what Salle means by “content.” Salle asks if ASMI has worked with direct to consumer companies and how ASMI has been supporting them.

Dunn asks that Edelman present at the DMC portion of the agenda to expand on topics like QR codes and nutrition. Heimbigner notes that Edelman will be able to provide a presentation to each group separately.

Shanahan mentions the topic of USDA dietary guidelines that will be released soon and how Alaska seafood will be a part of those. Suggests that more content on cooking techniques would be helpful, such as using leftovers.

Cusack suggests another meeting to discuss the topics that came in via the Zoom chat.

Christensen notes the prevalence of ghost kitchens and suggests exploring those opportunities.

Thomas brings up the salmon committee comments. Content and recipes containing fewer ingredients would be worth exploring. Datassential data is discussed.

Christianson asks how ASMI can focus on smaller fish sizes, making sure that our resources and assets match those changes.

X. Public Comment

Curry notes the chat feature on Zoom will be used as public comment.

XI. Old Business and Good of the Order

Curry mentions that we will do another joint session soon and directors will work on scheduling.

XII. Joint Meeting Concludes Adjourn | 10:33 AM

Christensen moves to adjourn. Kimball seconds. No objections.

BREAK

XIII. Domestic Marketing Committee Reconvenes - Non-joint program issues and Board of Directors questions | 11:14 AM

Salle reconvenes the Domestic Marketing Committee.

Salle requests that Edelman present. Ward shares an overview of the ASMI PR/Communications strategy. Insights include information about consumers cooking more at home and more time being spent on food recipe websites.

Ward shares details about the “Seafood Sunday” and future “Wild Wellness” campaigns. Content is being shared across all ASMI social channels. Partnerships with registered dietitians are also detailed.

Consumer and Domestic media relations are shared, particularly work with publications such as Nation’s Restaurant News, Food Business News and QSR magazine.

Cusack asks how the messaging between trade media and social media intersect. Ward responds that the editorial calendar is updated every two weeks to be nimble and address current events. Recipe content gets more attention on Facebook and sustainability messaging work better on Instagram.

Salle thanks Spiers, Daly, Whitney and Cusack for reapplying to be on the Domestic Committee.

Salle asks for committee input and feedback. Thomas says that she appreciated the joint format of the Communications and Domestic committees. Salle concurs that more dialog between the committees is better. Salle notes that ASMI should keep utilizing existing resources and updating those rather than starting new projects.

Salle asks Dickerson and Jones for their outlook on Lent 2020 and partners. Jones replies that retail is currently preparing for Lent. E-commerce companies will be important for Lent this year. Dickerson shares that an email newsletter has been sent out and promotions are starting to come together for both operators and distributors including Dairy Queen, Jack in the Box and Long John Silvers.

The committee discusses the questions from ASMI’s Executive Director.

XIV. Approval of minutes from July 22, 2020 DMC Meeting

Thomas makes a motion to approve the minutes. Dunn seconds. No objection. Minutes are approved.

XV. Discuss Next Meeting Dates

Staff will poll the committee about setting up the next meeting in February.

XVI. Elections

Cusack moves to elect Dunn to Chair and Salle to Vice Chair. Christensen seconds. Christensen moves to close nominations. The committee elects Dunn as Chair and Salle as Vice Chair.

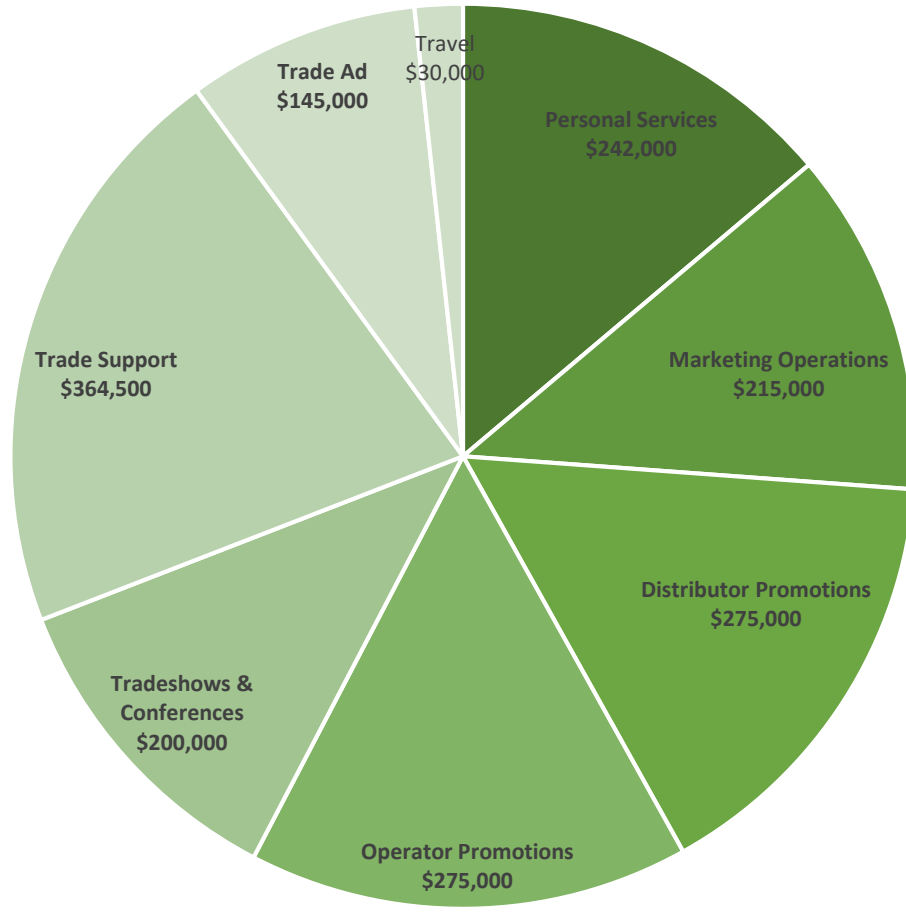
XVII. Old Business and Good of the Order

Salle thanks the committee and staff.

XVIII. Adjourn | 1:01 PM

Christensen moves to adjourn. Dunn seconds. No objections. Salle adjourns the meeting.

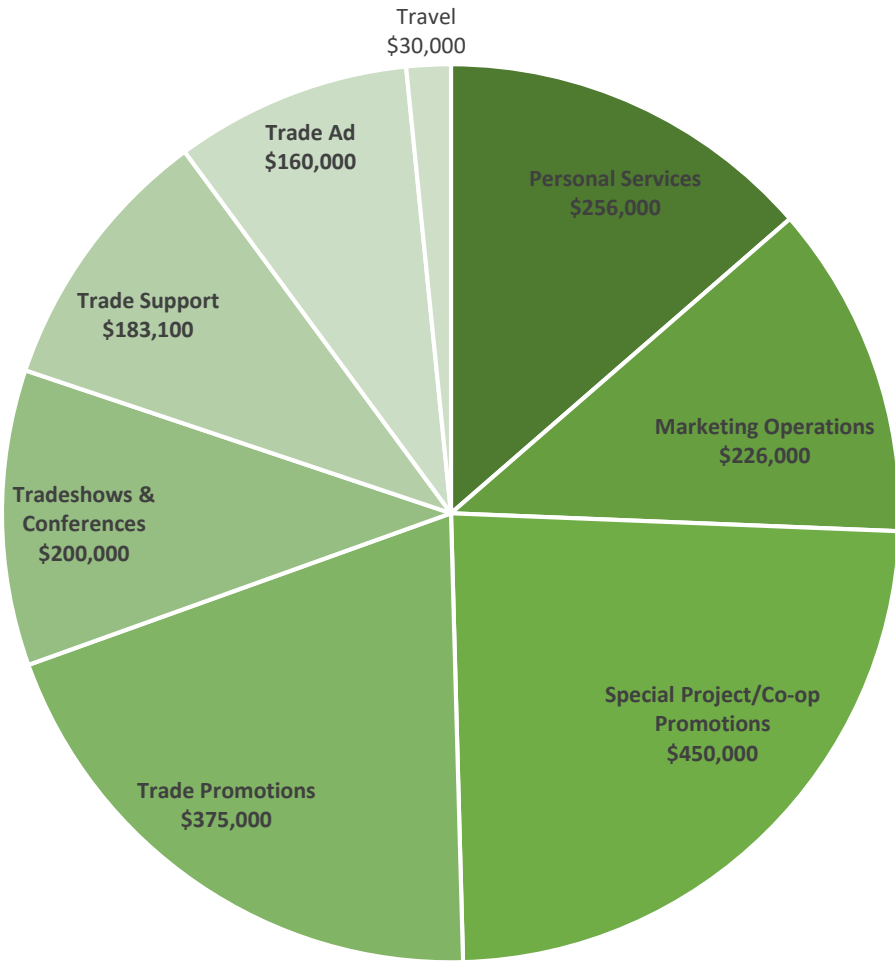
Proposed FY22 Foodservice Budget



- Personal Services
- Marketing Operations
- Operator Promotions
- Distributor Promotions
- Trade Shows and Conferences
- Trade Support
- Trade Advertising
- Travel

Personal Services	\$242,000
Travel	\$30,000
Marketing Operations	\$215,000
Operator Promotions	\$275,000
Distributor Promotions	\$275,000
Trade Shows and Conferences	\$200,000
Trade Support	\$364,500
Trade Advertising	\$145,000

Proposed FY22 Retail Budget



- Personal Services
- Marketing Operations
- Special Projects/Co-op Promotions
- Trade Promotions
- Trade Shows and Conferences
- Trade Support
- Trade Advertising
- Travel

Personal Services	\$256,000
Travel	\$30,000
Marketing Operations	\$226,000
Special Projects/Co-op Promotions	\$450,000
Trade Promotions	\$375,000
Trade Shows and Conferences	\$200,000
Trade Support	\$183,100
Trade Advertising	\$160,000



FY22

Proposed Budget

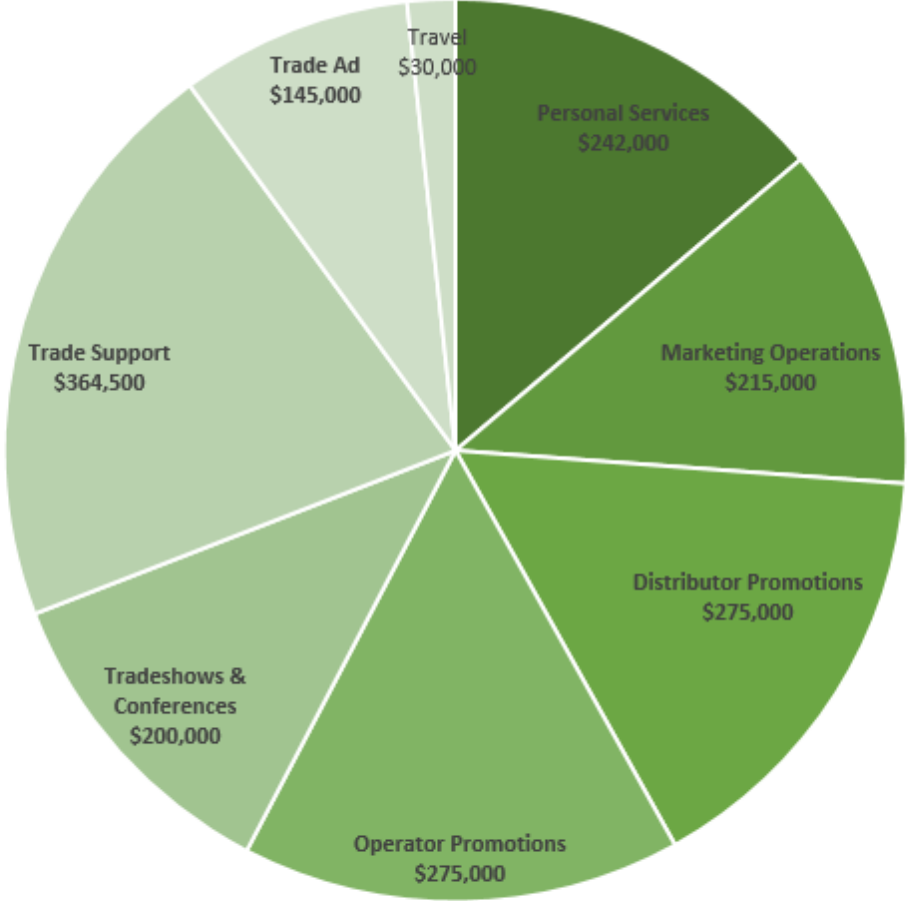
Alaska Seafood Marketing Institute

Domestic Marketing Team

February 19, 2021

Foodservice

Budget Breakdown



- Personal Services
- Marketing Operations
- Operator Promotions
- Distributor Promotions
- Trade Shows and Conferences
- Trade Support
- Trade Advertising
- Travel



Program Operations

Program Operations (Staff): \$242,000
(↓\$35,000) *Salary and benefits funding determined by fiscal.*

Salary, Benefits, and Travel

50% Marketing Director (Megan Rider)

100% Marketing Coordinator (Leah Krafft)

50% Assistant Marketing Coordinator (Vacant)

12% Assistant Marketing Coordinator (Nanette Solanoy)

Decreased due to vacant position.



Marketing Operations

Marketing Operations: \$215,000
(↑ \$22,500 recommended)

Contract and Travel Expenses

100% Distributor Promotions/National Accounts
(Jann Dickerson)

33% Marketing Consultant (Tricia Sanguinetti)

Slight increase due to travel funds being reinstated.



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Operator Promotions

Operator Promotions: \$275,000
(no change recommended)

Custom promotions with
16,000+ units
across the country



Distributor Promotions

Distributor Promotions: \$275,000
(↑ \$25,000 recommended)

Domestic has been successful partnering with broadline and specialty distributors selling to chain accounts, foodservice management, and independent operators. Current estimate 5M pounds moved during ASMI promotions on average a year.

Increases reflect new partnership with US Foods, as well as alternative suppliers such as Restaurant Depot.

Alaska SEAFOOD

Alaska Seafood can help your menu stand out against the competition. With premium quality and taste, this pure source of protein will keep your customers coming back for more. **61%** of consumers are more likely to order the seafood offering when they see "Alaska" and **56%** will return to your restaurant in the near future.²

Celebrate with Seafood

Seafood is the first choice for **43%** of consumers when dining out for special occasions.³ Allow Sysco's seafood selection to help you satisfy consumers' wants, while exceeding their expectations. Capitalize on upcoming holidays such as Valentine's Day and the Lenten Season.

56% of restaurants with tacos on the menu use FISH as the main ingredient.¹

www.alaskaseafood.org/the-catch/seafood-species

View Alaskan Seafood on Shop

Source: Restaurant Hospitality Article

Technomic Inc. powered by alaskaseafood.org⁴

Wild Alaska Salmon

Wild-caught Alaska Salmon is prized around the world for its superior flavor and texture. With five different varieties, Sockeye, Coho, Keta (or Chum), King and Pink, wild Alaska Salmon allows you to easily cater your dish to the most suitable species. This versatile fish can be used in appetizers such as salmon poke, spinach and grilled salmon salads with lemon-dill dressing, casual grilled fish sandwiches or elegant poached salmon entrées.

Pacific Cod

Alaska Cod, more known as Pacific cod, is white, tender-firm, lean and flaky with a mild taste. Its moisture content is slightly higher than Atlantic Cod making it ideal for baking, sautéing or steaming. The possibilities are endless with our tender cod products. This fish can be topped, encrusted, lightly seasoned or battered to suit a variety of menu applications.

Alaska Pollock

Mild, tender and firm, pollock is a popular choice for its versatility and adaptability. With its snow-white fillet that flakes beautifully, this fish is best used in value-added breaded options such as fish & chips and sandwiches.

TO LEARN MORE, VISIT:
www.alaskaseafood.org/the-catch/seafood-species



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Tradeshows and Conferences

Trade Shows and
Conferences: \$200,000
(↑ \$170,000 recommended)

Building relationships throughout the trade, developing new contacts, strengthening existing trade relationships, and learning about new trends.

Increase reflects the resurrection of tradeshows and conferences post Covid to include SENA being held twice in one fiscal year.



Trade Support

Trade Support: \$364,500
(↓ \$239,500 recommended)

Recipe development, webinars, virtual opportunities such as chef demonstrations, photography, website content, Seafood University, culinary training programs, research, sample seafood products, and all print collaterals.

Decrease reflects reinstating the tradeshow and conference line.



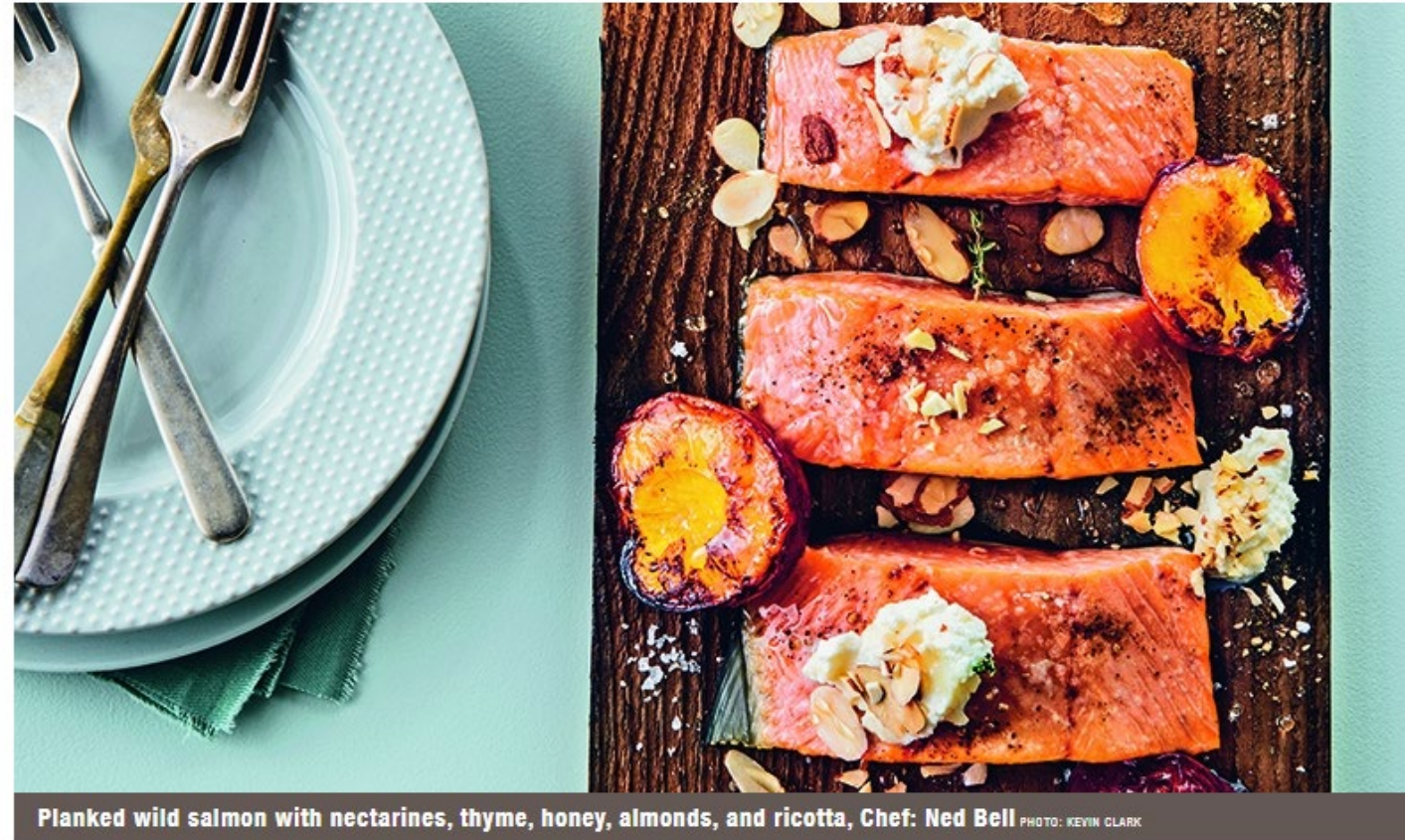
Trade Advertising

Trade Advertising: \$145,000
(no change recommended)

Domestic does a combination of print and digital advertising with Plate, Flavor in the Menu/Seafood in the Menu, CIA Smartbrief and Hotel Smartbrief.

Frozen Seafood - Debunking The Myth

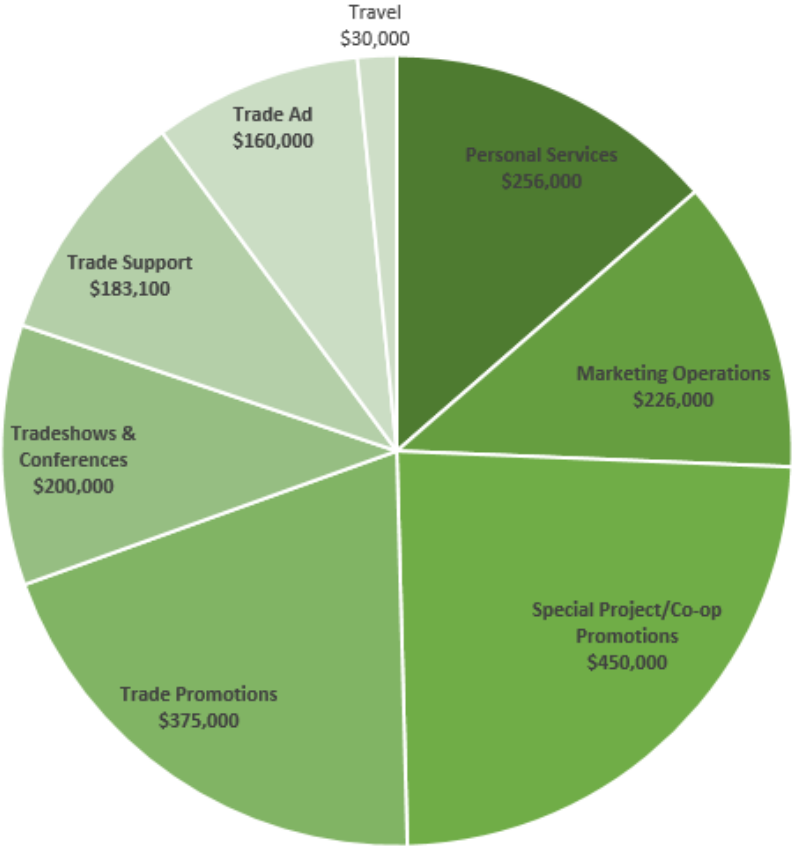
by Plate on behalf of Alaska Seafood® — MARCH 5, 2020



Retail



Budget Breakdown



- Personal Services
- Marketing Operations
- Special Projects/Co-op Promotions
- Trade Promotions
- Trade Shows and Conferences
- Trade Support
- Trade Advertising
- Travel



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Program Operations

Program Operations: \$256,000
(↓ \$21,000) (*Salary & benefits funding determined by fiscal*)

Salary, Benefits and Travel

50% Domestic Marketing Director
(Megan Rider)

100% Retail Marketing Coordinator
(Emily Gisler)

50% Assistant Marketing Coordinator
(Vacant)

12% Assistant Marketing Coordinator
(Nanette Solanoy)

Decrease due to vacant position.



Marketing Operations

Marketing Operations: \$226,000
(↑ \$15,000)

Contract and Travel Expenses

100% Retail Marketing

Representative (Mark Jones)

33% Marketing Consultant (Tricia Sanguinetti)

Slight increase is a result of travel funds reinstated.



Special Projects and Co-op Promotions

Special Projects and Co-op Promotions: \$450,000
(↑ \$60,000 recommended)

Alaska Seafood coupons and co-op coupon promotions are funded in this category, as well as ecommerce shoppable recipes.

Increase reflects expansion into other consumer facing virtual opportunities such as Serious Eats, third party grocery delivery (Amazon Fresh, Shipt), Chicory, and more.



Canned Wild Alaska Salmon Salad Baguettes With Tomato-Basil Mayo

A bountiful make-ahead meal for better at-home desk lunches.



Quick and Easy Canned Wild Alaska Salmon-Stuffed Piquillo Peppers

Simple, festive, and delicious.



Quinoa Niçoise Salad With Canned Wild Alaska Salmon

A satisfying salad for the cold months ahead.



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Trade Promotions

Retail Trade Promotions: \$375,000
(no change recommended)

In-store promotions, demos, merchandising contests, and custom point-of-sale materials. We are enjoying increased participation from retailers in the United States and Canada.



Trade Shows and Conferences

Trade Shows and Conferences:
\$200,000
(↑ \$170,000)

Building relationships throughout the trade, developing new contacts, strengthening existing trade relationships, and learning about new trends.

Increase reflects the resurrection of tradeshow and conferences post pandemic and SENA falling into the next fiscal year twice.



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Trade Support

Retail Trade Support \$183,100
(↓ \$133,400)

Funding for the digital asset library, recipe development, photography/video production, research, POS development and reprints, storage/fulfillment costs, website updates, and product for display and PR events.

Decrease reflects completion of QR code, Seafood University, and pre and during Covid research.



Trade Advertising

Retail Trade Advertising \$160,000
(No change recommended)

Domestic will devote funds to both digital and print media to include Progressive Grocer, FMI Daily Lead, Smartbrief, Grocery Business, and others.



A row of fishing boats docked at a pier. The boats are white with blue accents and have names like 'MUD HEN' and 'RATOR' visible. A large white text overlay reads 'Thank You!'.

Thank You!



ASMI Strategic Plan 2018

ASMI's Establishing Legislation

There is established the Alaska Seafood Marketing Institute. The institute is a public corporation of the state. It is an instrumentality of the state in the Department of Commerce, Community, and Economic Development, but has a legal existence independent of and separate from the state. Exercise by the institute of the powers conferred by this chapter is an essential governmental function of the state.

Alaska Statutes - Section 16.51.010

ASMI's board of directors is appointed by the Governor of Alaska and includes representatives of 5 processors (4 large processors, 1 small processor) and 2 commercial harvesters, as well as ex-officio members representing the Alaska Senate, Alaska House of Representatives, Office of the Governor, and Alaska Department of Commerce, Community, and Economic Development.

Mission Statement

The Alaska Seafood Marketing Institute is a marketing organization with the mission to increase the economic value of the Alaska seafood resource through:

- Increasing positive awareness of the Alaska Seafood brand.
- Collaborative marketing programs that align ASMI and industry marketing efforts for maximum impact within the food industry
- Championing the sustainability of Alaska seafood harvests resulting from existing Alaska fisheries management imperatives. (State of Alaska Constitution and Magnuson-Stevens Fishery Management and Conservation Act, and the Halibut Act).
- Proactive marketing planning to address short and long-term goals while remaining flexible and responsive to a changing environment and economy.
- Quality assurance, technical industry analysis, education, advocacy and research.
- Prudent, efficient fiscal management.

Vision Statement

ASMI exists to increase the economic value of Alaska Seafood and we do so by marketing Alaska as the world's most trusted source of premium quality, sustainable seafood.

Core Principles

ASMI exists to serve the entire Alaska Seafood Industry, harvester and processor alike. It is supported by industry self-assessments and uses available public funds to achieve marketing successes for the common good. ASMI adheres to the following Core Principles:

- ASMI follows the highest ethical standards in its day-to-day operations and in its business relationships.
- ASMI values its employees and members and insists that all be treated with dignity and respect.
- ASMI conducts business in the open so its actions and decisions are visible.
- ASMI tells the truth when it conducts promotions or makes claims in the marketplace.
- ASMI conducts marketing activities that provide the largest economic benefit for its industry members.

ASMI Goals

1. Continue development of the Alaska Seafood brand into the most respected and valued seafood brand in the world.
2. Provide an environment where processors and harvesters can work together for the common good of the industry.
3. Facilitate the continuous improvement in quality of Alaska Seafood along the entire value chain through education, research, and advocacy.
4. Continually broaden the participation by industry members and existing and new customers in ASMI programs and activities.
5. Look for collaborative opportunities and seek out partnerships that align with our goals and principles.

Industry Assessment

Threats and Challenges

1. Alaska seafood production must address challenges of high transportation and energy costs relative to other center of the plate proteins.
2. Seafood consumption in some key markets like Japan, is declining.

3. ASMI will need to develop and update position and strategy papers to address factors relating to the seafood supply chain, environmental issues, and social responsibility.
4. The harvestable biomass of wild fish stocks varies year to year due to natural environmental conditions. Alaska's commitment to sustainable management can result in additional harvest variability resulting from self-imposed restrictions to protect the biodiversity and sustainability of the ecosystem.
5. In fisheries with intense time pressures, slowing the product delivery stream is not possible. Additionally, remote operations and variable harvest timing can constrain product form choices.
6. There is confusion in the marketplace around seafood which causes consumer paralysis and feeds the mindset that seafood is difficult and other proteins are an easier choice.
7. Alaska's RFM program faces hurdles including: Strength of the MSC, marketplace confusion, and insecure future funding, all of which hamper outreach efforts.
8. Social welfare benchmarking standards could present additional industry operating costs and/or market access barriers.
9. Infrastructure improvements and certification gains made by competing seafood suppliers result in steeper world-wide competition for quality, sustainable seafood products.
10. Trade issues including tariffs, trade agreements, exchange rates, and competing supply both overseas and among imports to the US often create an unfair playing field on which Alaska seafood must compete.
11. Technological and digital advances necessitate the industry and ASMI to keep pace and to remain aligned as we move toward digital maturity.

Assets and Opportunities

1. Brand equity in the Alaska Seafood name is strong.
2. Health benefits, nutritional strengths, intrinsic qualities of flavor and texture, and pristine environment ensure Alaska Seafood is superior in the market place.
3. Alaska's constitutionally mandated commitment to sustainable management practices, as well as the sustainability mandates in the Magnuson-Stevens Fishery Management and Conservation Act and Halibut Act, ensure that all Alaska commercially harvested seafood species are sustainable.

4. Alaska seafood harvesting and processing as an integral part of its people, communities and history have enormous market appeal.
5. The large production and diversity of Alaska seafood stocks make us unique, and the effectiveness of Alaska's sustainability-focused stock management make us leaders among wild-capture fisheries.
6. New products and product categories that improve quality, flavor, and ease of use have the potential to create life-long brand loyalty and positive impressions over generations.
7. Mariculture, traditionally underutilized species, and full utilization efforts present opportunities to grow the size and value of the Alaska Seafood harvest.
8. The growing prevalence of social media, e-commerce, and other digital innovations allows ASMI messaging and Alaska products to reach a wider market often at a reduced cost compared to print ads and brick and mortar promotions.

Major Initiatives

1. **Strengthen the "Alaska Brand" in the global market**
Brand management is ASMI's number one job. It must be closely aligned with those who manage, harvest, process, and sell Alaska seafood products.
2. **Differentiate Alaska Seafood in the Marketplace**
Maintain marketing emphasis on key differentiating factors, primarily: "wild," "natural" and "sustainable."
3. **Continuously improve the quality of Alaska Seafood**
Education in quality handling and improvement is a priority for ASMI. ASMI will continue to encourage quality standards that promote industry-wide quality benchmarks.
4. **Align ASMI activities with those of the Alaska Seafood Industry**
 - Develop a timeline of ASMI activities so industry can coordinate.
 - Provide access to ASMI information and resources to all processors and harvesters participating in the Alaska Seafood industry.
 - Provide services to all members of the Alaska seafood industry where it is appropriate and cost effective to do so, for example trade shows such as SEG.
 - Seek feedback from the Alaska Seafood industry in periodic surveys to determine how well it is aligned with industry expectations.

5. **Constituent Outreach**

- ASMI will continue to expand outreach to encourage participation by constituent groups – harvesters, processors, distributors, customers, and members of the public.
- When possible, schedule ASMI activities to facilitate attendance by a wide range of industry participants, for example by co-locating events.
- ASMI will meet with industry groups, legislators, and key decision makers to stay current on issues facing the industry and the state. ASMI will conduct research and provide references about the economic importance of the fishing industry to the state of Alaska.
- ASMI will meet with key federal agencies and members of the national delegation to stay current on national issues impacting the industry as well as to ensure continued funding.

6. **Strong and Diverse Funding Base**

Maintain and work to expand a mix of industry, state, and federal funding to support a sustained, and therefore effective, marketing program. Independent of State general funds, ASMI will seek additional funding sources where feasible.

7. **Leverage Technology**

ASMI will control costs by using technology to the greatest extent possible for communications and management.

8. **Bring work in-house**

In light of shrinking budgets, ASMI will restructure programs to increase emphasis on an in-house approach to design and outreach projects when it is economical and efficient to do so.

General Guidelines

1. **Fund activities for the common good.**

In allocating marketing funds, the ASMI board will seek a balance of fairness to those who provide funding, areas of industry need, and maximum overall impact.

2. **ASMI activities must be fair**

ASMI is funded by the industry at large and its marketing efforts must focus on those activities that benefit the industry as a whole. The ASMI Board fully supports the limits in Alaska Statutes against marketing an individual Alaska Seafood company brand or

individual region. It is incumbent on industry members to self-police the demands placed on ASMI to ensure its activities are fair and open to all members of the Alaska seafood industry from individual direct marketers to the largest processors.

3. ASMI organizational structure represents the industry.

ASMI Committees are organized into Operational and Advisory committees. The Operational Committees will be the primary interface with the staff and guide the efforts of ASMI programs on behalf of the entire industry. Members of these committees are not expected to advocate for individual species. The Operational Committees are:

- Domestic Marketing
- International Marketing
- Technical
- Responsible Fisheries Management
- Communications

The ASMI Species Committees are an advisory body to provide feedback and recommendations on ASMI programs to the Operational Committees. The ASMI Species Committees are:

- Salmon
- Halibut and Sablefish
- Whitefish
- Shellfish

ASMI will periodically review its committee structure for streamlining opportunities, but will also be mindful of the need for a broad cross section of the industry to be represented.

The ASMI advisory committees are:

Customer Advisory Panel (CAP)

The CAP was established by Board directive to provide feedback to the ASMI Board. The panel is staffed by international and domestic customers who remove their company personas and come together to help the industry generically. CAP members are

appointed by the Board serve a three year term. The CAP meetings are held on a biennial basis or as determined by the Board.

Fisheries Standard Committee (FSC)

The Fisheries Standard Committee (formerly the Conformance Criteria Committee) assists with the implementation and review of the Standards and the Scoring Guidance for the Responsible Fisheries Management Certification Program for Alaska fisheries. The Committee is an objective-based group, representative of fishery science, management, and environment. Representation is sought from both fishery-specific interests and from wider fishery management and stakeholder interests.

The Terms of Reference of the Committee are available on the ASMI website.

4. Priority goes to those who pay

Although ASMI will support all who market Alaska Seafood products in a way consistent with ASMI goals and guidelines, priority will go to those members who directly support the cost of ASMI operations. For this purpose, the Alaska Seafood Industry is defined as processors who have “intent to process” permits or fishermen who have active fishing permits issued by the State of Alaska.

5. Build an Annual Marketing Budget, Report on Marketing Activities

ASMI will create an annual marketing budget to be approved during the spring board-meeting. Specific information regarding trends, budget cuts, etc. may be requested from the Board and included in the budget report. The ASMI Operational Committees will play the central role in developing the marketing budgets with their respective Program directors.

ASMI international will prepare an annual marketing plan called the “Unified Export Strategy” each spring which will include annual market assessments for all international regions. All programs will provide the Board of Directors written program reports and presentations at the regularly scheduled Board of Director’s meetings.

ASMI will produce an annual report for the Board of Directors, released with timing to coincide with the Alaska State Legislative session.

Strategies

1. Use Push and Pull Tactics

A pull strategy to build consumer interest and demand, though costly, is a powerful means to influence preference and create brand loyalty for Alaska Seafood.

ASMI will continue to use both tactics at retail and foodservice to complement consumer campaigns for maximum impact in the marketplace. Industry trade spending will also provide a certain level of push activities to complement ASMI's efforts. ASMI will work with the industry members to align activities to the maximum degree possible.

Marketing strategies will be reviewed each year by the board as part of the annual budget build and will help influence which tactics programs select.

2. Balance Established Markets with Emerging Market opportunities

ASMI will strengthen and sustain established markets, while examining developing markets, both domestic and international. ASMI will seek guidance from the industry, observe market trends, and conduct research.

Constant attention to changing market conditions is critical to ASMI's future success. An emerging markets strategy, based on market research will be part of the International program and be included in the Unified Export Strategy to the USDA. The International Marketing Committee has designated a program line item to explore new markets and each year the committee will approve any new market exploration.

3. Capitalize on Unique Attributes

ASMI will emphasize attributes that are unique to Alaska Seafood to build a reputation that will be difficult for competitors to best and thereby increase the value of Alaska Seafood branded products.

Alaska Seafood has many attributes that play well in the market place. Wild, sustainable, healthy, natural, supporting a way of life for Alaskans, etc. are all excellent vehicles for telling the Alaska Seafood story and marketing Alaska seafood. ASMI's long term marketing effort will build upon those attributes that are especially unique to Alaska seafood such as the name Alaska itself, plus terms like wild, abundant and sustainable. Other attributes will be leveraged to the degree they increase our reach, but the focus should be on separating Alaska seafood products from other proteins in the market.

Recognizing that not all markets respond to the same differentiating factors, ASMI will pull from a wide variety of positive information about Alaska seafood, including scientific sources, fisherman biographies, etc., to craft the most strategic message for the target audience.

4. Promote Quality and Research

ASMI will focus on broad technical assistance, analysis, education, advocacy, research and support to the industry. ASMI can engage in seafood research and development with the direction from Technical Committee and the finding that the project will benefit the industry as a whole.

5. Select Appropriate Target Audiences

ASMI will target audiences (consumer groups and geographic areas) that are most likely to develop a broad preference for Alaska Seafood and have the resources and willingness to purchase it.

The goal for ASMI's marketing activities is to create a brand impression across the price spectrum of Alaska seafood products of quality, health, sustainability, abundance, thus generating more value for the Alaska harvest.

6. Be a Reliable and Respected Consultant to Industry and Trade

ASMI will be a reliable and factual source of information to both the seafood industry and seafood consumer. ASMI will base any statements or positions on controversial issues such as contaminants, sustainability, health and nutrition upon sound science and research, not speculation. In order to do this ASMI will maintain the technical capability to stay current with food science, regulatory, technical and ecological issues and will provide information to ASMI contractors, staff and the industry through strategic talking points on issues of concern.

ASMI staff will serve as consultants to the Alaska Seafood industry, developing training programs, materials, presentations and feedback that will help the industry better position itself to compete in the marketplace. ASMI staff meets regularly with a cross section of foodservice operators, distributors, and retail store operators during their marketing activities. As such, they have broad knowledge and expertise about the expectations and desires of these groups. This information needs to be available to the Alaska seafood industry members as they develop their own marketing plans and strategies.

7. Seek Customer feedback

A Customer Advisory Panel, consisting of members of the international and domestic foodservice, and the wholesale and retail grocery industry will be maintained to advise the staff, committees, and board on the market challenges and provide feedback on the effectiveness of ASMI's marketing activities.

Regular surveys to assess stakeholder satisfaction and attitudes towards the Alaska Seafood Brand will be conducted and the results shared with the entire Alaska seafood industry.

8. Support the Alaska RFM Certification

ASMI will support the Alaska RFM Certification as a credible, objective and formally accredited third party certification of Alaska fisheries that:

- Is based on internationally recognized standards
- Is open and transparent
- Is cost-effective for industry and the supply chain
- Preserves the Alaska origin

Cooperative Activities

1. With others in Alaska:

Within the limits of its founding legislation, ASMI will work with other entities that promote quality, innovative processing and handling methods, and other efforts to improve the marketability of Alaska Seafood. This includes Regional Seafood Development Associations, Alaska Fisheries Development Foundation, Alaska fishermen organizations, Alaska seafood processor organizations and others who are working for the common good of the industry.

ASMI will also work to cross-market Alaska with others in the state who are engaged in promoting Alaska products or Alaska itself such as agriculture and tourism where it makes sense and as budgets allow.

2. With other domestic seafood industries:

Through ASMI, the Alaska seafood industry will partner with other organizations that promote US seafood whenever possible to increase the competitive position for US seafood products at home and abroad.

3. With other US producers of complementary products:

Through ASMI, the Alaska seafood industry will partner with commodity groups such as wine and spice producers to increase the value of our combined sales efforts in both the domestic and export markets.

On behalf of the Alaska Seafood industry, ASMI will continue to partner with organizations such as the US Agriculture Export Development Council and its members to leverage the overall competitiveness of US seafood products in key export markets.

4. With state and federal resource managers:

While it is not ASMI's role to engage in stock or environmental management, ASMI will maintain a close relationship with Alaska Departments of Commerce, Fish and Game, Environmental Conservation, Health and Human Services, as well as the National Marine

Fisheries Service and other resource managers to ensure ASMI is aware of changes that may impact its ability to effectively market Alaska Seafood products.

Measurements

1. External

The following measures will be used to assess the overall economic health of the Alaska Seafood Industry and how well the industry is leveraging ASMI's activities. ASMI programs are structured to support the efforts of Alaska Seafood industry to improve these measures. ***The Board recognizes that ASMI does not have control over these measures. They are simply a gauge of the health of the industry and areas that ASMI programs are intended to support:***

- Percent increase in market value of Alaska Seafood ("first wholesale value")
- Percent increase in grounds price paid per pound to fishermen ("ex-vessel value")

Other key performance indicators (KPIs) may be measured, as determined by the ASMI Board.

2. Internal

ASMI staff will primarily be evaluated on how well they develop and execute the strategic initiatives in this plan. The following overall program evaluation questions will form the basis for an annual measurement report for each program:

- Did the program meet the Board's direction and expectations?
- Did we create visibility into program activities in a timely fashion that provided industry the ability to tie-in or generate their own promotions or join ASMI activities?
- Did the materials developed by ASMI meet the needs of industry as well as providing a sound base with which to build upon?
- Did we increase participation and product placement at retail and foodservice in U.S. and international markets? Applicable to marketing programs only.

3. Program Evaluation by Industry

The Domestic, Communications, International, RFM and Technical committees will be responsible for gathering industry and target market feedback on the value of ASMI activities conducted under their purview. This information along with strategy recommendations by the respective committees would determine the program's course in continuing, dropping or modifying specific program activities.

Industry members are expected to share non-proprietary data for this purpose. The Domestic Marketing committee will bear the responsibility for adopting a simple set of measures to provide industry feedback on the value of marketing campaigns. These measures should rely on statistical data available to industry members to the greatest

extent possible.

The International Marketing Committee will use USDA reporting requirements as a basis for their evaluation of ASMI programs. They may develop additional measures as deemed appropriate to gauge the value of International Marketing Program activities.

In addition to the Operational Committees, ASMI's Customer Advisory Panel (CAP) will be called upon to assess and evaluate the effectiveness of ASMI activities both domestically and internationally.

The Finance Director will report to the Board during the annual budget process on ASMI's performance relative to a basic set of overhead and administrative cost measures.

ALASKA SEAFOOD MARKETING INSTITUTE

Subject:	Committees - Operational
Policy Category:	Committees
Approved By:	Board of Directors
Effective Date:	October 24, 1995
Revision Date:	October 16, 1996
Revision Date:	September 24, 1997
Revision Date:	October 27, 1999
Revision Date:	May 31, 2005
Revision Date:	November 16, 2015
Revision Date:	May 10, 2018
Revision Date:	September 18, 2018

Committee Role: As representatives of the harvester community, species groups, and the domestic and international marketplace, committees play a key *advisory* role for ASMI programs. Committee members are also important *allies and advocates* for ASMI.

Committee Purpose:

Committees should

- Center discussions within the framework of ASMI’s mission and focus on issues which fall within the scope of ASMI.
- Provide strategic direction to assist Program Director and staff and give feedback on program tactics.
- Provide market and species insights to inform program strategies and tactics.
- Make recommendations to the Board on the proposed budget of a program

Personnel and day-to-day operations are not within the scope of committee responsibilities. These are the responsibility of the Program Directors and the Executive Director, at the guidance of the ASMI Board.

Committee General Information and Responsibilities

- **Representation:** Represent the best interest of the Alaska seafood industry and not specific region or company interest.
- **Advocacy:** Promote and advocate ASMI marketing programs, activities, and successes to the industry, trade, gear groups and public.
- **Appointment:** Committee vacancies shall be filled at the discretion of the chairman of the board subject to ratification at the next regularly scheduled board meeting
- **Term:** All committee assignments shall be for a 3 year term starting at the annual All Hands Meeting. Appointments that take place outside the All Hands Meeting will have a retroactive start date of the prior All Hands.

- ***Number of Assignments:*** Persons should serve on only one operational committee. The exception to this policy is when seats are specifically designated as members of other committees.
- ***Size of Committees:*** Committee size shall be kept to not more than 9 members except as specifically authorized by the board.
- ***Make up of Committees:*** Committees shall be composed of the best qualified persons from the industry.
- ***Voting Members:*** Only active dues paying members (harvester/processor) are considered voting members of operational committees. Others are non-voting advisory members. ****Effective as of 9/2018-*** members appointed prior to this are grandfathered in with voting rights. Applicable to members appointed after this date.
- ***Chairmanship:*** The chair of each committee shall be elected by the members of the committee subject to approval of the board.
- ***Chairman Election:*** Election for chairman and vice chairman will take place by closed ballot.
- ***Absenteeism:*** Committee members shall be removed if they fail to adequately participate in committee tasks and meetings. The committee chairman or Program Director shall be responsible for notifying the chairman of the board through the Juneau office about member inactivity.
- ***Assigned Positions:*** If the committee member ceases to be involved in the Alaska Seafood industry the seat may be reassigned by the chairman of the ASMI board to another qualified person. Exceptions to this rule are members who are assigned because of a specific skill by the board.
- ***Compensation:*** *Committee members will serve without pay but will be provided travel, lodging and per diem to attend meetings in accordance with State of Alaska travel policies.*

Committee Chair Responsibilities

General Duties:

- Maintain enough regular contact with committee members as necessary in order plan productive meetings
- Keep meetings on track and follow the agenda as written or as amended.
- The Program Director reviews requests from interested parties who would like to serve on their committee and make recommendations to the Board. Program Director may consult Committee Chair as needed.
- Make recommendations to Board, Executive Director on behalf of the operational committee in the following areas:
 - Objectives, Strategies and tactics of program
 - Proposed budget of program

Meetings and Attendance:

- Election: committee chairs will be elected by ~~secret~~-closed ballot election every two years.
- Term: all committee chair assignments shall be for a 2 year term.
- Committee members shall be removed if they fail to adequately participate in committee tasks and meetings. The committee chairman or Program Director shall be responsible for notifying the chairman of the board through the Juneau office about member inactivity.
- Frequency: committees will meet at the call of the chair as needed to facilitate the business of the committee. Teleconferences or video conferences are preferred for single topic issues. Meetings will be cleared in advance with the Executive Director.

Attend Board Meetings: Operational committee chairs or vice chairs may attend board meetings on their own or may periodically be requested to attend to address a specific agenda item.

Meeting Procedures:

- A draft agenda shall be created by the Program Director in coordination with the committee chair and submitted to committee members as far in advance of the meeting as possible. Committee chairs will work with the staff to develop the agenda based on input. Staff will publish a final agenda giving reasonable public notice in accordance with Alaska open meeting laws.
- Run meetings in a timely efficient manner with the following goals in mind:
 - Center discussions within the framework of ASMI's mission
 - Engage committee members to the fullest
 - Ensure that motions and votes are made and recorded properly. Meetings may follow a practical interpretation of Robert's Rules of Order.
 - Ensure that committee members are representing the best interest of the Alaska seafood industry and not specific region or company interest.
 - Stay on track, keeping talk time related to only things that pertain to ASMI or fall within ASMI's scope
- Within two weeks of each committee meeting, the committee chair will write, with staff support if requested, a short synopsis of the meeting, noting areas of special interest to committee members, and the priorities of the chair, if any. Send the synopsis to the ASMI Chairman, respective ASMI committee co-chair, and

the Executive Director. The synopsis will serve as a cover page for the meeting minutes. Committee meeting minutes will be submitted to committee members in draft form within 30 working days after each committee meeting.

- Only principle committee members will propose and vote on motions.
- Principles are expected to attend the committee meetings either in person or by teleconference. Substitutes are not permitted to fill a committee seat unless specifically authorized by the Board chairman.
- Minutes will be distributed to the board as well as the relevant committee.
- Minutes will be emailed to the Executive Assistant in Juneau, who will post them on ASMI's website.

Governance

- All committee members shall have working knowledge of and ensure that ASMI by-laws are known and followed.

Staff support for committees will be provided as follows:

- | | |
|-----------------------------------|------------------------------|
| • Salmon Committee | Executive Assistant |
| • Halibut/Sablefish Committee | Executive Assistant |
| • Whitefish Committee | Executive Assistant |
| • Shellfish Committee | Executive Assistant |
| • Technical Committee | Technical Program Staff |
| • International Committee | International Program Staff |
| • Domestic Marketing Committee | Domestic Program Staff |
| • Communications Committee | Communications Program Staff |
| • Responsible Fisheries Committee | RFM Program Staff |
| • Fisheries Standard Committee | RFM Program Staff |

Chapter 16.51. ALASKA SEAFOOD MARKETING INSTITUTE 2004

Sec. 16.51.010. Alaska Seafood Marketing Institute established.

There is established the Alaska Seafood Marketing Institute. The institute is a public corporation of the state. It is an instrumentality of the state in the Department of Commerce, Community, and Economic Development, but has a legal existence independent of and separate from the state. Exercise by the institute of the powers conferred by this chapter is an essential governmental function of the state.

Sec. 16.51.020. Board of directors.

(a) The governing body of the institute is a board of directors. The board consists of seven voting members appointed by the governor. In making appointments to the board, the governor shall consider, but need not appoint, nominees presented by persons engaged in fish processing, the financing of fish processing, or commercial fishing.

(b) Five members of the board shall be seafood processors: four of the seafood processors must have an annual payroll in the state of more than \$2,500,000; one of the seafood processors must have an annual payroll in the state of \$50,000 - \$2,500,000. Two members of the board must be engaged in commercial fishing.

(c) The board shall annually elect a chairman and other necessary officers from among its members.

Sec. 16.51.030. Term of office.

The members of the board appointed by the governor under AS 16.51.020 serve three-year terms and may be reappointed. Terms shall be staggered. An appointee to fill a vacancy shall hold office for the balance of the term for which the appointee's predecessor on the board was appointed.

Sec. 16.51.040. Removal and vacancies.

The members of the board appointed by the governor under AS 16.51.020 serve at the governor's pleasure. A vacancy on the board occurring other than by expiration of term shall be filled in the same manner as the original appointment but for the unexpired term only.

Sec. 16.51.050. Quorum.

Four members of the board appointed under AS 16.51.020 constitute a quorum for the transaction of business and the exercise of the powers and duties of the board.

Sec. 16.51.060. Compensation of board members.

Board members receive no salary, but are entitled to per diem and travel expenses authorized by law for other state boards and commissions under AS 39.20.180.

Sec. 16.51.070. Meetings.

The board shall meet at least once a year. A meeting of the board shall occur at the call of the chairman, or upon the written request of two members of the board.

Sec. 16.51.080. Employment of personnel.

The board may employ and determine the salary of an executive director. The executive director may, with the approval of the board, select and employ additional staff as necessary. The executive director and all employees of the board are in the exempt service under AS 39.25.

Sec. 16.51.090. Powers of board.

In carrying out the powers of the institute, the board may

- (1) adopt, alter, and use a corporate seal;
- (2) prescribe, adopt, amend, and repeal bylaws;
- (3) sue and be sued in the name of the institute;
- (4) enter into any agreements necessary to the exercise of its powers and functions;
- (5) cooperate with a public or private board, organization, or agency engaged in work or activities similar to the work or activities of the institute, including entering into contracts for joint programs of consumer education, sales promotion, quality control, advertising, and research in the production, processing, or distribution of seafood;
- (6) conduct, or contract for, scientific research to develop and discover health, dietetic, or other uses of seafood harvested and processed in the state;
- (7) receive contributions of money from persons;
- (8) establish offices in the state and otherwise incur expenses incidental to the performance of its duties;
- (9) appear on behalf of the institute before boards, commissions, departments, or other agencies of municipal, state, or federal government;

(10) acquire, hold, lease, sell, or otherwise dispose of property, but such property is limited to that which is necessary to the administrative functioning of the office of the institute;

(11) establish and maintain one or more bank accounts for the transaction of the institute's business;

(12) prepare market research and product development plans for the promotion of any species of seafood and their by-products that may be harvested in the state and processed for sale;

(13) establish committees related to the marketing of salmon and salmon products; the board shall, to the extent practicable, appoint equal numbers of seafood processors and persons engaged in commercial fishing to the committees.

Sec. 16.51.095. Executive Budget Act.

The operating budget of the institute shall be prepared and submitted in accordance with AS 37.07 (Executive Budget Act).

Sec. 16.51.100. Duties of board.

The board shall

(1) conduct programs of education, research, advertising, or sales promotion designed to accomplish the purposes of this chapter;

(2) promote all species of seafood and their by-products that are harvested in the state and processed for sale;

(3) develop market-oriented quality specifications for Alaska seafood to be used in developing a high quality image for Alaska seafood in domestic and world markets, and adopt and distribute recommendations regarding the handling of seafood from the moment of capture to final distribution;

(4) prepare market research and product development plans for the promotion of all species of seafood and their by-products that are harvested in the state and processed for sale;

(5) submit an annual report to the governor describing the activities of the institute and notify the legislature that the report is available;

(6) develop marketing programs based on the "inspection" and "premium quality" seals designed under AS 17.20.066 and use the seals in advertising and promotion efforts of the institute;

(7) *[Repealed, Sec. 10 ch 55 SLA 1993].*

(8) *[Repealed, Sec. 10 ch 55 SLA 1993].*

(9) *[Repealed, Sec. 10 ch 55 SLA 1993].*

Sec. 16.51.110. Prohibited promotions.

The board may not promote or make a contract that promotes seafood by

- (1) geographic origin other than from the state generally;
- (2) geographic region of the state; or
- (3) specific brand name.

Sec. 16.51.120. Seafood marketing assessment.

(a) A seafood marketing assessment shall be levied on the value of seafood products produced in Alaska as provided in (b), (c), (d), (e), (h), or (i) of this section if an election is held under AS 16.51.140 at which the assessment is approved by eligible processors who together produce at least 51 percent of the value of seafood products produced in Alaska in the calendar year.

(b) Each processor shall pay a seafood marketing assessment of .1 percent of the value of seafood products produced in Alaska by the processor.

(c) Each processor shall pay a seafood marketing assessment of .2 percent of the value of seafood products produced in Alaska by the processor.

(d) Each processor shall pay a seafood marketing assessment of .3 percent of the value of seafood products produced in Alaska by the processor.

(e) Each processor shall pay a seafood marketing assessment of .4 percent of the value of seafood products produced in Alaska by the processor.

(f) An election under (a) of this section shall be held if the proposed election for the levying of an assessment under (b), (c), (d), (e), (h), or (i) of this section is approved by a majority of the whole membership of the board at a regularly scheduled meeting.

(g) Notwithstanding (a) - (e), (h), and (i) of this section and AS 16.51.150(c), a processor is not subject to, or liable for payment of, an assessment under this section on the value of the seafood products produced in Alaska if the value of seafood products produced in Alaska by the processor is less than \$50,000 in a calendar year. This subsection does not exempt a processor from liability for payment of taxes imposed under AS 43.75 or AS 43.77.

(h) Each processor shall pay a seafood marketing assessment of .5 percent of the value of seafood products produced in Alaska by the processor.

(i) Each processor shall pay a seafood marketing assessment of .6 percent of the value of seafood products produced in Alaska by the processor.

Sec. 16.51.130. Termination of the seafood marketing assessment.

(a) A seafood marketing assessment levied under AS 16.51.120 (b), (c), (d), (e), (h), or (i) shall be terminated by the commissioner of revenue if an election is held under AS 16.51.140 in which the termination is approved by eligible processors who together produce at least 51 percent of the total value of seafood products produced in Alaska during the calendar year.

(b) An election under (a) of this section shall be held if

(1) the proposed election for the termination of the assessment is approved by a majority of the whole membership of the board at a regularly scheduled meeting; or

(2) a petition is presented to the director of elections requesting termination of the assessment by eligible processors who together produce at least 25 percent of the total value of seafood products produced in Alaska during the calendar year.

(c) The institute shall provide notice of an election in accordance with AS 16.51.140 within 60 days after receiving notice from the director of elections that a valid petition under (b)(2) of this section has been received.

(d) The seafood marketing assessment is terminated on the effective date stated on the ballot.

Sec. 16.51.140. Procedures for an election to approve or terminate a seafood marketing assessment.

(a) The institute may conduct an election under this section after the director of elections approves

(1) the notice to be published by the institute;

(2) the ballot to be used in the election; and

(3) the registration and voting procedures for the approval or termination of the seafood marketing assessment.

(b) In conducting the election under this section, the institute and the director of elections shall adopt the following procedures:

(1) the proposed levy or termination of the assessment shall be adopted at a regularly scheduled meeting of the board of directors of the institute held not less than 60 days before the date on which the ballots must be postmarked to be counted unless the election is for termination of the assessment and has been initiated by a petition under AS 16.51.130(b)(2);

(2) the institute shall hold at least one meeting, not less than 30 days before the date on which ballots must be postmarked to be counted, to explain the reason for the proposed seafood marketing assessment or termination of the assessment and to explain the voting procedure to be used in the election; the institute shall provide notice of the meeting by

(A) mailing the notice to each eligible processor; and

(B) publishing the notice in at least one newspaper of general circulation in each region of the state at least two weeks before the meeting;

(3) the director of elections shall mail ballots to each eligible processor not more than 45 days before the date specified as the date ballots must be postmarked;

(4) the ballot must

(A) indicate whether the assessment is to be levied under AS 16.51.120(b), (c), (d), (e), (h), or (i) and must state the percentage of the assessment;

(B) indicate the effective date of the levy of the assessment or termination of the assessment;

(C) ask whether the assessment shall be levied or, if the election is to terminate the assessment, whether the assessment shall be terminated;

(5) the ballots shall be returned by mail to the director of elections and shall be counted by the director of elections or a representative.

(c) The director of elections shall certify the results of an election under this section if the director determines that the requirements of (a) and (b) of this section have been satisfied.

(d) For the purposes of this section a ballot submitted by a corporation is presumed valid if the ballot is signed by an individual who is indicated to be an officer of the corporation and the ballot is imprinted with the corporate seal.

Sec. 16.51.150. Determination of value.

(a) Upon request from the director of elections, the commissioner of revenue shall determine

(1) the total value of seafood products produced in Alaska during any calendar year;

(2) whether the eligible processors approving the levy or termination of a seafood marketing assessment together produced at least 51 percent of the total value of seafood products produced in Alaska during the calendar year; or

(3) whether the eligible processors petitioning for an election under AS 16.51.130 (b)(2) together produced at least 25 percent of the total value of seafood products produced in Alaska during the calendar year.

(b) The total value of seafood products produced in Alaska in a calendar year is the sum of the

(1) total value of the fisheries resource on which the tax imposed under AS 43.75.015 and 43.75.100 is levied in that calendar year; and

(2) total value of the fisheries resource on which the tax imposed under AS 43.77 is levied in that calendar year.

(c) The value of seafood products produced in Alaska by a processor during a calendar year is the sum of the

(1) total value of the fisheries resource on which the processor must pay the tax imposed under AS 43.75.015 and 43.75.100 in that calendar year; and

(2) total value of the fisheries resource on which the processor must pay the tax imposed under AS 43.77.010 in that calendar year.

Sec. 16.51.160. Collection of assessments and disposition of proceeds.

(a) Each processor shall remit to the Department of Revenue before April 1 of each year the total amount of the seafood marketing assessment owed on the value of seafood products produced in Alaska by the processor in the previous calendar year.

(b) *[Repealed, Sec. 28 ch 90 SLA 1991].*

Sec. 16.51.170. Enforcement of assessments.

The provisions of AS 43.05 and AS 43.10 apply for the enforcement and collection of the seafood marketing assessment.

Sec. 16.51.180. Definitions.

In this chapter,

(1) "board" means the board of directors of the Alaska Seafood Marketing Institute;

(2) "eligible processor" means a processor who would be liable for payment of a seafood marketing assessment levied under AS 16.51.120;

(3) "institute" means the Alaska Seafood Marketing Institute;

(4) "processor" means a person who is liable for

(A) the tax imposed under AS 43.75.015;

(B) the tax imposed under AS 43.75.100; or

(C) the landing tax imposed under AS 43.77;

(5) "produce" means perform an activity upon which a tax is imposed under AS 43.75 or AS 43.77, including the purchase, production, landing, or export of a fisheries resource.

(6) "promote or make a contract that promotes seafood" means to advertise or publicize, or make a contract for advertising or publicizing, the use, value, attractiveness, or quality of seafood;

(7) "seafood" means finfish, shellfish, and fish by-products, including but not limited to salmon, halibut, herring, flounder, crab, clam, cod, shrimp, and pollock, but does not include aquatic farm products as defined in AS 16.40.199;

(8) *[Repealed, Sec. 13 ch 81 SLA 1996].*

Alaska Open Meetings Act (AS 44.62.310 and AS 44.62.312)

Sec. 44.62.310. Government meetings public.

(a) All meetings of a governmental body of a public entity of the state are open to the public except as otherwise provided by this section or another provision of law. Attendance and participation at meetings by members of the public or by members of a governmental body may be by teleconferencing. Agency materials that are to be considered at the meeting shall be made available at teleconference locations if practicable. Except when voice votes are authorized, the vote shall be conducted in such a manner that the public may know the vote of each person entitled to vote. The vote at a meeting held by teleconference shall be taken by roll call. This section does not apply to any votes required to be taken to organize a governmental body described in this subsection.

(b) If permitted subjects are to be discussed at a meeting in executive session, the meeting must first be convened as a public meeting and the question of holding an executive session to discuss matters that are listed in (c) of this section shall be determined by a majority vote of the governmental body. The motion to convene in executive session must clearly and with specificity describe the subject of the proposed executive session without defeating the purpose of addressing the subject in private. Subjects may not be considered at the executive session except those mentioned in the motion calling for the executive session unless auxiliary to the main question. Action may not be taken at an executive session, except to give direction to an attorney or labor negotiator regarding the handling of a specific legal matter or pending labor negotiations.

(c) The following subjects may be considered in an executive session:

- (1) matters, the immediate knowledge of which would clearly have an adverse effect upon the finances of the public entity;
- (2) subjects that tend to prejudice the reputation and character of any person, provided the person may request a public discussion;
- (3) matters which by law, municipal charter, or ordinance are required to be confidential;
- (4) matters involving consideration of government records that by law are not subject to public disclosure.

(d) This section does not apply to

- (1) a governmental body performing a judicial or quasi-judicial function when holding a meeting solely to make a decision in an adjudicatory proceeding;
- (2) juries;
- (3) parole or pardon boards;

(4) meetings of a hospital medical staff;

(5) meetings of the governmental body or any committee of a hospital when holding a meeting solely to act upon matters of professional qualifications, privileges or discipline;

(6) staff meetings or other gatherings of the employees of a public entity, including meetings of an employee group established by policy of the Board of Regents of the University of Alaska or held while acting in an advisory capacity to the Board of Regents; or

(7) meetings held for the purpose of participating in or attending a gathering of a national, state, or regional organization of which the public entity, governmental body, or member of the governmental body is a member, but only if no action is taken and no business of the governmental body is conducted at the meetings.

(e) Reasonable public notice shall be given for all meetings required to be open under this section. The notice must include the date, time, and place of the meeting and if, the meeting is by teleconference, the location of any teleconferencing facilities that will be used. Subject to posting notice of a meeting on the Alaska Online Public Notice System as required by AS 44.62.175 (a), the notice may be given using print or broadcast media. The notice shall be posted at the principal office of the public entity or, if the public entity has no principal office, at a place designated by the governmental body. The governmental body shall provide notice in a consistent fashion for all its meetings.

(f) Action taken contrary to this section is voidable. A lawsuit to void an action taken in violation of this section must be filed in superior court within 180 days after the date of the action. A member of a governmental body may not be named in an action to enforce this section in the member's personal capacity. A governmental body that violates or is alleged to have violated this section may cure the violation or alleged violation by holding another meeting in compliance with notice and other requirements of this section and conducting a substantial and public reconsideration of the matters considered at the original meeting. If the court finds that an action is void, the governmental body may discuss and act on the matter at another meeting held in compliance with this section. A court may hold that an action taken at a meeting held in violation of this section is void only if the court finds that, considering all of the circumstances, the public interest in compliance with this section outweighs the harm that would be caused to the public interest and to the public entity by voiding the action. In making this determination, the court shall consider at least the following:

(1) the expense that may be incurred by the public entity, other governmental bodies, and individuals if the action is voided;

(2) the disruption that may be caused to the affairs of the public entity, other governmental bodies, and individuals if the action is voided;

(3) the degree to which the public entity, other governmental bodies, and individuals may be exposed to additional litigation if the action is voided;

(4) the extent to which the governing body, in meetings held in compliance with this section, has previously considered the subject;

(5) the amount of time that has passed since the action was taken;

(6) the degree to which the public entity, other governmental bodies, or individuals have come to rely on the action;

(7) whether and to what extent the governmental body has, before or after the lawsuit was filed to void the action, engaged in or attempted to engage in the public reconsideration of matters originally considered in violation of this section;

(8) the degree to which violations of this section were wilful, flagrant, or obvious;

(9) the degree to which the governing body failed to adhere to the policy under AS 44.62.312 (a).

(g) Subsection (f) of this section does not apply to a governmental body that has only authority to advise or make recommendations to a public entity and has no authority to establish policies or make decisions for the public entity.

(h) In this section,

(1) "governmental body" means an assembly, council, board, commission, committee, or other similar body of a public entity with the authority to establish policies or make decisions for the public entity or with the authority to advise or make recommendations to the public entity; "governmental body" includes the members of a subcommittee or other subordinate unit of a governmental body if the subordinate unit consists of two or more members;

(2) "meeting" means a gathering of members of a governmental body when

(A) more than three members or a majority of the members, whichever is less, are present, a matter upon which the governmental body is empowered to act is considered by the members collectively, and the governmental body has the authority to establish policies or make decisions for a public entity; or

(B) the gathering is prearranged for the purpose of considering a matter upon which the governmental body is empowered to act and the governmental body has only authority to advise or make recommendations for a public entity but has no authority to establish policies or make decisions for the public entity;

(3) "public entity" means an entity of the state or of a political subdivision of the state including an agency, a board or commission, the University of Alaska, a public authority or corporation, a municipality, a school district, and other governmental units of the state or a political subdivision of the state; it does not include the court system or the legislative branch of state government.

Sec. 44.62.312. State policy regarding meetings.

(a) It is the policy of the state that

(1) the governmental units mentioned in AS 44.62.310 (a) exist to aid in the conduct of the people's business;

(2) it is the intent of the law that actions of those units be taken openly and that their deliberations be conducted openly;

(3) the people of this state do not yield their sovereignty to the agencies that serve them;

(4) the people, in delegating authority, do not give their public servants the right to decide what is good for the people to know and what is not good for them to know;

(5) the people's right to remain informed shall be protected so that they may retain control over the instruments they have created;

(6) the use of teleconferencing under this chapter is for the convenience of the parties, the public, and the governmental units conducting the meetings.

(b) AS 44.62.310 (c) and (d) shall be construed narrowly in order to effectuate the policy stated in (a) of this section and to avoid exemptions from open meeting requirements and unnecessary executive sessions.

BYLAWS

ALASKA SEAFOOD MARKETING INSTITUTE

A Public Corporation of the State of Alaska

ARTICLE I OFFICES

Section 1. PRINCIPAL OFFICE

The principal office of the corporation is located in the City and Borough of Juneau, Alaska.

Section 2. OTHER OFFICES

The Institute may also have offices at such other places, within or without its state of incorporation, as its business and activities may require, and as the Board of Directors may, from time to time, designate.

ARTICLE II REVENUE

Section 1. ASSESSMENTS

Pursuant to, and in compliance with the procedures set forth in AS 16.51.140, the Alaska Seafood Marketing Institute (the "Institute") may conduct an election among eligible seafood processors, as defined in AS 16.51.180, who together produce at least fifty-one percent (51%) of the value of seafood products produced in Alaska in the given calendar year. Such seafood processors shall approve or reject a mandatory seafood marketing assessment to be levied at one of six levels on seafood products produced in Alaska, the assessment to be paid by all seafood processors who produce seafood products with an ex-vessel value of fifty thousand dollars (\$50,000) or more in a given year, in accordance with AS 16.51.120.

"AS16.51.120(g): A processor is not subject to, or liable for payment of an assessment under this section if the value...is less than \$50,000"

Such seafood marketing assessment shall be collected and deposited in the general fund of the State of Alaska (the "state") for the share deemed appropriate by the seafood processing industry (the "industry") of the cooperative seafood marketing effort between the state and the industry. Such seafood marketing assessment may be terminated under the procedures set forth in AS 16.51.130.

Section 2. CONTRIBUTIONS

Pursuant to AS 16.51.090(7), the Institute may solicit and receive contributions of money. The Institute may also attempt to derive revenue from other sources, including, but not limited to, government grants and contracts, private gifts, the sale of promotional materials, and other services.

Section 3. EXPENDITURES

- (a) The operating budget of the Institute shall be prepared and submitted in accordance with the Executive Budget Act (AS 37.07.010-37.07.130).
- (b) Administrative expenditures will be kept to a minimum in accordance with a budget approved by the Board of Directors.
- (c) After administrative costs, the balance of the Institute's revenue will be used to promote the sale of Alaska seafood in domestic and international markets, (and to) develop quality assurance programs. Funds may also be made available for special promotions or other purposes at the discretion of the Board of Directors.
- (d) Budget planning and expenditures will take place according to the guidelines established in Article VI of these Bylaws.

ARTICLE III BOARD OF DIRECTORS

Section 1. NUMBER AND COMPOSITION

The management of the Institute shall be vested in a Board of Directors, consisting of seven (7) voting members, who shall be appointed by the governor of the state. The composition of the Board of Directors shall be as follows:

- (a) Four (4) members of the Board of Directors shall be seafood processors, Four of which must have an annual payroll in the state in the amount of more than \$2,500,000 or more, one of the seafood processors must have an annual payroll in the state of \$50,000-\$2,500,000;
- (b) Two members of the Board of Directors must be engaged in commercial fishing.

Section 2. TERM OF OFFICE

The members of the Board of Directors of the Institute shall serve staggered terms of three (3) years, and an appointee to fill a vacancy shall hold office only for the balance of

the term for which his or her predecessor was appointed. Initial appointments to the Board of Directors occurring other than by expiration of term shall be filled in the same manner as the original appointment, but for the unexpired term only.

Section 3. REMOVAL AND VACANCIES

The members of the Board of Directors shall serve at the pleasure of the governor and may be removed by the governor at any time with or without cause. A vacancy on the Board of Directors occurring other than by expiration of term may be filled in the same manner as the original appointment, but for the unexpired term only.

Section 4. QUORUM

Four members of the Board of Directors shall constitute a quorum for the transaction of business and the exercise of the powers and duties of the Board of Directors.

Section 5. COMPENSATION

Members of the Board of Directors and Committees shall receive no salary but are entitled to per diem and travel expenses authorized by law for other state boards and commissions under Alaska Statute AS 39.20.180.

Section 6. MEETINGS

Regular meetings of the Board of Directors shall be held. The board shall determine the number of times a year they meet. Meetings shall occur at the call of the Chairman, as defined in Article IV, Section (3) of these Bylaws, or upon the written request of two (2) members of the Board of Directors. Meetings shall be held at such time and place as stated in the call. The Secretary of the Institute shall provide written notice of a meeting at least ten (10) days prior thereto.

Section 7. EMPLOYMENT OF EXECUTIVE DIRECTOR AND PERSONNEL

The Board of Directors shall employ and determine the salary of the Executive Director. The Executive Director shall be an employee of the Institute approved by the Board of Directors. The Executive Director shall receive such salary and be employed for such term and under such provisions as shall be agreed to by the Board of Directors. The Executive Director shall direct the Institute's affairs, subject to the supervision of the Chairman and the Board of Directors. The Executive Director shall be an ex officio member of all committees, but without the right to vote. The Executive Director may, with the approval of the Board of Directors, select and appoint additional employees to assist in the day to day operations of the Institute as necessary. They shall be salaried and employed for such duration as the Executive Director deems warranted. Such employees shall report to the Executive Director and carry such titles as deemed appropriate to the exercise of their duties. The Executive Director and all employees are in the exempt service of state government employees.

Section 8. POWERS

Pursuant to AS 16.51.090, in carrying out the powers of the Institute, the Board of Directors may:

- (1) adopt, alter, and use a corporate seal;
- (2) prescribe, adopt, amend and repeal bylaws;
- (3) sue and be sued in the name of the Institute;
- (4) enter into any agreements necessary to the exercise of its powers and functions;
- (5) cooperate with a public or private board, organization, or agency engaged in work or activities similar to the work or activities of the Institute, including entering into contracts for joint programs of consumer education, sales promotion, quality control, advertising and research in the production, processing, or distribution of seafood;
- (6) conduct, or contract for, scientific research to develop and discover health, dietetic, or other uses of seafood harvested and processed in the state;
- (7) receive contributions of money from persons;
- (8) establish offices in the state and otherwise incur expenses incidental to the performance of its duties;
- (9) appear on behalf of the Institute before boards, commissions, departments, or other agencies of municipal, state or federal government;

- (10) acquire, hold, lease, sell, or otherwise dispose of property, but such property is limited to that which is necessary to the administrative functioning of the office of the Institute;
- (11) establish and maintain one or more bank accounts for the transaction of the Institute's business;
- (12) prepare market research and product development plans for the promotion of any species of seafood and their by-products that may be harvested in the state and processed for sale.
- (13) establish committees related to the marketing of salmon and salmon products; the board shall, to the extent practicable, appoint equal numbers of seafood processors and persons engaged in commercial fishing to the committees.

Section 9. DUTIES

Pursuant to AS 16.51.100, the Board of Directors shall:

- (1) conduct programs of education, research, advertising, or sales promotion designed to accomplish the purposes of the Institute;
- (2) promote the species of seafood and their by-products that are harvested in the state and processed for sale;
- (3) develop market-oriented quality specifications for Alaska seafoods to be used in fostering a high quality image for Alaska seafood in domestic and world markets, and adopt and distribute recommendations regarding the handling of seafood from the moment of capture to final distribution;
- (4) prepare market research and product development plans for the promotion of the species of seafood and their by-products that are harvested in the state and processed for sale;
- (5) submit an annual report to the governor and the legislature describing the activities of the Institute;
- (6) develop marketing programs based on the "inspection" and "premium quality" seals designed under [AS 17.20.066](#) and use the seals in advertising and promotion efforts of the institute.

Section 10. PROHIBITED PROMOTION

Pursuant to AS 16.51.110, the Board of Directors may not promote or make any contract that promotes seafood by:

- (a) geographic origin other than from the state generally;

(b) geographic region of the state; or

(c) specific brand name.

ARTICLE IV

OFFICERS

Section 1. NUMBER

The officers of the Institute shall be a Chairman, a Vice-Chairman, and a Secretary.

Section 2. METHOD OF ELECTION

(a) The Chairman and Vice-Chairman shall be elected by and from the Board of Directors and shall serve a term of two years or until his or her successor is elected and qualified. Elections will be held at every other spring meeting. Nominations will be taken from the floor. An officer's term of service is not limited to a single term. A majority of a quorum present shall be necessary to elect any and all officers.

(b) The Secretary shall not be elected; the Executive Director of the Institute shall be designated as its Secretary.

Section 3. CHAIRMAN

The Chairman shall preside at the meetings of the Board of Directors and shall be an ex officio member, with the right to vote, of all committees. The Chairman shall, at the meetings of the Institute and such other times as he or she deems proper, communicate to the Institute or to the Board of Directors such matters and make such suggestions as may in the Chairman's opinion tend to promote the prosperity and welfare and increase the usefulness of the Institute, and shall perform such other duties as are necessarily incident to the office of Chairman, or as may specifically be delegated to him or her by the Board of Directors.

Section 4. VICE-CHAIRMAN

During the absence or disability of the Chairman, the Vice-Chairman shall perform all of the duties of the Chairman. The Vice-Chairman shall have such other powers and discharge such duties as may be prescribed by the Board of Directors.

Section 5. SECRETARY

The Secretary shall issue required notices for all meetings; shall attend and keep minutes of all meetings of the Board of Directors; shall have charge of the corporate seal and corporate books; shall attempt to assure that all actions required of the Institute are being performed, whether such actions are to be taken by employees or other entities appointed for any given purpose of the Institute; shall make such reports and perform such other duties as are incident to the Office of Secretary, or are properly required of him or her by the Board of Directors; and shall devote his or her best efforts to forwarding the business and advancing the interests of the Institute. During the absence or disability of the Secretary, the Board of Directors may appoint a Secretary pro tem. The Executive Director will function as the Secretary.

Section 6. DELEGATION

In the case of the absence or the inability to act of any officer of the Institute and of any person herein authorized to act in his or her place, the Board of Directors may from time to time delegate the powers or duties of such officer to any other officer, director or other person whom it may select.

Section 7. OTHER OFFICERS

The Board of Directors may appoint such other officers and agents as it shall deem necessary or expedient, who shall hold their offices from such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the Board of Directors. The Board may offer ex-officio board positions to representatives from the Alaska Governor's office, the Department in which ASMI resides and the Alaska State Legislature. These ex-officio members will be non-voting positions on the ASMI Board.

Section 8. VACANCIES

Vacancies in any office may be filled by the Board of Directors at any meeting of the Board.

Section 9. REMOVAL

Any officer or other agent of the Institute elected or appointed by the Board of Directors may be removed at any time, with or without cause, by the affirmative vote of a majority of the entire Board of Directors. Any such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 10. LOANS

No loans shall be made by the Institute to any officer.

Section 11. BONDS

The Board of Directors may, by resolution, require any or all of the officers and agents of the Institute to give bonds to the Institute, with sufficient surety or sureties, conditioned for the faithful performance of the duties of their respective offices or positions, and to comply with such other conditions as may from time to time be required by the Board of Directors.

Section 12. REMUNERATION

The officers, except the Secretary, shall serve without compensation.

ARTICLE V
COMMITTEES

Section 3. SEAFOOD TECHNICAL COMMITTEE

There is hereby established a Seafood Technical Committee which shall consist of not more than fifteen (15) members, who shall be appointed by the Chairman and ratified by the Board of Directors. The Chairman, in his or her selection of appointees, shall provide for balanced representation of all sections of the industry. The Seafood Technical Committee shall study and make recommendations to the Board of Directors regarding the development of market-oriented quality specifications for Alaska seafoods to be used in developing a high quality image for Alaska seafood in domestic and world markets, and to adopt and distribute recommendations regarding the handling of seafood from the moment of capture to final distribution, in accordance with Article III, Section 9 (c) of these Bylaws.

(a) There shall be established on an as-needed basis advisory sub-committees made up of Seafood Technical Committee members appointed by the Chairman of the Seafood Technical Committee, which shall report to the full Committee. Each sub-committee shall make recommendations regarding the handling and quality specifications for different species and product forms harvested in Alaska.

Section 4. OTHER COMMITTEES AND SUB-COMMITTEES

The Board of Directors, by resolution adopted by a two-thirds majority of the directors in office, may designate and appoint such other advisory committees and sub-committees as the Board of Directors shall deem appropriate. Committee vacancies shall be filled at the discretion of the Chairman of the Board with preference given to qualified and interested board members. The committees shall have and exercise such authority as is provided for in the resolutions of the Board of Directors which establish said committees.

Section 5. GENERAL

The establishment, designation or appointment of any committee and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual director, of any responsibility imposed upon him or her by law. Each committee so established, designated or appointed shall keep regular minutes of the transactions of its meetings and shall cause such minutes to be recorded in books kept for that purpose in the office of the Institute.

Section 6. QUORUM OF COMMITTEES

A majority of any committee shall constitute a quorum for the transaction of business, unless any committee shall, by a majority vote of its entire membership, decide otherwise.

Section 7. APPOINTMENT OF COMMITTEE CHAIRMEN AND VACANCIES ON COMMITTEES

Committee members shall elect committee chairs. Chairs shall serve a 2-year term. The chairs can serve more than one term provided the terms are not contiguous. The Board Chairman shall designate replacements to fill any vacancy on any committee; any such replacements shall be ratified by the Board of Directors at the next meeting of the Board of Directors.

ARTICLE VI
BUDGETING AND EXPENDITURE CONTROL

Section 1. ANNUAL BUDGETING

The Executive Director shall present to the Board of Directors the proposed budget for a given fiscal year in advance of submission of the Institute's total budget to the Legislature for authorization of expenditure of state funds. The Board shall take action to approve the submission to the Legislature.

Section 2. EXPENDITURE CONTROL

It shall be the responsibility of the Executive Director to approve all expenditures of Institute funds in accordance with the budgets approved by the Board of Directors

Section 3. EXPENDITURE REPORTING

The Executive Director shall establish a system to provide a monthly report of all expenditures, to show all budget categories as approved by the Board of Directors, with authorization level, funds expended, and balance remaining. Quarterly, the expenditure report shall also list funds obligated and show projections of full annual expenses for all budget categories. Financial reports shall be provided to the Board of Directors at each meeting and quarterly reports to all directors.

ARTICLE VII
SEAL

The Seal of the Institute shall be in such form and bear such inscription as may be adopted by resolution of the Board of Directors.

ARTICLE VIII
LIMITATION OF LIABILITY AND INDEMNIFICATION

No member of the Board of Directors shall, solely by reason of being or having been a director, be subject to any liability to any party in connection with the property or affairs of the Institute. The Institute shall indemnify present and former directors of the Institute, their representatives and present and former officers of the Institute against all claims, liabilities, and reasonable legal and other expenses of defense, whether such claims proceed to judgment or are settled or otherwise brought to a conclusion, to which the same may become subject solely by reason of being or having been a director, such representative or officer. The rights accruing under this Article VIII shall not exclude any other rights to which such director or officer may be lawfully entitled, nor shall anything herein contained restrict the right of the Institute to indemnify or reimburse such director or officer in any appropriate situation even though not specifically provided herein.

ARTICLE IX
DISSOLUTION

In the event of the dissolution of the Institute, any assets thereof remaining after paying or adequately providing for the debts and obligations of the Institute and expenses of dissolution shall be returned to the General Fund of the State of Alaska.

ARTICLE X
AMENDMENTS

These Bylaws may be altered, amended or repealed and any new bylaw may be adopted by a two-thirds vote of all the directors of the Institute, but only if notice of the proposed amendment has been included in the notice calling the meeting.

ARTICLE XI
FISCAL YEAR

The fiscal year of the Institute shall be same as that of the State of Alaska: July 1 to June 30.

ARTICLE XII
GENERAL PROVISIONS

The division of these Bylaws into articles, sections and paragraphs is for convenience only, and such divisions and subdivisions and captions shall not affect the meaning or interpretation of these Bylaws. Personal pronouns, whether expressed in the masculine or feminine, shall be read as applying to all genders wherever applicable.

I hereby certify that these Bylaws are adopted by a majority of all of the directors of the Board of Directors at a meeting duly called and held on the 18th Day of September 2018.



Alexa Tonkovich
Secretary