

**Marine Debris Foundation
Spring Board Meeting
June 13 & 14, 2023
Meeting Minutes**

June 13th, 2023

In attendance (listed alphabetically)

- **Melvin Alvarez**, Grants Program Associate, 11th Hour Racing (Board Member)
- **Scott Cassel**, CEO of the Product Stewardship Institute (Board Member)
- **Julianne Curry**, Fisherman, Icicle Seafoods, (Board Member)
- **Lt. Shelley Devereaux**, Program Coordination Officer, NOAA National Ocean Service
- **Ginny Eckert**, Marine Debris Foundation Chair, Director of Alaska Sea Grant (Board Member)
- **Ya'el Seid-Green**, Communications and Policy Specialist, NOAA Marine Debris Program
- **Jenna Jambeck**, Professor, University of Georgia (Board Member)
- **Lt. Michelle Levano**, Flag Aide, NOAA National Ocean Service
- **Sherry Lippiatt**, Commercial Lead, Scoot Science (Treasurer)
- **Nick Mallos**, Vice President of Conservation, Ocean Conservancy (Board Member)
- **Erica Nuñez**, Plastics Program Officer, The Ocean Foundation (Vice-Chair)
- **Alexandra Refosco**, Marine Debris Foundation Secretary, The Ocean Foundation
- **Jessica Seevers**, The Ocean Foundation, Meeting Facilitator
- **Rick Spinrad**, Under Secretary of Commerce for Oceans and Atmosphere and NOAA Administrator, Department of Commerce (Board Member)
- **Neil Tangri**, Science and Policy Director, GAIA (Board Member)
- **Carrie Thompson**, (Board Member)
- **Nancy Wallace**, Director of the Marine Debris Program, NOAA

Notes

1. Welcome, Introductions, and Agenda Setting (Open)
 - 1.1. The Marine Debris Foundation (MDF) Spring Board Meeting day 1 began at 1:59 p.m. Eastern Time.
 - 1.2. Began the meeting by welcoming the board and noting it has been one year since the Marine Debris Foundation's first organizational board meeting.
2. Public Comment (Open)
 - 2.1. There were no public comments.
3. Updates and Approve Meeting Minutes (Open)
 - 3.1. Noted the February meeting minutes are in the board packet.
 - 3.1.1. Suggested an edit in 2.6 to correct the reference to the White House, not Whitehouse to distinguish from the Senator. The edit was noted and made in the meeting minutes.
 - 3.1.2. Ginny entertained a motion to approve the meeting minutes.
 - 3.1.2.1. Rick makes the motion.

- 3.1.2.2. Carrie seconds the motion.
 - 3.1.2.3. No discussion and no objections.
 - 3.1.2.4. Meeting minutes approved unanimously.
- 4. Executive Committee (Open)
 - 4.1. Updates
 - 4.1.1. The MDF Website has been updated with the foundation's mission, vision, email address (info@marinedebrisfoundation.org), and a donate now button.
 - 4.1.2. The MDF received its IRS determination letter and MDF is a 501(c)3 as of March. The Executive Committee met with The Ocean Foundation's (TOF) financial person and they discussed getting the MDF a bank account and filing taxes. It was decided that TOF will continue to take care of taxes and to wait on opening a bank account until an Executive Director was hired.
 - 4.1.3. The grant portion of the Department of State (DoS) could be moved to this bank account, but all current funding for MDF is a separate sub-account in which TOF holds funds exclusively for MDF. TOF acts as an administrator of the DoS grant and all current funds. This relationship regarding financing will stay the same at least until an Executive Director (ED) is on board.
 - 4.1.4. Addressing engaging on the international front, the MDF has yet to begin this work. The plan is to hold webinars with DoS and USAID similar to the webinars held last summer. This could be a way to learn about what is going on internationally, but no decision has been made on the timing of these webinars. Opened the timeline question to the group, asking when should the webinars be held sooner or later. Also acknowledged that the first webinar would likely be with the Department of State.
 - 4.1.4.1. To keep the momentum going, we should host these sooner rather than later.
 - 4.1.4.2. Agreed and thought sooner and noted it would be good to have recordings of these so the ED could catch up quickly. This is one way of kick-starting international work and these would be a pretty light lift.
 - 4.1.4.3. Noted they should be done before we do new grants.
 - 4.2. Treasurer's Report
 - 4.2.1. To date the total expenses equal \$47,390 with a remaining \$938,610. The current funding is from the DoS grant, total amount spent through March 2023.
 - 4.2.2. The current funding is going toward TOF Admin, TOF personnel costs, and other expenses (web hosting, travel for the winter board meeting, and contracts). In the future, there will be expenses for contracts such as DRG and state charitable solicitation paperwork.
 - 4.2.3. No questions were raised by the board regarding finances.
 - 4.3. National Oceanic and Atmospheric Administration Memorandum of Agreement

- 4.3.1. The draft Memorandum of Agreement (MOA) has gone through National Oceanic and Atmospheric Administration (NOAA) leadership and counsel, it is present in the board packet, on page 32. A version specific for MDF Board commenting/editing is available for board members to review.
- 4.3.2. The Executive Committee can start capturing feedback now from the board. Additionally, Nancy is here if the board has any questions.
- 4.3.3. NOAA MDP noted how helpful this would be based on the Save Our Seas 2.0 Act (SOS 2.0 Act). This is something we want to keep moving, but there is no rush to approve this as the ED is not yet hired and there will likely be a longer approval process. This MOA was modeled after the National Marine Sanctuaries Foundation. Once they have MDF's feedback and both parties agree on contents, they will go through the formal process which will take roughly 60-90 days.
- 4.3.4. Noted waiting on the ED makes sense. Is there anything the board can do to get started and if there are any benefits for beginning now?
 - 4.3.4.1. NOAA MDP noted the draft MOA is available on page 32 of the board packet, it outlines the key components of the agreement, but NOAA is open to comments and can work on getting it so everyone is in agreement.
 - 4.3.4.2. Why is it important to wait for the ED, should the board try to move it forward now? As MDF is starting to do grantmaking and the ED hiring is a little further out.
 - 4.3.4.2.1. Noted that we have a great working relationship with NOAA's MDP and having Rick on the board ensures MDF has very good connections. This just formalizes the relationship, but both are already quite engaged with regular avenues of communication.
 - 4.3.4.3. Noted this will set up how the MDF and NOAA will communicate indefinitely, so it is very important for consistency and making sure both parties have the best relationship over the long term.
 - 4.3.4.4. NOAA MDP replied that it is of course up to the board, but noted 4.3.4.2 is great point. As MDF moves forwards, MDP is very open to setting up a meeting and would like to work on the MOA.
- 4.3.5. Added that at this point, the Executive Committee has not yet finished a formal review and is waiting on the ED.
- 4.4. Nominate and Confirm Secretary
 - 4.4.1. In an effort to move forward with making MDF more independent, we are looking to make a change to the positions. When the organization was set up a staff member from The Ocean Foundation, Alexandra Refosco, was made Secretary of the Board to help facilitate work, but as the board transitions to become more independent we are looking for a board member to step up and serve as Secretary. Ginny added that it will also be wonderful to add another board member to the Executive Committee.

- 4.4.2. This description is considered standard for a board secretary, and it is very important that the board has a Secretary and highly encourages it, even though the bylaws only specify Treasurer or Secretary.
 - 4.4.3. Is there an option for this position to be paid? In some cases, it is a clerk position and they are a paid person to take notes, but it is a lot of work. What are the options with the funding?
 - 4.4.3.1. Noted that this description of a clerk is less standard, it is atypical for a staff member to be in board meetings to take notes. Having these duties be performed by a Secretary is not an abnormal request to ask of a board, it is very standard. As far as paying for this position, MDF can fundraise for that, but the DoS does not specify funding for this.
 - 4.4.3.2. Board member noted that they believe it is not abnormal for a staff member to take notes.
 - 4.4.4. Asked when the ED is brought on, so the future, what expectations will there be for the ED to support the Secretary.
 - 4.4.4.1. Replied that at this point the bulk of the DoS grant is for the ED. This is where the MDF's work is cut out for them.
 - 4.4.5. Opens the floor for nominations and this includes self-nominations. After no one replies, Ginny added that she did foresee this happening, and asked the board to please think about this and consider if anyone could step up, and mentioned that it will be discussed further at tomorrow's meeting.
 - 4.4.6. That is the end of the open sessions.
5. Strategy Discussion (Closed)
- 5.1. Policy/Outreach Committee
 - 5.1.1. Ginny entertains a motion to create a Policy Engagement Committee, and the duties and draft description can be tweaked as they develop this.
 - 5.1.1.1. Julianne is so moved.
 - 5.1.1.2. Neil seconds the motion.
 - 5.1.1.3. No discussion and no objections.
 - 5.1.1.4. Motion to create a Policy Engagement Committee passes unanimously.
 - 5.1.1.5. Committee members are Ginny, Julianne, Carrie, and Scott.
 - 5.2. MDF Values and Definitions
 - 5.2.1. Ginny reads the new definitions and values.
 - 5.2.1.1. Carrie moves to accept.
 - 5.2.1.2. Neil seconds.
 - 5.2.1.3. No discussion and no objections.
 - 5.2.1.4. Values and definitions have been accepted.
6. Executive Director Search Committee (Closed)
- 6.1. Ginny entertains a motion to approve the Executive Director position description in its current form.
 - 6.1.1. Rick so moved.

- 6.1.2. Nick seconds the motions.
 - 6.1.3. No discussion and no objections.
 - 6.1.4. Motion to approve the Executive Direction position description passes unanimously.
7. Wrap-up (Open)
- 7.1. Tomorrow will focus on the Grantmaking and Fundraising strategies but will begin tomorrow with any nominations for Secretary.
 - 7.2. This meeting will continue tomorrow as we are right at the hour, the meeting concludes for the day at 4:00 p.m. ET.

June 14th, 2023

In attendance (listed alphabetically)

- **Melvin Alvarez**, Grants Program Associate, 11th Hour Racing (Board Member)
- **Scott Cassel**, CEO of the Product Stewardship Institute (Board Member)
- **Julianne Curry**, Fisherman, Icicle Seafoods, (Board Member)
- **Lt. Shelley Devereaux**, Program Coordination Officer, NOAA National Ocean Service
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- **Neil Tangri**, Science and Policy Director, GAIA (Board Member)
- **Carrie Thompson**, (Board Member)

Notes

1. Welcome, and Previous Day Recap (Open)
- 1.1. The Marine Debris Foundation (MDF) Spring Board Meeting day 2 began at 12:01 p.m. Eastern Time.
 - 1.2. Began the meeting by welcoming everyone and reviewing yesterday's activities.
 - 1.3. Asked about the Secretary.
 - 1.3.1. Noted that the MDP provided funding to TOF and there are some additional resources. There is some money there for support there to help incentivize someone to volunteer to be Secretary.
 - 1.3.2. No volunteers.
 - 1.3.3. One board member said they may volunteer to be Secretary if there is no note-taking duties at meetings

- 1.3.3.1. Noted that we can work to lessen the workload on the Search Committee if that would help the member want to take on the duties of the Secretary.
 - 1.4. Timing of the next meeting
 - 1.4.1. It would be beneficial to schedule a year in advance. Will target some months and will send out polls for the next series of meetings.
2. Fundraising Strategy Committee (Closed)
 - 2.1. Board consensus for target fundraising amount presented by the committee.
3. Grantmaking Strategy Committee (Closed)
 - 3.1. Ginny calls for support and would accept a motion to accept the presented document as a path forward with edits based on today's feedback with all comments due by the end of Monday.
 - 3.1.1.1. Carrie makes the motion to approve the living documents.
 - 3.1.1.2. Rick seconds the motion.
 - 3.1.1.3. Discussion: Clarified that the board has until June 19 to provide feedback. An email will be sent out following this meeting.
 - 3.1.1.4. No objections.
 - 3.1.1.5. The motion to approve the living grantmaking documents passes unanimously.