



Solutions for the Future

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Board of Directors Regular Scheduled Board Meeting

Tuesday, January 21, 2025, at 6:00 p.m.

800 Kenny Wren Road

Nushagak Cooperative Conference Room

MINUTES

Call to Order: Board Vice President, Henry Strub, called the Regular Scheduled Board of Directors Meeting to order on Tuesday, January 21, 2025, in the Nushagak Cooperative Board Room. The time was 6:01 p.m.

Directors Present: *(Quorum Established)*

Henry Strub, Vice President
Pete Andrew, President (Zoom)
Annie Fritze, Secretary
James Hall, Treasurer

Wanda Wahl, Director
Bruce Baltar, Director
Jean Barrett, Director
Mark Lisac, Director

Directors Absent: Sue Flensburg, Director

Staff Present: Will Chaney, CEO/GM
Deon Lopez, Comptroller
Michael Timmerman, Telecom Operations Manager (Zoom)
Heidi Savo, Customer Service Representative

Guests: Rebekah Fonkert, Member (Zoom)
Sean Ellenson, McMillen

Approval of Agenda: Mark Lisac motioned, and Annie Fritze seconded the motion to approve the January 21, 2025, Regular Scheduled Board Meeting Agenda with the following addition to

X: Director Items:

D. Presentation: Nuyakuk Falls Hydroelectric Project, Transmission Line and Operations Update by Sean Ellenson with McMillen

E. Executive Session. AS 10.25.175 Board Meetings Open; Exceptions; Remedy (C3) matters discussed with an attorney for the cooperative, the immediate knowledge of which could have an adverse effect on the legal position of the cooperative.

The motion carried 8-0

Approval of Minutes: Jean Barrett motioned, and James Hall seconded the motion to approve the December 17, 2024, Regular Scheduled Board Meeting Minutes as submitted.

The motion carried 8-0.

Guests and Member Comments: No comments made.

Reports:

- A. Will Chaney, CEO/GM – Will Chaney gave an overview of his written report. Mark Lisac asked for an update on the fiber build in Levelock. Will Chaney explained that due to warm weather conditions there have been delays in the fiber build; colder temperatures are forecasted for next week.
- B. Michael Timmerman, Telecom Operations Manager – No questions at this time.
- C. Electric Operations Manager (vacant) – No questions at this time.
- D. Deon Lopez, Comptroller – Annie Fritze inquired if the Statement of Work and Master Service Agreement provided by the Consultant & Audit Firm, Moss Adams, will be used to address the deficit in Division #2 (Telephone). Deon Lopez explained that by working with Moss Adams Nushagak would be able to identify accounting practices and procedures that can be implemented or modified and possibly identify deficiencies and miscoding.

James Hall followed up with asking if the Division #2 deficit was due to miscoding. Deon Lopez explained that the 2024 budgeted expected revenue generated by internet packages was miscalculated by approximately 50%; Nushagak has lost more than 500 internet accounts.
- E. Angela Thames, Business Office Manager – No questions at this time.

Safety Moment: Work Safe: A Neutral is Not a Ground, A Ground is Not a Neutral

Discussion/Review:

- A. General Board Discussion – Mark Lisac spoke about the Lunch and Learn classes that he has recently participated in, as well as upcoming events.
- B. General CEO Discussion – Will Chaney responded to three callouts over the weekend; two utility and one internet.

Alaska Directional completed 8 miles of fiber construction as well as continued to run fiber into the conduit that is buried.

The fiber hut in Ekwok is placed and Avec is on-site for utility construction.

Telephone Technician, Jeff Fonkert turned in his resignation, his last day of employment will be Wednesday, January 22, 2025.

Action Items:

- A. **Resolution 2025–01 Patronage Capital – Early Retirement of Estates.** Wanda Wahl motioned to approve Resolution 2025 – 01 and James Hall seconded the motion.

The motion carried 8-0

- B. **Approve Resolution 2025-02 Wells Fargo Credit Card Holders.** Wanda Wahl motioned to approve Resolution 2025 – 02 and James Hall seconded the motion.

The motion carried 8-0

- C. Mark Lisac motioned to approve the 2025 Proposed Organizational Chart and Wanda Wahl seconded the motion.

The motion carried 8-0

Director Items:

- A. Future Board Items/New Business – None at this time.
- B. Unfinished Business – None at this time.
- C. Future Meetings & Conference Dates:

1. ATA 2025 Winter Conference, January 19 – 22, 2025, Waikoloa, HI
2. APA State Legislative Conference, Feb 5 – 6, 2025, Juneau, AK
3. ATA Annual Meeting, May 12 – 14, 2025, Kodiak, AK
4. APA & AIE Annual Meeting, Aug 5 – 8, 2025, Cordova, AK

C. Sean Ellenson with McMillen gave a PowerPoint Presentation on the Nuyakuk Falls Hydroelectric Project, Transmission Line and Operations Update. Mr. Ellenson touched on potential transmission line routes, a recap of Nushagak's 2022 power generation (kW) and a projected system demand which included Dillingham/Aleknagik, New Stuyahok/Ekwok/Levelock and Koliganek. Mr. Ellenson also spoke about probable project operations, projected diesel consumption and potential annual diesel cost savings per year.

E. **Call for Executive Session. AS 10.25.175 Board Meetings Open; Exceptions; Remedy (C3)** matters discussed with an attorney for the cooperative, the immediate knowledge of which could have an adverse effect on the legal position of the cooperative.

James Hall motioned, and Annie Fritze seconded the motion to move into Executive Session. The motion passed 8-0. The time was 7:36 pm.

Jean Barrett motioned, and Mark Lisac seconded the motion to move out of Executive Session. The motion passed 8-0. The time was 8:18 pm.

Adjournment: James Hall motioned, and Annie Fritze seconded the motion to adjourn and with no further business to come before the board, Board Vice President Henry Strub adjourned the January 21, 2025, Regular Scheduled Board of Directors Meeting. The time was 8:18 pm.

The motion carried 8-0.

Respectfully Submitted By:



Angela Lopez, Executive Secretary/HR Generalist 2/18/2025
Date

Approved By:



Annie Fritze, Secretary 2/18/2025
Date

