



Solutions for the Future

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Regular Scheduled Board of Directors Meeting

Tuesday, February 18, 2020

Nushagak Cooperative Board Room, 7:03 p.m.

MINUTES

Call to Order: Board President, Peter Andrew called the Regular Scheduled Board of Directors Meeting to order on Tuesday, February 18, 2020 in the Nushagak Cooperative Board Room. The time was 7:02 p.m.

Directors Present: *(Quorum Established)*

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|---------------------------------|-------------------------|
| Peter Andrew, President | Annie Fritze, Secretary |
| Henry Strub, Vice-President | Wanda Wahl, Director |
| Bruce Baltar, Director | Chris Napoli, Director |
| Sue Flensburg, Director (phone) | |

Directors Absent: Todd Radenbaugh, Director
Steve Noonkesser, Treasurer

Staff Present: Robert Himschoot, CEO/GM
Bob Armstrong, Electric Operations Manager
Gayla Powers, Human Resource Generalist

Guests:

Josh Bullock
Tony Zoch
Dirk Williams
Peter Heyano

Approval of Agenda: Henry Strub motioned and Annie Fritze seconded the motion to approve the February 18, 2020 Regular Scheduled Board Meeting agenda with the addition of an executive session. The motion carried 7-0.

Approval of Minutes: Chris Napoli motioned and Wanda Wahl seconded the motion to approve the January 21, 2020 Regular Scheduled Board Meeting Minutes with changes. The motion carried 7-0.

Reports:

- A. Bob Himschoot – Submitted a written report. Annie Fritze asked for clarification on the closed work order on the \$11.4 mil grant where Mr. Himschoot states that we will continue to work on the Control Center under separate work order and she wanted to know where that budget would come from. Mr. Himschoot stated that it is still part of the grant money but under a different work order.
- B. Angie Venua – Submitted a written report.
- C. Angela Thames – Submitted a written report.
- D. Bobby Armstrong – Submitted a handout report.
- E. Trung Vo – Submitted a written report. Chris Napoli asked about the information on Trung's report and what the update is. Trung stated that we hired a technician but at the time of the report he hadn't been hired.

Introduction of Guests and Member Comments:

Dirk Williams—joining as a member/owner.
Peter Heyano— joining to listen
Tony Zoch— joining to learn also running for a seat on the board.

Safety Moments: Bobby Armstrong presented the safety moment.

Discussion/Review:

Wanda Wahl gave a power point presentation on the ATA Winter Conference in Hawaii.

Mr. Himschoot presented the draft form of the new presentation of the hydro project.

- A. General Board Discussion–
- B. General CEO Discussion – Robert Himschoot stated that the auditors are at Nushagak doing the audit. He stated that presentation for the hydro project are coming up at the following: March 4 at SWMAC in Anchorage, April 3-4 at WASIC, April 7 at the Sustainable Bristol Bay, April 20 study plan review in Anchorage with FERC, April 22 meeting in DLG with FERC, and April 23 to the transportation committee at BBNA. He stated that he is

working with KHE on the board policies. Draft should be ready for first review of the draft possible in April-May time frame. Microwave update is that we are waiting for weather to clear but the good news is that it was a harsh winter and all the structures are looking very good. Mr. Himschoot stated that are looking at a 90 day stay with the City of Dillingham on our tax exempt status. Mr. Himschoot stated that Nushagak's did an outreach on the rate change. Angie is working with Brenda Cox at the RCA to get the new financials in to work on the PCE.

Action Items:

- A. **Resolution 2020-02** Tariff Changes Electric Rates (correction for Resolution 2020-01). Chris Napoli motioned and Bruce Baltar seconded the motion to approve Resolution 2020-02. The motion carried 7-0.
- B. **Resolution 2020-03** USA ReConnect Program Bruce Baltar motioned and Chris Napoli seconded the motion to approve resolution 2020-03. The motion carried 7-0.

Director Items:

Future Board Items- None

Unfinished Business- None

Future Meetings & Conference Dates:

AIE Investment Review Committee, Juneau, AK February 13, 2020
Nushagak Cooperative's Annual Meeting, Dillingham, AK March 31, 2020

Adjournment- Wanda Wahl motioned and Chris Napoli seconded the motion to adjourn the February 18, 2020 Regular Scheduled Board of Directors Meeting at 8:29 p.m. The motion carried 7-0.

Respectfully Submitted By:

Gayla Powers, Human Resource Generalist 3/17/2020
Date

Approved By:

Annie Fritze, Secretary Date