



*Solutions for the Future*

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## **Regular Scheduled Board of Directors Meeting**

Tuesday, February 19, 2019

Nushagak Cooperative Board Room, 7:00 p.m.

### **MINUTES**

**Call to Order:** Board President, Pete Andrew called the Rescheduled Board of Directors Meeting to order on Tuesday, February 19, 2019 in the Nushagak Cooperative Board Room. The time was 7:00 p.m.

**Directors Present:**

Pete Andrew President  
Henry Strub, Vice President  
Bruce Baltar, Director  
Chris Napoli, Director (phone)

**(Quorum Established)**

Wanda Wahl, Director  
Annie Fritze, Secretary  
Todd Radenbaugh, Director

**Directors Absent:** Steve Noonkesser, Treasurer

**Staff Present:**

Robert Himschoot, CEO/GM  
Bob Armstrong, Electric Operations Manager  
Kelly Williams, Telecom Operations Manager  
Angie Venua, Senior Accountant  
Gayla Powers, Human Resource Generalist

**Guests: None**

**Approval of Agenda:** Wanda Wahl motioned and Bruce Baltar seconded the motion to approve the February 19, 2019 Regular Scheduled Board Meeting agenda with changes to switch action items F&G. The motion carried 7-0.

**Approval of Minutes:** Henry Strub motioned and Annie Fritze seconded the motion to approve the January 15, 2019 Regular Scheduled Board Meeting Minutes. The motion carried 7-0.

**Reports:**

- A. Bob Himschoot – Submitted a written report.
- B. Angie Venua – Submitted a written report.
- C. Angela Thames – Submitted a written report.
- D. Bobby Armstrong – Submitted a written report.
- E. Kelly Williams – Submitted a written report.

**Introduction of Guests and Member Comments:**

**Safety Moments:** Handout reviewed by Bob Armstrong

**Discussion/Review:**

- A. General Board Discussion– Wanda Wahl requested that if notice be given to members when electric bills are estimated when meter reads cannot be obtained and how that could affect their next billing cycle. Mr. Himschoot updated her on why estimations occurred and agreed that notice would be given to members if this issue arises again in the future. She also wanted to thank Kelly Williams for his graphs that have been added to the board reports. Todd Radenbaugh wanted further explanation on the issues with the analog channels. Kelly Williams updated the board on the issues and a timeline to have them fixed. Pete Andrew gave an update on his, Bob Himschoot and Bob Armstrong’s trip to Juneau and what was accomplished during this time and what it means for Nushagak’s hydro project and the positive information that came from it about the hydro project. Bruce Baltar asked for an update on possible federal funding for the hydro project. Mr. Himschoot gave an update on the progress. Annie Fritze gave an update that BBNA is looking at as far as grants for the hydro project. Henry Strub gave an update on APAs work on sharing use of power/telephone poles. Wanda Wahl also thanked Angie Venua for the new graphs in the board report.
- B. General CEO Discussion –Mr. Himschoot gave an update on the 2019 budget and projects for Division 1 and 2. He answered all board questions. Mr. Himschoot gave an update on the RUS loan. Chris Napoli asked about time tables on the current projects. Mr. Himschoot gave an update. Mr. Himschoot gave an update on the B4 microwave project. He and Kelly Williams answered all board questions. Mr. Himschoot gave an update on the Aldrich documents presented for Action Item F. Mr. Himschoot gave a reminder for the CFC training that will take place February 20, 2019. Mr. Himschoot also reminded the board of the presentation of the rate study on March 16, 2019 that will be presented by Mike Hubbard. Mr. Himschoot gave an update on the addition of Crystal Enkvist and Michael Rovito speaking at Nushagak’s annual meeting.

**Action Items:**

- A. **Resolution 2019-02** Approve PATRONAGE CAPITAL- EARLY RETIREMENT OF ESTATES. Henry Strub motioned and Bruce Baltar seconded the motion to approve. The motion carried 7-0.
- B. **Resolution 2019-03** Approve PATRONAGE CAPITAL- EARLY RETIREMENT OF ESTATES. Henry Strub motioned and Bruce Baltar seconded the motion to approve. The motion carried 7-0.
- C. **Resolution 2019-04** Approve PATRONAGE CAPITAL- EARLY RETIREMENT OF ESTATES. Henry Strub motioned and Bruce Baltar seconded the motion to approve. The motion carried 7-0.
- D. **Resolution 2019-05** Approve PATRONAGE CAPITAL- EARLY RETIREMENT OF ESTATES. Henry Strub motioned and Bruce Baltar seconded the motion to approve. The motion carried 7-0.
- E. **Approve Icicle special contract.** Henry Strub motioned and Todd Radenbaugh seconded the motion to approve. The motion carried 7-0.
- F. **Approval to Engage Aldrich CPA services.** Wanda Wahl motioned and Annie Fritze seconded the motion to approve. The motion carried 7-0.
- G. Add executive session.  
Wanda Wahl motioned to move into executive session and Henry Strub seconded the motion. The time was 7:50 pm. The motion carried 7-0  
**AS 10.25.175 Board Meeting Open: Exceptions: Remedy-(C1)** matters, the immediate knowledge of which would clearly have an adverse effect upon the finances of the public entity.  
**Motion:** Todd Radenbaugh motioned and Henry Strub seconded the motion to move out of Executive Session. The time was 8:00 pm. The motion carried 7-0.

**Director Items:** None

**Future Board Items-** None

**Unfinished Business-** None

