



Solutions for the Future

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Regular Scheduled Board of Directors Meeting

Tuesday, February 21, 2023

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

MINUTES

Call to Order: Board President, Pete Andrew called the Regular Scheduled Board of Directors Meeting to order on Tuesday, February 21, 2023, in the Nushagak Cooperative Board Room. The time was 7:00 p.m.

Directors Present: *(Quorum Established)*

Pete Andrew, President
Annie Fritze, Secretary
Sue Flensburg, Director

Bruce Baltar, Director (Zoom)
Chris Napoli, Director
Mark Lisac, Director

Directors Absent: Henry Strub, Vice-President
Wanda Wahl, Treasurer
Steve Noonkesser, Director

Staff Present: Will Chaney, CEO/GM
Angie Venua, Comptroller (Zoom)
Angela Thames, Business Office Manager
Angela Lopez, Executive Secretary/HR Generalist

Guests: None at this time

Approval of Agenda: Sue Flensburg motioned, and Annie Fritze seconded the motion to approve the February 21, 2023, Regular Scheduled Board Meeting Agenda.

The motion carried 6-0.

Approval of Minutes: Sue Flensburg motioned, and Chris Napoli seconded the motion to approve the January 17, 2023, Regular Board Meeting Minutes as submitted.

The motion carried 6-0.

Guests and Member Comments: None at this time.

Reports:

- A. Will Chaney – Annie Fritze asked for clarification on “Preparations for the 2023 study season taking place” under the Operationally section of Mr. Chaney’s report. Mr. Chaney explained that it is the Hydro 2023 Study Season. Additionally, Mrs. Fritze asked if “Working on the Park access extension, requesting 2 additional years” was also for Hydro. Mr. Chaney confirmed that it was.

Chris Napoli asked if Nushagak purchased fuel futures. Mr. Chaney explained that Nushagak has in the past purchased fuel futures and that he is currently watching the market.

Annie Fritze asked for an update on SalmonNet. Mr. Chaney explained that SalmonNet is a product of opportunity, and it would be something that Nushagak would be able to provide broadband to once the fiber project is complete. Mr. Chaney continues to attend SalmonNet meetings as an interested party.

- B. Angela Thames – Annie Fritze asked for a current count of the Internet accounts, Angela Thames answered that as of today, February 21, 2023, there is a total of 795 active internet accounts. The decline is possibly due to Starlink being newly available in Dillingham.
- C. Angie Venua – No questions were asked.

Safety Moment: Working in Cold Weather – A Chilling Danger was read by Will Chaney

Discussion/Review:

- A. Aldrich Engagement Letter – Angie Venua asked the board to review the Aldrich Engagement Letter which addressed a State Single Audit due to a grant award from Alaska Energy Authority (AEA). Signatures are needed from Board President Pete Andrew and CEO Will Chaney. A digital copy of the letter was asked to be emailed to the board.
- B. Right of Way Easements – Wanda Wahl requested to add Right of Way Easements to the February agenda. Ms. Wahl was not present to lead the discussion.

- C. Regular Scheduled Board Meeting Start Time – A discussion was held about the start time of the Regular Scheduled Board Meetings; some individuals feel that a 7 pm start time is late and would like to try a meeting start time of 6 pm. The Regular Scheduled Board Meeting in April will start at 6 pm. A permanent decision to change the start time of the meetings was not made.
- D. General Board Discussion – Sue Flensburg gave a verbal report on her attendance at the 2023 Alaska Telecom Association's Winter Conference that was held in Maui, HI. Pete Andrew, Sue Flensburg, Will Chaney and Angela Lopez also attended the conference.

Mark Lisac gave a verbal report on his trip to Juneau for the 2023 APA State Legislative Conference & Director Training. Henry Strub was also scheduled to attend but was unable to make it. Mr. Strub was able to teleconference into the APA Board meeting.

Pete Andrew asked if additional meetings have been scheduled in Juneau or DC. Mr. Chaney has talked with Larry Markley, but meeting dates have not been confirmed at this time.

Chris Napoli shared his appreciation for the Training Without Walls program that Bristol Bay Native Corporation puts on and is glad to see that Will Chaney is participating in the program.

Annual Meeting packets were delivered to the Post Office on February 17, 2023. Angela Thames continues to make arrangements for the Annual Meeting which will be held on March 21, 2023. It was suggested that Mr. David Bouker be honored with a plaque at the Annual Meeting and that the Dillingham Volunteer Fire Department be recognized as well.

- E. General CEO Discussion – CPR/First Aid and Customer Proprietary Network Information (CPNI) annual training for the staff was completed.

Earlier this year Nushagak sponsored the REAP Power Pledge Challenge for our region. Two local 4th grade classes won the challenge, as a part of the sponsorship NETC provided the winning classes with a pizza party while the Line Crew and Telephone Department put on a demonstration and spoke with the children; this event was hosted in the Combined Services Building.

Maintenance Inspection for the Muklung Tower has been scheduled for later this week; at that time Alaska Remote Imaging will be gathering 3D images of the tower, both inside and outside.

The bid documents for the Nerka Upgrade have been released. Nushagak staff worked with Bristol Engineering; there should be minimal conflicts with the telecom and utility services. The utility work that needs to be completed for this job has been contracted out.

Action Items:

- A. **Approve 2023 Proposed Operating Budget.** Chris Napoli motioned, and Sue Flensburg seconded the motion to approve the 2023 Proposed Operating Budget as submitted. The motion passed 6-0.

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. Nushagak Cooperative Annual Meeting, March 21, 2023, Dillingham, AK
 - 2. APA & AIE Safety Summit, April 6-7, Anchorage, AK
 - 3. NWPPA Annual Conference, May 14-17, 2023, Anchorage, AK
 - 4. Alaska Sustainable Energy Conference, May 22-25, 2023, Anchorage, AK
 - 5. ATA Annual Meeting, May 22-24, 2023, Cordova, AK
 - 6. APA Federal Legislative Conference, June 6-8, Washington, DC
 - 7. APA Annual Meeting, August 2023, Valdez, AK
- D. **Call for Executive Session. 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.

Sue Flensburg motioned, and Chris Napoli seconded the motion to move into Executive Session. The motion passed 6-0. The time was 8:44 pm.

Chris Napoli motioned, and Annie Fritze seconded the motion to move out of Executive Session. The motion passed 6-0. The time was 9:30 pm.

Adjournment: Chris Napoli motioned, and Annie Fritze seconded the motion to adjourn and with no further business to come before the board, Board President Pete Andrew adjourned the February 21, 2023, Regular Scheduled Board of Directors Meeting. The time was 9:31 pm. The motion carried 6-0.

Respectfully Submitted By:

Angela Lopez
Angela Lopez, Executive Secretary/HR Generalist

4/25/2023
Date

Approved By: *Annie Fritze*
Annie Fritze, Secretary

4/25/2023
Date

