



Solutions for the Future

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Regular Scheduled Board of Directors Meeting

Tuesday, April 16, 2019

Nushagak Cooperative Board Room, 7:01 p.m.

MINUTES

Call to Order: Board Vice-President, Henry Strub called the Regular Scheduled Board of Directors Meeting to order on Tuesday, April 16, 2019 in the Nushagak Cooperative Board Room. The time was 7:03 p.m.

Directors Present:

Henry Strub, Vice President
Annie Fritze, Secretary
Bruce Baltar, Director
Chris Napoli, Director

(Quorum Established)

Wanda Wahl, Director
Steve Noonkesser, Treasurer (phone)
Todd Radenbaugh, Director
Sue Flensburg, Director (phone)

Directors Absent: Pete Andrew, President

Staff Present:

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

Guests: Josh Bullock and Dirk Williams

Approval of Agenda: Chris Napoli motioned and Annie Fritze seconded the motion to approve the April 16, 2019 Regular Scheduled Board Meeting agenda. The motion carried 8-0

Approval of Minutes: Wanda Wahl motioned and Annie Fritze seconded the motion to approve the March 19, 2019 Regular Scheduled Board Meeting Minutes with changes. The motion carried 8-0.

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 Henry Strub.

Discussion/Review:

- A. General Board Discussion–Annie Fritze gave a brief update to the DC trip taken by Board President Pete Andrew, Bob Armstrong and herself and encouraged all board members to go and meet with their representatives to lobby for Nushagak. Sue Flensburg added comments. Wanda Wahl thanked the staff for the success of the annual meeting and was wondering why we ask for member ID upon registration. Mr. Himschoot said we would look into it. Sue Flensburg asked for the member count or percentage of members that attended the annual meeting. Mr. Himschoot said he would get back to her with the numbers. Chris Napoli asked if the members that were in attendance had any comments. Dirk Williams commented on ID at annual meetings and stated that is how it is anywhere he has worked. Josh Bullock asked for an update on the CableTV issues. Kelly Williams gave him an update.
- B. General CEO Discussion –Mr. Himschoot addressed the issue on calculating the fuel surcharge and what changes need to be changed. He answered all board questions. Mr. Himschoot gave an update the Hydro Project the bills heard in front of the House Fisheries Committee and in front of the Senate Resources. Mr. Himschoot also talked about a meeting with Alannah Hurley who was in opposition of the presented bills. Mr. Himschoot updated the board on the equipment auction and recommended that the proceeds be added to the scholarship fund. Wanda Wahl suggested that a mail out go to all the members before each equipment auction in the future. Mr. Himschoot updated the board on Nushagak's website update with information on SB110 & HB130 in regard to the PCE Endowment. Mr. Himschoot asked the board for clarification of implementing seasonal commercial electric rates. The board asked that resolutions be brought to the next board meeting for finalization and setting tariff for fuel surcharge. The board has asked Mr. Himschoot and Mr. Hubbard to present plans to the processor for the increase of seasonal rates.

Josh Bailey from Aldrich accounting firm presented the annual audit information to the board of directors. He and staff answered all questions presented by the board.

Action Items:

- A. **Resolution 2019-12** Approve PATRONAGE CAPITAL- EARLY RETIREMENT OF ESTATES. Wanda Wahl motioned and Chris Napoli seconded the motion to approve. The motion carried 8-0.
- B. Wanda Wahl motioned to move into executive session and Bruce Baltar seconded the motion. The time was 8:51 pm. The motion carried 8-0
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 Wanda Wahl seconded the motion to move out of Executive Session. The time was 9:18 pm. The motion carried 8-0.

Chris Napoli motioned and Wanda Wahl seconded the motion to approve the change of the organizational chart to add the position of Project Manager. The motion carried 8-0

Director Items: None

Future Board Items- None

Unfinished Business- None

Future Meetings & Conference Dates:

APA Federal Legislative Conference, Washington, DC June 4-6, 2019
Member Appreciation Day, Dillingham, AK June 14, 2019
2019 APA Annual Meeting, Juneau, AK August 21-23, 2019
NRECA Regions 7&9 Meeting, Sitka, AK September 24-26, 2019
NWPPA-APA Alaska Electric Utility Conference, November 18-21, 2019

Adjournment- Todd Radenbaugh called for the motion to adjourn and Wanda Wahl seconded the motion. With no further business to come before the board, Board Vice-President Henry Strub adjourned the April 16, 2019 Regular Scheduled Board Meeting. The time was 9:21 p.m. The motion carried 8-0.

Respectfully Submitted By:

Gayla Powers, Human Resource Generalist/Executive Secretary/Recorder 05/21/2019
Date

Approved By:

Annie Fritze, Secretary Date