



*Solutions for the Future*

557 Kenny Wren Road • P.O. Box 350 • Dillingham, AK 99576

Ph: 907-842-5251 • Fx: 907-842-2799 • [www.nushtel.com](http://www.nushtel.com)

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

Tuesday, April 18, 2017

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, April 18, 2017 in the Nushagak Cooperative Board Room. The time was 7:02 p.m.

**Directors Present:** Pete Andrew, President  
Henry Strub, Vice President  
Chris Napoli, Director  
Annie Fritze, Director  
Wanda Fulton, Director

***(Quorum Established)***

Steve Noonkesser, Treasurer (Phone)  
Bruce Baltar, Director (Phone)

**Directors Absent:** Todd Radenbaugh, Director  
Susie Jenkins-Brito, Director

**Staff Present:** Mike Megli, Interim CEO/GM  
Bob Armstrong, Electric Operations Manager  
Angie Venua, Senior Accountant  
Gayla Powers, Human Resource Generalist/Executive Secretary

### **Approval of Agenda:**

Henry Strub motioned and Chris Napoli seconded the motion to approve the April 18, 2017 Regular Scheduled Board meeting agenda. The motion carried 7-0.

### **Approval of Minutes:**

Chris Napoli motioned and Wanda Fulton seconded the motion to approve the April 18, 2017 Regular Scheduled Board Meeting Minutes. The motion carried 7-0.

## **Introduction of Guests and Member Comments:**

Doug Davison--Aldrich

## **Reports:**

A. Mike Megli – Submitted a written report.

Chris Napoli asked Mike to elaborate on the pictures included in the board packet and asked if Mike's seat on the AEC board goes away once Mike leaves. Mike stated it does.

B. Angie Venua – Submitted a written report.

Henry Strub asked about the line loss on Angie's report. Bob and Angie gave a brief explanation on the reasoning behind the numbers.

Annie Fritze asked for clarification of the line item "Other Accounts Receivable" under the Telephone General Ledger Balance Sheet. Angie Venua stated she would send out information to the board on all that the line item includes.

C. Angela Thames – Submitted a written report.

D. Bobby Armstrong – Submitted a written report.

Chris Napoli asked Bob about the permitting for ADEC noted on Bob's report. Bob gave a brief explanation to this. Board commented on Bob's submitted "Safety Moments"

Chris also complemented the exceptional job the staff is doing with their reports.

Board all commented on the exceptional job Mike Megli has done for the board.

## **Discussion/Review:**

A. Chris Napoli motioned and Henry Strub seconded the motion to pass Resolution 2017-03-Patronage Capital –Early Retirement of Estates. The motion carried. 7-0

B. Doug Davison from Aldrich gave a Power Point presentation on Nushagak Cooperative's audited financials for 2016. He answered board questions and reported a positive outcome of Nushagak's financials.

C. General Board Discussion – none

D. General CEO Discussion – Mike Megli talked about the delivery of 850,000 gallons of fuel coming May 16th. Mike gave a brief update on the Waskey Road project and stated its completion will be earlier than expected. He talked about the completion of the sale of the downtown property that the Telco owned and was purchased by the state. He also spoke of the glycol needing to be replaced in the power plant. He talked of personnel changes. He talked of the new Nushagak website design. He talked more of the issues and what is being done to comply with the new "Alaska Plan" for the Telco. Chris Napoli asked about any easement issues the Coop may have and Bob Armstrong gave an update on this.

## **Action Items: None**

## **Director Items:**

Future Board Items- none

Unfinished Business-

**Executive Session:** Wanda Fulton motioned and Annie Fritze seconded the motion to move into Executive Session. The time was 8:35. 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

**Move out of Executive Session:** Steve Noonkesser motioned and Wanda Fulton seconded the motion to move out of executive session. The time was 8:45. The motion carried 7-0

Steve Noonkesser motioned and Wanda Fulton seconded the motion to accept the contract between Nushagak Cooperative and Bob Himschoot as the new Nushagak Cooperative CEO. The motion carried 7-0.

**Future Meetings & Conference Dates:**

APA Workshop Legal Issues for Electric Utilities, May 4-5, Anchorage, AK  
ATA Annual Meeting, May 22-24, Sitka, AK  
APA Federal Legislative Conference, June 6-8, Washington DC  
APA Annual Meeting, (tentative) September 12-15, 2017, Kodiak, AK

**Adjournment-** Chris Napoli motioned and Wanda Fulton seconded the motioned to adjourn. With no further business to come before the board, Board President Pete Andrew adjourned the April 18, 2017 Regular Scheduled Board Meeting. The time was 8:49 p.m. The motion carried 7-0.

**Respectfully Submitted By:**

Gayla Powers, Human Resource Generalist/Executive Secretary/Recorder 04/18/2017  
Date

\*\*\*\*\*

CERTIFICATION

I, Annie Fritze, Secretary of the Board of Directors of Nushagak Electric & Telephone Cooperative, Inc., (Nushagak Cooperative) do hereby certify that this is a true and correct copy of a resolution adopted by the Board of Directors at the Rescheduled Meeting held on April 18, 2017 in Dillingham, Alaska, as the resolution appears in the minutes' book of Nushagak Cooperative and that it has not been rescinded or modified.

NUSHAGAK ELECTRIC & TELEPHONE COOPERATIVE, INC.

By: \_\_\_\_\_  
Annie Fritze, Secretary