



Solutions for the Future

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Regular Scheduled Board of Directors Meeting

Tuesday, May 17, 2022

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

MINUTES

Call to Order: Board Vice-President, Henry Strub called the Regular Scheduled Board of Directors Meeting to order on Tuesday, May 17, 2022, in the Nushagak Cooperative Board Room. The time was 7:00 p.m.

Directors Present: *(Quorum Established)*

Henry Strub, Vice-President
Wanda Wahl, Treasurer
Chris Napoli, Director

Sue Flensburg, Director (Zoom)
Bruce Baltar, Director (Zoom)

Directors Absent: Pete Andrew, President
Annie Fritze, Secretary

Steve Noonkesser, Director

Staff Present: Robert Himschoot, CEO/GM
Will Chaney, CEO/GM
Trung Vo, Telecom General Manager
Jim Denslinger, Electric Operations Manager
Angie Venua, Comptroller (Zoom)
Angela Thames, Business Office Manager

Guests: None

Approval of Agenda: Chris Napoli motioned, and Wanda Wahl seconded the motion to approve the May 17, 2022, Regular Scheduled Board Meeting agenda. The motion carried 5-0.

Approval of Minutes: Bruce Baltar motioned, and Chris Napoli seconded the motion to approve the April 19, 2022, Regular Scheduled Board Meeting Minutes with changes. The motion carried 5-0.

Guests and Member Comments:

Reports:

- A. Will Chaney – Submitted a written report.
- B. Angela Thames – Submitted a written report.
- C. Trung Vo – Submitted a written report. Chris Napoli asked for an update on the use of the Microwaves in Clarks Point and Manokotak. Trung Vo explained the traffic passing through the microwaves: cellular, long distance, IPTV & Internet. Mr. Napoli further asked about internet for Manokotak and Trung Vo explained that it is possible, and that is the intent, but it is not ready at this time.
- D. Jim Denslinger– Submitted a written report. Henry commented on the rising cost of fuel and the effects it will have on the fuel surcharge.
- E. Angie Venua– Submitted a written report.

Safety Moments: Electrical Safety (Part 1) read by Jim Denslinger.

Discussion/Review:

- A. General Board Discussion – Wanda Wahl expressed her thanks to Jim Denslinger for his role in the Electric Operations Manager position, as well as giving thanks to the individuals involved in the retirement party for Bob Himschoot and Emil “Dang It” Sorensen. Wanda Wahl expressed concerns regarding the auditor’s report: the tracking of items purchased, and the regulations associated with the retirement of items purchased with grant funds. Ms. Wahl would like to ensure there is a method for tracking and record retention for grant related purchases/inventory. Ms. Wahl informed the Board of Directors that the UAF Bristol Bay Campus spent the dual credit scholarship funding, that they received from Nushagak, on members within the Nushagak service area, in place of dual credit students due to amount of funding already allocated to dual credit students. This decision was approved by the Scholarship Committee President.
- B. General CEO Discussion – Will Chaney reported that the powerhouse saw four (4) megs during herring processing (OBI), which should finish out the week. Nushagak purchased 700,000 gallons of fuel to ensure fuel security. Will Chaney met with United Tribes of Bristol Bay (UTBB) and Curyung do discuss the Nuyakuk Hydro Concept. An update was also provided at the BBNC Leadership Roundtable which both Will Chaney and Bob Himschoot attended. Will Chaney also shared his thanks to Angela Thames and her staff for the retirement party that he missed due to his attendance at BBNC’s Training without Walls (TWOW); Mr. Chaney gave an update on his experience at TWOW. Will Chaney spoke to the Nuyakuk Concept: the physical items on site, the in person meetings that are

scheduled in June and the upcoming village travel for presentations. Curyung is working with Bristol Environmental on the Nerka Road Project, Mr. Chaney spoke to Nushagaks involvement in the process. Will Chaney asked Bob Himschoot if he would like to add anything further.

Bob Himschoot gave thanks to Angela Thames and Angela Lopez, and to the others involved in the "send-off". Mr. Himschoot gave his thanks to the Board of Directors and then spoke about the employee group and the positive atmosphere/culture which is noticeable. Bob Himschoot finished by emphasizing his gratitude for his time here at the Cooperative.

Action Items:

- A. **Resolution 2022-03 Authorization for Wells Fargo Bank Signatures** Chris Napoli motioned to approve Resolution 2022-03 and Wanda Wahl seconded the motion. The motion passed 5-0.
- B. **Resolution 2022-04 Authorization for Wells Fargo Bank Signatures** Chris Napoli motioned to approve Resolution 2022-04 and Wanda Wahl seconded the motion. The motion passed 5-0.
- C. **Resolution 2022-05 Authorization for Wells Fargo Bank Signatures** Chris Napoli motioned to approve Resolution 2022-05 and Wanda Wahl seconded the motion. The motion passed 5-0.
- D. **Resolution 2022-06 Authorization for Wells Fargo Bank Signatures** Chris Napoli motioned to approve Resolution 2022-06 and Wanda Wahl seconded the motion. The motion passed 5-0.
- E. **Resolution 2022-07 Change to Employee Working Policy 3.04 to Clarify Overtime and Double Time Payroll Policy** Wanda Wahl motioned to approve Resolution 2022-07 and Chris Napoli seconded the motion. The motion passed 5-0.
- F. Wanda Wahl motioned to approve the Proposed 2022 Nushagak Scholarship Committee and Chris Napoli seconded the motion. The motion passed 5-0

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. Alaska Telecom Association 2022 Annual Meeting, May 23 – 25, Fairbanks, AK
 - 2. Alaska Sustainable Energy Conference, May 24 – 26, Anchorage, AK

3. APA Federal Legislative Conference, June 7 – 9, Washington DC
4. Industry Pathways to Sustainability Conference, July 27 – 29, Cordova AK

Adjournment - Wanda Wahl motioned to adjourn and Sue Flensburg seconded the motion. With no further business before the board Vice President Henry Strub adjourned the May 17, 2022, Regular Scheduled Board of Directors Meeting at 7:49 p.m.

Respectfully Submitted By:

Angela Lopez 08/09/2022
Angela Lopez, Human Resource Generalist/Executive Secretary Date

Approved By:

Annie Fritze 08/09/2022
Annie Fritze, Secretary Date

