

## Re-Scheduled Regular Board of Directors Meeting

June 14, 2011

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

### MINUTES

**Call to Order:** Board President Pete Andrew called the Re-Scheduled Regular Board of Directors Meeting to order on Tuesday, June 14, 2011 in the Nushagak Cooperative Board Room. The time was 7:07 p.m.

**Directors Present:** Pete Andrew, Board President      **(Quorum Established)**  
Henry Strub, Vice President      Steve Foy, Director  
Rae Belle Whitcomb, Secretary      Todd Radenbaugh, Director  
Steve Noonkesser, Director (7:40)      Fritz Johnson, Director (8:05)

**Directors Absent:** Chris Napoli, Director

**Staff Present:** Mike Megli, CEO/GM  
Nancy Favors, Customer Service Manager  
Michael Favors, Telecom Operations Manager  
James Thames, Electric Operations Manager  
Ed Rinn, Senior Accountant

**Guests Present:** Mike Mason, KDLG  
Jon Corbett, member/owner  
Bill Pearch, member/owner  
Mr. Pearch asked about the status of the Manakotak Tower and Mike Megli answered by saying that the stacking would be at 80 feet instead of the full 100 feet and that is looks like the first of August is the estimated date for installation.

### Approval of Agenda:

Steve Foy motioned and Rae Belle Whitcomb seconded the motion to approve the June 14, 2011 Re-Scheduled Regular Board Meeting Agenda with the addition of Energy Efficiency Awareness Month under (D) General Board Discussion. The motion carried 5-0.

### **Approval of Minutes:**

Henry Strub motioned and Rae Belle Whitcomb seconded the motion to approve the May 17, 2011 Regular Scheduled Board Meeting Minutes. The motion carried 5-0.

### **Reports:**

- A. Mike Megli – Submitted a written report.
- B. Nancy Favors – Submitted a written report.
- C. James Thames – Submitted a written report.
- E. Financial Report – A written report was submitted

Rae Belle Whitcomb inquired about the increased cash flow in April of 2010. Ed Rinn will do some research and get back with her within the week.

### **Discussion/Review Items:**

Vacant Board Seat – Bill Pearch and Jon Corbett gave a brief explanation of why they were interested on serving as a board member. The vacant board seat discussion was then moved to Executive Session at the end of the meeting.

Moving the Substation – James Thames answered questions on the necessity and the estimated cost for moving the substation. James provided a rough estimate to move the substation would be \$500,000.00.

**Motion:** Rae Belle Whitcomb motioned and Henry Strub seconded the motion to move forward with the proper engineering studies and start the first phase of the substation move. The motion carried 5-0.

PeterPan Seafoods – PeterPan Seafoods sent a letter to Nushagak requesting additional loop feed. James Thames and Will Chaney have been calculating loads and with PPS doubling their load, Nushagak's existing 1/0 primary conductor will reach its maximum amp rating. Nushagak wants to put in an alternate feed, so if the power did go out it would reduce the outage time to minutes instead of hours or days. James provided a rough estimate to complete this project of \$30,000.00

**Motion:** Henry Strub motioned and Steve Foy seconded the motion to put in the alternative energy feed. The motion carried 5-0.

General Board Discussion – Todd Radenbaugh updated the board on the Tidal Project. AEA is still considering the project so the proposal will have to be resubmitted. Todd Radenbaugh will come back to Nushagak for a new budget to submit. Nushagak will not have to act until the project has been approved. Todd Radenbaugh estimates a response on the project in December.

Energy Efficiency Awareness Month – Todd Radenbaugh gave a brief explanation and handed out some information on the project. The Board of Directors directed staff to review the

information and to contact Melody Edgemon to discuss ideas that each of the entities may have to make this a success. This will be put on the July agenda for further discussion.

General CEO Discussion – Mike Megli informed the board that the RCA extended the decision for ESA another 30 days. Also, The Annual Company picnic will be held on July 8, 2011 and the Board of Directors are welcome to attend.

## **Action Items –**

### **Director Items**

### **Future Board Items/New Business**

### **Unfinished Business.**

Strategic Planning – Pete Andrew will get with Mike Megli to schedule a meeting.  
Energy Conservation Committee – Need to schedule a meeting.

## **Future Meetings & Conference Dates:**

Southeast Conference Annual Meeting September 13-15, 2011 Juneau, AK  
Alaska Rural Energy Conference September 27-29, 2011 Juneau, AK  
NRECA Regions VII & IX Meeting October 11-13, 2011 Denver, CO  
APA-NWPPA Alaska Utility Conference November 2-4, 2011 Anchorage, AK

**Executive Session:** Rae Belle Whitcomb motioned and Steve Foy seconded the motion to move into executive session. The motion carried. The time was 7:50 p.m.

## **AS 10.25.175 Board Meeting Open; Exceptions; Remedy -**

**(C2)** subjects that tend to prejudice the reputation and character of any person, provided the person may request public discussion.

**Motion:** Todd Radenbaugh motioned and Steve Foy seconded the motion to move out of executive session. The time was 8:33. The motion carried 7-0

**Motion:** Henry Strub motioned and Steve Foy seconded the motion to appoint Bill Pearch to the vacant board seat until the next annual membership meeting in March, 2012. The motion carried 7-0.

**Motion:** Todd Radenbaugh motioned and Steve Foy seconded the motion to add Edward Rinn, Chris Napoli and Bill Pearch as check signers to the Nushagak accounts. The motion carried 7-0.

Pete Andrew will meet with Mike Megli regarding GCI.

**Adjournment-** With no further business to come before the Board, Steve Foy motioned and Todd Radenbaugh seconded the motion to adjourn the June 14, 2011 Re-Scheduled Regular Board Meeting. The time was 8:40 p.m. The motion carried 7-0.

**Respectfully Submitted By:**

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Angela Thames, Executive Secretary/Recorder

06/14/2011  
Date

**Approved By:**

\_\_\_\_\_  
Rae Belle S. Whitcomb, Secretary

\_\_\_\_\_  
Date