



Solutions for the Future

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Regular Scheduled Board of Directors Meeting

Tuesday, August 13, 2019

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, July 16, 2019 in the Nushagak Cooperative Board Room. The time was 7:00 p.m.

Directors Present:

(Quorum Established)

Pete Andrew President

Annie Fritze, Secretary

Henry Strub, Vice President

Chris Napoli, Director

Wanda Wahl, Director

Todd Radenbaugh, Director

Bruce Baltar, Director

Sue Flensburg, Director

Directors Absent: Steve Noonkesser, Treasurer

Staff Present:

Robert Himschoot, CEO/GM

Bob Armstrong, Electric Operations Manager

Trung Vo, Telecom Operations Manager

Angie Venua, Senior Accountant

Gayla Powers, Human Resource Generalist

Guests: None

Approval of Agenda: Sue Flensburg motioned and Annie Fritze seconded the motion to approve the August 13, 2019 Regular Scheduled Board Meeting agenda. The motion carried 8-0.

Approval of Minutes: Chris Napoli motioned and Sue Flensburg seconded the motion to approve the July 16, 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.

Wanda Wahl commented that she wanted to celebrate the peak production of the power plant. Bobby Armstrong updated the board on recent talks he had with Icicle Seafood and their projection for next years power consumption.

- E. Trung Vo – Submitted a written report.

Introduction of Guests and Member Comments:

Safety Moments: Bob Armstrong presented the safety moment to the board of directors and guests.

Discussion/Review:

- A. General Board Discussion– Wanda Wahl wants to know where Nushagak is in moving the internet division to Division 2 from Division 3. Mr. Himschoot updated the board on the timeline. The upcoming APA annual meeting in Juneau was discussed. Mr. Armstrong updated the board on the current status of the proposed hydro site’s current river flow and what the hydro output would be at this time if the hydro project were in operation. Sue Flensburg let Mr. Armstrong know that Fish & Game’s Habitat Division is putting out a lot of information on the In Stream Flow Reservations Study and that they are in year 3 of the study which will provide more information for the hydro project. Mr. Napoli talked about his concern about the electric and internet financial statements and the recent impact on the cash flow.
- B. General CEO Discussion – Mr. Himschoot talked about the upcoming budget. Mr. Himschoot updated the board on the restored PCE by the State of Alaska. He talked of waiting on the State of Alaska to determine how and when the July PCE credit might be returned to the membership. He answered all Board questions they had. Mr. Himschoot stated that the Governor of Alaska is going to sign the hydro bill on Sunday in Anchorage. Mr. Himschoot gave an update on the microwave project.

Action Items:

1. **Resolution 2019-24 PATRONAGE CAPITAL – EARLY RETIREMENT OF ESTATES.**
Wanda Wahl motioned and Bruce Baltar seconded the motioned to approve Resolution 2019-24. The motion carried 8-0.
2. **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.

Motion: Wanda Wahl motioned and Annie Fritze seconded the motion to move into Executive Session at 7:21 p.m. The motioned carried 8-0.

Motion: Henry Strub motioned and Todd Radenbaugh seconded the motion to move out of Executive Session at 8:41. The motioned carried 8-0.

Director Items: None

Future Board Items- None

Unfinished Business- None

Future Meetings & Conference Dates:

- NRECA Regions 7&9 Meeting, Sitka, AK September 24-26, 2019
- AIE Insurance Workshop, Anchorage, AK October 9, 2019
- Accounting & Finance Workshop, Anchorage, AK October 10-11, 2019
- Communicator's Forum Anchorage, AK November 7, 2019
- NWPPA-APA Alaska Electric Utility Conference, November 18-21, 2019

Adjournment- With no further business before the board Peter Andrew adjourned the August 13, 2019 Re-scheduled Board of Directors Meeting on August 13, 2019 at 8:41 p.m.

Respectfully Submitted By:

Gayla Powers, Human Resource Generalist 09/17/2019
Date

Approved By:

Annie Fritze, Secretary Date