



*Solutions for the Future*

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

Tuesday, August 15, 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, August 15, 2017 in the Nushagak Cooperative Board Room. The time was 7:14 p.m.

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

**(Quorum Established)**

Todd Radenbaugh, Director  
Bruce Baltar, Director  
Susie Jenkins-Brito, Director--Phone

**Directors Absent:** Steve Noonkesser, Treasurer

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

### **Approval of Agenda:**

Chris Napoli motioned and Henry Strub seconded the motion to approve the August 15, 2017 Regular Scheduled Board meeting agenda with the addition of adding "Resolutions 2017-17, 2017-18, 2017-19, all 3 additions (PATRONAGE CAPITAL-EARLY RETIREMENT OF ESTATES, under ACTION ITEMS and adding a briefing under Directors Items from Gayla Powers on the medical benefits update for 2018. The motion carried 8-0.

**Approval of Minutes:**

Wanda Fulton motioned and Chris Napoli seconded the motion to approve the June 20, 2017 Regular Scheduled Board Meeting Minutes with corrections. The motion carried 8-0.

**Introduction of Guests and Member Comments:**

None

**Reports:**

- A. Bob Himschoot – Submitted a written report. Chris Napoli asked about the fuel rates with the price of diesel. Mr. Himschoot gave a brief update. Henry Strub commented on the input on from Mr. Himschoot and the ongoing projects of NETC.
  
- B. Angie Venua – Submitted a written report. Annie Fritze asked for clarification on the financials on NRECA payments. Angie Venua gave a brief explanation.
  
- C. Angela Thames – Submitted a written report.
  
- D. Bobby Armstrong – Submitted a written report. Wanda Fulton asked about the smart meters and asked for an update on them. Mr. Armstrong gave a brief update on the reason behind the need to update the meters.  
Mr. Armstrong also gave update information on the staking program that will be implemented. Wanda also asked when we will go live with the Waskey Road project and Todd Radenbaugh and Susie Jenkins-Brito ask about the power on the Waskey Road project. Mr. Armstrong gave an update on both items.  
Mr. Armstrong gave an update on phase 3 on Wood River and moving poles with regard to permits from the State of Alaska.

**Discussion/Review:**

- A. General Board Discussion –Gayla Powers gave a brief update on 2018 medical benefits with a possible change to a high deductible PPO plan with a health savings account attached to the plan and the implications of the change. Bob Himschoot added more information on implementing a high deductible plan. The Board directed Ms. Powers and Mr. Himschoot to get employee feedback and bring the results to the board in September. Chris Napoli motioned and Bruce Baltar seconded the motion to put both plans into place with a final decision to be made before open enrollment.  
APA annual meeting in Kodiak was discussed with mention of who will be in attendance. (Henry Strub, Bob Himschoot, Bob Armstrong and Gayla Powers).
  
- B. General CEO Discussion – Bob Himschoot gave an update on fall fuel prices and suggested taking a fall delivery this year.

Mr. Himschoot asked for board members to appoint the budget committee. Henry Strub, Annie Fritze, Wanda Fulton, and Chris Napoli volunteered for the committee.

Mr. Himschoot also talked about upcoming board training in Cordova that is being offered in November 6-8th.

Mr. Himschoot gave a brief update on the ARECA Safety inspection that was completed with no major findings.

Bob talked of Christine O'Connor's upcoming visit on the 29<sup>th</sup> of August.

He also gave a brief update on Dan Kessler's meeting that was on the 9<sup>th</sup> and the offer from Mr. Kessler to return for more training in September.

Bob gave an update on the progress of the open Telecom Operations Manager position and the Accountant position.

Bob also gave an update on the collection of sales tax for the outlying villages to say that we already collect for Clarks Point and Manokotak but will follow up with Aleknagik.

Mr. Himschoot talked about the GCI wholesale plan offerings and the actual cost to Nushagak. He also gave an update on a conversation that he had with Brad at GCI and Brad gave a verbal guarantee that GCI will come down to comparable wholesale prices that are being offered. Mr. Himschoot also stated he has a meeting with Brad in Anchorage on the 30<sup>th</sup> to discuss this guarantee. He stated it was being driven by the competition being presented from Cotillion. Pete Andrew directed Mr. Himschoot to look at the option of having Quintillion bring their network to Dillingham. Mr. Andrew stated a discussion was started by himself and Mike Megli with Quintillion and wants Mr. Himschoot to investigate further.

Mr. Himschoot also stated that he was a guest at the GCI lodge in Aleknagik and was given some information that would be a positive for Nushagak but it is not public knowledge right now so he couldn't share it with the board.

Mr. Himschoot also discussed the need for equipment upgrade for the Clark's Point school and asked for an addition of \$90,000 to the 2017 Capital Budget to. He noted that the addition would put NETC in early compliance with the Alaska Plan. Chris Napoli motioned and Wanda Fulton seconded the motion to add an additional \$90,000 for the equipment upgrade. The motion carried 8-0.

#### **Action Items:**

- A. Chris Napoli motioned and Wanda Fulton seconded the motion to pass Resolution 2017-14- Patronage Capital-Early Retirement of Estates. The motion carried 8-0.
- B. Chris Napoli motioned and Wanda Fulton seconded the motion to pass Resolution 2017-15- Patronage Capital-Early Retirement of Estates. The motion carried 8-0.
- C. Chris Napoli motioned and Wanda Fulton seconded the motion to pass Resolution 2017-16- Change Of Registered Agent. The motion carried 8-0.
- D. Chris Napoli motioned and Wanda Fulton seconded the motion to pass Resolution 2017-17- Patronage Capital-Early Retirement of Estates. The motion carried 8-0.
- E. Chris Napoli motioned and Wanda Fulton seconded the motion to pass Resolution 2017-18- Patronage Capital-Early Retirement of Estates. The motion carried 8-0.

