



*Solutions for the Future*

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**Board of Directors Regular Scheduled Board Meeting**

Tuesday, August 15, 2023, at 6:00 p.m.

800 Kenny Wren Road

Nushagak Cooperative Conference Room

**MINUTES**

**Call to Order:** Board President, Pete Andrew called the Regular Scheduled Board of Directors Meeting to order on Tuesday, August 15, 2023, in the Nushagak Cooperative Board Room. The time was 5:58 p.m.

**Directors Present:** *(Quorum Established)*

Pete Andrew, President  
Wanda Wahl, Treasurer  
Annie Fritze, Secretary  
Bruce Baltar, Director

Sue Flensburg, Director  
Mark Lisac, Director  
Jean Barrett, Director  
VACANT, Director

**Directors Absent:** Henry Strub, Vice-President

**Staff Present:** Will Chaney, CEO/GM  
Angela Thames, Business Office Manager  
Angie Venua, Comptroller  
Dennis Payne, Telecom Operations Manager (Zoom)  
Angela Lopez, Executive Secretary/HR Generalist

**Guests:** No Guests

**Approval of Agenda:** Sue Flensburg motioned, and Mark Lisac seconded the motion to approve the August 15, 2023, Regular Scheduled Board Meeting Agenda with the following change:

Addition to X: Director Items: **D. Call for 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.

The motion carried 7-0.

**Approval of Minutes:** Sue Flensburg motioned, and Jean Barrett seconded the motion to approve the June 20, 2023, Regular Scheduled Board Meeting Minutes with changes to Guest and Member Comments.

The motion carried 7-0.

**Guests and Member Comments:** None at this time.

**Reports:**

- A. Will Chaney – Annie Fritze asked for clarification on which project the Denali Commission grant funding went to, Mr. Chaney answered that the Denali Commission grant and the AEA Round 13 grant was applied to the Hydro project.

Jean Barrett inquired about the assistance provided to the City of Dillingham for their standby generators. Will Chaney and Dennis Payne assisted the City of Dillingham in getting their standby generators going after they went down during a power outage. The generators are in place to ensure the 911 services are available during a power outage.

Mark Lisac asked about the graph in Will Chaney's report, if the low water level was unusual and if it indicated potential issues. Will Chaney explained that the gray bar on the graph was when the USGS sensor went down. The graph shows that this year's peak, approximately 19,000 CFS, lasted substantially longer than previous years.

- B. Dennis Payne – Annie Fritze asked for confirmation that the 400 Gigabyte package has changed to Unlimited and suggested that an internet package between the 80 Gigabyte package and the newly created Unlimited Gigabyte package be considered. Pete Andrew requested management to bring suggestions to the board.
- C. Angela Thames – No questions at this time.
- D. Angie Venua – No questions at this time.

**Safety Moment:** Work Safe: What is Error-Free Performance? was read by Will Chaney.

**Discussion/Review:**

- A. General Board Discussion – Mark Lisac inquired if the dates have been set for Strategic Planning. Will Chaney had not received confirmation from CFC to set the dates for Strategic Planning; however, the Rate Study will take place after Labor Day.

Wanda Wahl thanked Dennis Payne for working with staff on Internet rates and packages, and for being proactive.

Pete Andrew received a phone call from Trout Unlimited, who has been asked by individuals, to engage in the Nuyakuk Hydro Site; they would like to be included in the Aquatic Resources Working Group.

Jean Barrett and Mark Lisac are registered to take the NRECA Fast-Tract Director training in September. Mr. Barrett might have to cancel but will let Angela Lopez know.

- B. General CEO Discussion – Will Chaney gave thanks to the staff for assisting Alaska Directional during the community outreach BBQ, which was very successful.

The Grid Resiliency Consortium is working on obtaining funding for upgrading the utility system.

Tanks #2 & #5 are currently being cleaned; an issue with Tank #2 was identified, this tank is uncoated, and some deterioration was detected. The deterioration process was speed up due to the storage of fuel versus diesel. The lease with Vitus is set to expire in 2024.

1.2 million gallons of diesel have been ordered, at \$3.28/gallon. The final price will be averaged in August.

Update on the Nuyakuk Hydro Concept included the Noise Study, Cultural Resources Study and some Ariel Imaging have been completed, currently in progress with Recreational, Fisheries, and Wetlands & Wildlife studies. The BBSRI tower count has also been completed, with approximately 2.3 million fish passing and approximately 277 fish being tagged. The Initial Study Report (ISR) is due to FERC on December 1, 2023, prior to December 15<sup>th</sup> a public meeting will be held to discuss the results of the studies.

**Action Items:**

- A. **Approve Resolution 2023 – 07** Patronage Capital – Early Retirement of Estates H.G.
- B. **Approve Resolution 2023 – 08** Patronage Capital – Early Retirement of Estates K.A.
- C. **Approve Resolution 2023 – 09** Patronage Capital – Early Retirement of Estates H.S.
- D. **Approve Resolution 2023 – 10** Patronage Capital – Early Retirement of Estates G.B.

Bruce Baltar motioned to approve Resolutions 2023 – 07 through 2023 – 10 and Sue Flensburg seconded the motion. The motions passed 7-0

- E. **Approve Resolution 2023 – 11** Certified Copy of Minutes Authorizing Amendment to Letter of Credit Facility. Bruce Baltar motioned to approve Resolution 2023 – 11 and Jean Barrett seconded the motion. The motion passed 7-0

**Director Items:**

- A. Future Board Items/New Business – Steve Noonkesser resigned from his position on the Board of Directors; he has moved from Dillingham. The vacant Board of Directors seat is currently being advertised, Letters of Interest will be accepted until 5 pm on Monday, September 18<sup>th</sup>.

Will Chaney, Dennis Payne, Pete Andrew and Johnathan Storter flew to Ekwok to meet with the Tri-Council to discuss the route the Middle Mile Fiber Project would take through Ekwok. If Right-of-Way Easements cannot be obtained an alternate route would need to be established which will result in additional costs and a delay in construction.

- B. Unfinished Business – None at this time.

- C. Future Meetings & Conference Dates:

1. APA Annual Meeting, August 22-25, 2023, Valdez, AK
2. NRECA Director Training, August 23, 2023, Valdez, AK
3. National Hydropower Assoc. AK Regional Mtg, Sept. 12-13, 2023, Anchorage, AK
4. Alaska Electric Utility Legal Workshop, October 11-12, Anchorage, AK
5. 2023 Broadband Showcase, November 1-2, 2023, Anchorage, AK
6. ATA 2024 Winter Conference, January 28-31, Lihue, Kauai, HI

- D. **Call for 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.

Mark Lisac motioned, and Wanda Wahl seconded the motion to move into Executive Session. The motion passed 7-0. The time was 7:49 pm.

Wanda Wahl motioned, and Jean Barrett seconded the motion to move out of Executive Session. The motion passed 7-0. The time was 9:11 pm.

**Adjournment:** Wanda Wahl motioned, and Annie Fritze seconded the motion to adjourn and with no further business to come before the board, Board President Pete Andrew adjourned the August 15, 2023, Regular Scheduled Board of Directors Meeting. The time was 9:11 pm. The motion carried 7-0.

**Respectfully Submitted By:**

*Angela Lopez* 9/19/2023  
Angela Lopez, Executive Secretary/HR Generalist Date

**Approved By:**  
*Annie Fritze* 9/19/2023  
Annie Fritze, Secretary Date

