

Re-Scheduled Regular Board of Directors Meeting

Tuesday, August 28, 2012

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

MINUTES

Call to Order: Board Vice President, Henry Strub called the Re-Scheduled Regular Board of Directors Meeting to order on Tuesday, August 28, 2012 in the Nushagak Cooperative Board Room. The time was 7:00 p.m.

Directors Present:

Henry Strub, Vice President
Steve Foy, Treasurer
Fritz Johnson, Director
Todd Radenbaugh, Director

(Quorum Established)

Carol Shade, Director
Chris Napoli, Director
Steve Noonkesser, Director (7:09)

Directors Absent: Pete Andrew, President
Rae Belle Whitcomb, Secretary

Staff Present: Mike Megli, CEO/GM
Pete Eason, Communications Supervisor
Thomas Behrendt, Electric Operations Manager
Gayla Powers, Human Resource Generalist

Guests Present: Jennifer Skarada, member/owner – Came before the board to ask for reimbursement for City Tax that she has been paying on her bill since October of 2012.

Kevin Tennyson, member/owner – Expressed to the Board of Directors how helpful the Customer Service Representatives are. They are doing a very good job for the member/owners.

Melody Nibeck-Edgmon, BBNA
Dave Bendinger, KDLG
Dennis Miner, Intelligent Energy Systems

Approval of Agenda:

Steve Foy motioned and Chris Napoli seconded the motion to approve the August 28, 2012 Re-Scheduled Regular Board meeting agenda to add under Action Items – B. Budget Amendment, C. City Tax Refund for Jennifer Skarada, under General Board Discussion – D. Dennis Miner, Intelligent Energy Systems, and Executive Session before adjournment. The motion carried 7-0.

Approval of Minutes:

Chris Napoli motioned and Fritz Johnson seconded the motion to approve the June 19, 2012 Regular Scheduled Board Meeting Minutes. The motion carried 7-0.

Reports:

- A. Mike Megli – Submitted a written report.
- B. Nancy Favors – Submitted a written report.
- C. Thomas Behrendt – Submitted a written report
- D. Michael Favors – Submitted a written report.
- E. Financial Report – Submitted a written report

Discussion/Review Items:

Home Heating Fuel Resale/BBNA – Melanie Edgmond discussed with the board about the possibility of using a cooperative model for the resale of heating fuel. The board directed management to start conversations and send the idea to the cooperative's legal representation for review for possible problems with the idea.

Pete Pan Power Loss – Mike Megli gave a detailed explanation in his board report. Mike Megli gave a brief review of what he had in his report. No further action was taken at this time.

2012 Budget Process – The Budget committee members are Rae Belle Whitcomb, Chris Napoli, Carol Shade and Steve Noonkesser. Angela Thames will email each member and schedule a date for the first meeting.

General Board Discussion – Dennis Miner, Intelligent Energy Systems, introduced himself and gave a brief presentation. He approached the board for possibly going into a Power Sale Agreement for Wind Power. The board directed management to go into further discussion with him on this matter. No further action was taken at this time

General CEO Discussion – Mike Megli reported that Nushagak has received \$200,000.00 from AEA for reimbursement form the grant for the Hydro Power project.

Marsh Creek was also here on August 27, 2012 touring the power plant.

Action Items

Resolution 2012-07 Refund of Federal Communications Excise Taxes Paid in 2011 – Fritz Johnson motioned and Steve Foy seconded the motion to approve Resolution 2012-07. The motion carried 7-0.

Budget Amendment to take money from one account and put into another for a new piece of equipment for Division II – Chris Napoli motioned and Steve Noonkesser seconded the motion to approve the budget amendment in the amount of \$49,117.00. The motion carried 7-0.

City Tax Refund for Jennifer Skarada – Steve Noonkesser motioned and Steve Foy seconded the motion to refund the city taxes that were paid since October 2010. The motion carried 7-0.

Director Items

Future Board Items/New Business

Unfinished Business

Future Meetings & Conference Dates:

Strategic Planning Session, September 25-26, Dillingham, AK
2012 Associate Member Showcase, October 24-25, Anchorage, AK
2013 Winter Conference, January 27-30, Ka'anapali, HI

Executive Session: Todd Radenbaugh motioned and Fritz Johnson seconded the motion to move into Executive Session. The time was 7:31. The motion carried 7-0.

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: Todd Radenbaugh motioned and Steve Foy seconded the motion to move out of executive session. The time was 9:05. The motion carried 7-0

Adjournment- With no further business to come before the Board, Vice President Henry Strub adjourned the August 28, 2012 Re-Scheduled Regular Board Meeting. The time was 9:07 p.m.

Respectfully Submitted By:

Angela Thames, Executive Secretary/Recorder 08/28/2012
Date

Approved By:

Rae Belle S. Whitcomb, Secretary Date