



*Solutions for the Future*

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

Tuesday, September 17, 2019

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

### **MINUTES**

**Call to Order:** Board Vice-President, Henry Strub called the Regular Scheduled Board of Directors Meeting to order on Tuesday, September 17, 2019 in the Nushagak Cooperative Board Room. The time was 7:03 p.m.

**Directors Present:**

***(Quorum Established)***

Henry Strub, Vice President	Annie Fritze, Secretary
Steve Noonkesser, Treasurer	Wanda Wahl, Director
Bruce Baltar, Director	Todd Radenbaugh, Director
Chris Napoli, Director	Sue Flensburg, Director

**Directors Absent:**

Pete Andrew President

**Staff Present:**

Robert Himschoot, CEO/GM (phone)  
Bob Armstrong, Electric Operations Manager  
Trung Vo, Telecom Operations Manager  
Angie Venua, Senior Accountant  
Angela Thames, Business Office Supervisor

**Guests:** Josh Bullock

**Approval of Agenda:** Wanda Wahl motioned and Sue Flensburg seconded the motion to approve the September 17, 2019 Regular Scheduled Board Meeting agenda. The motion carried 8-0.

**Approval of Minutes:** Wanda Wahl motioned and Bruce Baltar seconded the motion to approve the August 13, 2019 Re-scheduled Board Meeting Minutes. The motion carried 8-0.

**Reports:**

- A. Bob Himschoot – Submitted a written report.  
Annie Fritze asked for clarification on the investor package listed in Mr. Himschoot's report. Mr. Himschoot explained the package.
- B. Angie Venua – Submitted a written report.
- C. Angela Thames – Submitted a written report.
- D. Bobby Armstrong – Handout report.  
Todd Radenbaugh asked what EPS stood for in Bob Armstrong's report. Mr. Armstrong stated they were the contractors. Todd also asked for more information on right-of-clearing noted in Mr. Armstrong's report. Henry Strub asked if we had a policy for danger trees. Todd also asked what we do with the wood chips after the clearing. Wanda Wahl asked what happened during our last power bump. Steve Noonkesser asked if property easements are being looked at and updated periodically. Sue Flensburg asked what coordination Nushagak and the City of Dillingham have with the easements. Mr. Armstrong answered all board questions.
- E. Trung Vo – Handout report.  
Chris Napoli asked for an explanation on the complications that arose during the cutover on Lake Road that was noted in Mr. Vo's report. Mr. Vo answered all board questions.

**Introduction of Guests and Member Comments:**

Josh Bullock – Wanted more communication for notice of board meeting change. He wanted more communication when we are doing tower construction because the kids at the school thought it was an earthquake.

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

**Discussion/Review:**

- A. General Board Discussion– Henry Strub asked for more and/or weekly updates and pictures on Facebook with what is going on with the Coop. Sue Flensburg stated that the APA conference was very informational and gave an overview of the happenings. Todd Radenbaugh wants Nushagak to make a statement and a resolution by the Coop that the Coop follows the science of climate change and user of it. Mr. Radenbaugh will draft a resolution and bring it before the board.
- B. General CEO Discussion – Mr. Himschoot asked that a budget committee be put together and a meeting schedule be put together. Wanda Wahl, Chris Napoli and Sue Flensburg volunteered to be on the committee. Mr. Himschoot stated that he wants to update the sick leave policy to clarify wording as far as leave for taking care of a dependent. He will work with staff to explore the possibilities of a PTO leave instead of annual leave and sick leave bank separately. Mr. Armstrong and Mr. Vo give brief updates operational updates and answered all board questions. Mr. Himschoot gave a heads up on a new project to begin in

October. \$1.746 million left in loan commitment that might be used to upgrade the supplemental heat system. He answered all board questions

**Action Items:** Possible annual meeting dates were given and the board was updated on who is up for re-election.

**Director Items:** Bruce Baltar asked that a Board Policy Manual be compiled or compile all policies together. Mr. Himschoot stated that board attorney Andy Lehman had suggested that a board policy be implemented. The board directed Mr. Himschoot to have Mr. Lehman on a conference call at the October board meeting.

**Future Board Items-** None

**Unfinished Business-** None

**Future Meetings & Conference Dates:**

Communicator's Forum Anchorage, AK November 7, 2019  
NWPPA-APA Alaska Electric Utility Conference, November 18-21, 2019  
APA Manager's Forum, Juneau, AK January 28, 2020  
ATA Winter Conference, Maui, HI, January 18-20, 2020  
APA Legislative Conference, Juneau, AK January 29-30, 2020

**Adjournment-** Wanda Wahl motioned and Steve Noonkesser seconded the motion to adjourn the September 17, 2019 Regular Scheduled Board of Directors Meeting at 8:33 p.m. The motion carried 8-0.

**Respectfully Submitted By:**

\_\_\_\_\_  
Gayla Powers, Human Resource Generalist

010/15/2019  
\_\_\_\_\_  
Date

**Approved By:**

\_\_\_\_\_  
Annie Fritze, Secretary

\_\_\_\_\_  
Date