



Solutions for the Future

557 Kenny Wren Road • P.O. Box 350 • Dillingham, AK
99576

Ph: 907-842-5251 • Fx: 907-842-2799 • www.nushtel.com

Regular Scheduled Board of Directors Meeting

Tuesday, September 20, 2022

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 20, 2022, in the Nushagak Cooperative Board Room. The time was 7:00 p.m.

Directors Present: *(Quorum Established)*

Henry Strub, Vice-President (Zoom)
Wanda Wahl, Treasurer
Annie Fritze, Secretary
Steve Noonkesser, Director

Chris Napoli, Director
Sue Flensburg, Director
Bruce Baltar, Director
Mark Lisac, Director

Directors Absent: Pete Andrew, President

Staff Present: Will Chaney, CEO/GM
Angie Venua, Comptroller
Angela Thames, Business Office Manager
Angela Lopez, Executive Secretary/HR Generalist

Guests: None Present

Approval of Agenda: Sue Flensburg motioned, and Chris Napoli seconded the motion to approve the September 20, 2022, Regular Scheduled Board Meeting Agenda. The motion carried 8-0.

Approval of Minutes: Sue Flensburg motioned, and Annie Fritze seconded the motion to approve the August 9, 2022, Regular Scheduled Board Meeting Minutes as submitted. The motion carried 8-0.

Guests and Member Comments: None at this time.

Reports:

- A. Will Chaney – Submitted a written report. Henry Strub recognized the improved and positive report from Don Maynor with APA and Matt, a Risk Engineer, with Zurich (APA's reinsurer) who were on site in August to conduct a Loss Control Assessment.
- B. Angela Thames – Submitted a written report.
- C. Angie Venua – Submitted a written report.

Safety Moment: Back to School – Driving Safely read by Will Chaney.

Discussion/Review:

- A. Set dates for 2023 Annual Meeting – March 21, 2023, was the suggested date for the upcoming Annual Meeting. Angela Thames will contact Dillingham City School District to see if the Elementary Gymnasium is available.
- B. 2023 NRECA Group Benefits – The board was provided with the 2023 NRECA Group Benefit Program Renewal Rates and Materials for the Medical, Dental and Vision Plans. The 2023 rates show an increase of 2.0% for Long Term Disability, 2.7% - 4.6% for Medical and Prescription Drug Plan, 4.6% for Life Insurance and 0% for Vision. The Board agreed to continue with the current level of coverage with no changes.
- C. General Board Discussion – Henry Strub mentioned that he would like to see the Health Fair come back to Dillingham this year.

Chris Napoli welcomed new Board Member Mark Lisac. Mark shared his experience and his hopes for future involvement with the Board.

The Budget Committee was established: Annie Fritze, Chris Napoli, Wanda Wahl, and Sue Flensburg.

Wanda Wahl congratulated Will Chaney on the photo titled "Cooperative Principles at Work" for winning the Alaska Power Associations Member Directory Photo Contest. Will Chaney thanked Angela Thames for her efforts in submitting the photo.

Wanda Wahl thanked the Customer Service Department for being open to advertising the Energy Efficient Classes offered by the Bristol Bay Campus.

Sue Flensburg reported on her attendance at the Alaska Power Association's Annual Meeting that took place in Ketchikan in August. Henry Strub stated that Nushagak was well represented and that it is worth the time and effort to attend the meeting in person.

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.

Sue Flensburg motioned, and Steve Noonkesser seconded the motion to move into Executive Session. The motion passed 8-0. The time was 7:23 pm.

Chris Napoli motioned, and Bruce Baltar seconded the motion to move out of Executive Session. The motion passed 8-0. The time was 8:47 pm.

D. General CEO Discussion –

Action Items:

- A. **Resolution 2022-08 Authorization of the Amendment and Restatement of the Retirement Security and/or 401K Pension Plan.** Sue Flensburg motioned to approve Resolution 2022-08 and Mark Lisac seconded the motion. The motion passed 8-0.

Director Items:

- A. Future Board Items/New Business – None at this time.
- B. Unfinished Business – None at this time.
- C. Future Meetings & Conference Dates:
1. Alaska Electric Utility Legal Workshop, September 29 – 30, Anchorage, AK
 2. Alaska Electric Utility Accounting & Finance Workshop, Oct 11 – 13, Anchorage, AK
 3. ARECA Insurance Exchange Workshop, October 14, Anchorage, AK
 4. ATA Tech Showcase, October 25 – 27, Anchorage, AK
 5. ATA 2023 Winter Conference, January 22 – 25, Lahaiana, Maui

Adjournment – Wanda Wahl motioned to adjourn, and Steve Noonkesser seconded the motion. With no further business before the board Vice President Henry Strub adjourned the September 20, 2022, Regular Scheduled Board of Directors Meeting at 8:52 p.m.

Respectfully Submitted By:

Angela Lopez 10/25/2022
Angela Lopez, Executive Secretary/HR Generalist Date

Approved By:
Annie Fritze 10/25/2022
Annie Fritze, Secretary Date

