



Solutions for the Future

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Regular Scheduled Board of Directors Meeting

Tuesday, October 17, 2017

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, October 17, 2017 in the Nushagak Cooperative Board Room. The time was 7:21 p.m.

Directors Present: Henry Strub, Vice President
Steve Noonkesser, Treasurer
Wanda Fulton, Director
Susie Jenkins-Brito, Director

(Quorum Established)
Todd Radenbaugh, Director (phone)

Directors Absent: Annie Fritze, Secretary
Pete Andrew, President
Bruce Baltar, Director
Chris Napoli, Director

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

Approval of Agenda:

Steve Noonkesser motioned and Wanda Fulton seconded the motion to approve the October 17, 2017 Regular Scheduled Board meeting agenda. The motion carried 5-0.

Approval of Minutes:

Steve Noonkesser motioned and Wanda Fulton seconded the motion to approve the September 19, 2017 Regular Scheduled Board Meeting Minutes. The motion carried 5-0.

Introduction of Guests and Member Comments:

None

Reports:

- A. Bob Himschoot – Submitted a written report.

- B. Angie Venua – Submitted a written report. Steve Noonkesser commented on the financials on the high tier that it's showing. He asked for clarification. Robert Himschoot updated the board of work orders that still need to be capitalized and closed out along with other projects that will be occurring to realign the tier as well as filling open employee positions.

- C. Angela Thames – Submitted a written report.

- D. Bobby Armstrong – Submitted a written report. Steve Noonkesser asked about the smart meters and what they do and what the wait is to implement. Bob H. gave a brief explanation on this. Henry Strub also commented on the reduction in cost for disconnect and reconnects with these.

- E. Kelly Williams – Submitted a written report. Wanda Fulton asked for an explanation of what "light the fiber" means and other bullet points in Mr. Williams' report. Kelly gave a brief explanation for all. Steve Noonkesser asked about the pending approval of the new internet packages. Robert Himschoot gave a brief update on this and added that an addendum 2 had been added to the GCI contract that he needs approval from the board for.

Discussion/Review:

- A. Approve 2017 Christmas Light Extravaganza –Board gave approval to have the 2017 Christmas light extravaganza.

- B. Date set for 2018 Annual Meeting- Board gave the final approval for the March 27, 2018 date.

- C. General Board Discussion – Susie Jenkins-Brito commented on her upcoming travel to Cordova for her Board certification. Henry told her of several interesting things to check out while there.

- D. General CEO Discussion – Mr. Himschoot stated we took delivery of fuel on Monday 16, 2017 in the amount of 578,075 gallons with the final price of 2.0588. Mr. Himschoot had

Gayla presented the final 5 photos for the phone book cover contest. The board made their selection for the front and back covers. Mr. Himschoot asked for approval to implement an option for the employee to do a community service/ volunteer project that would encompass 1 or 2 days a year at their discretion. Board approved. Mr. Himschoot talked about Budget Pro and the possibilities of implementing it. Bob talked about bringing in Tim Pearson for a planning session. Board agreed to go with the plan. Mr. Himschoot updated the board on benefit enrollment. Mr. Himschoot talked about the GCI amendment to our current contract with implementing the wholesale price. The contract will become a year contract from a month to month. Susie Jenkins-Brito asked for more information on the packages and Bob gave a brief description of the details and further update on the pricing of the new packages. Mr. Himschoot talked about talking to GVNW, Aldrich and Christine O'Connor about using part of the Alaska plan revenue for broadband operations and support and what he found was needed. Bob talked about moving Nushagak's assets of Division 3 into division 2 with leaving Cable TV in Division 3. GVNW asked for written justification for this move. Steve Noonkesser made the motion to approve the new agreement with GCI to move from a month to month contract to a yearly contract. Wanda Fulton seconded the motion. The motion carried 5-0. Steve Noonkesser asked if Nushagak was ready capacity wise to handle the change to the internet package change. Kelly Williams and Bob Himschoot gave a brief answer and assurance that Nushagak is ready. Robert Himschoot stated that he had a verbal commitment from GCI to look at making the throughput the same as the Bethel community in the May or June timeframe. Bob Himschoot gave a brief overview of the meeting he had with Larry Markley and a discussion of a potential power plant upgrade. Bob also talked of what he found out about the potential of putting together information on board policies. Mr. Himschoot talked about an old bank account that we found is not being used and has been open since 1985 at the cost of \$20/month. He asked for board permission to be closed. Board approved this action. Mr. Himschoot told that the audit will be the week of February 19th. Mr. Himschoot gave the board the go ahead for the board to contact senior staff if needed but please include him in the contact. Mr. Strub stated that this kind of contact may not be ethical and if a board member makes a contact they should include all the board with a contact. Mr. Strub cautioned of micromanaging the staff.

Action Items:

- A. Steve Noonkesser motioned and Susie Jenkins-Brito seconded the motion to pass Resolution 2017-22- Patronage Capital-Early Retirement of Estates. The motion carried 5-0.
- B. Steve Noonkesser motioned and Susie Jenkins-Brito seconded the motion to pass Resolution 2017-23- Patronage Capital-Early Retirement of Estates. The motion carried 5-0.
- C. Wanda Fulton motioned and Susie Jenkins-Brito seconded the motion to pass Resolution 2017-24- TARIFF CHANGES – Rendition and Payment of Bills. The motion carried 5-0 with the wording change to make the wording more generic and take specific software names out.

- D. Wanda Fulton motioned and Todd Radenbaugh seconded the motion to pass Resolution 2017-25- Wells Fargo WELLSONE Visa Card Holders. The motion carried 5-0 with the name change of Wanda Fulton to Wanda Wahl.

- E. Wanda Fulton motioned and Todd Randenbaugh seconded the motion to pass Resolution 2017-26- Authorization to Adjust Broadband Internet Packages. The motion carried 5-0.

Steve Noonkesser brought up a concern about the customer service hours and what the increase in the packages may mean. Mr. Himschoot said that he would look into it. Mr. Noonkesser also asked if any conversations have been had with GCI overages. Mr. Himschoot updated on this possibility and in was in the verbal discussion he had with GCI and GCI's verbal commitment in May to June timeframe.

Susie Jenkins-Brito asked what the percentage of members using autopay. Wanda Fulton wants to know what percentage is on autopay for each division.

Director Items:

Future Board Items- none

Unfinished Business- none

Future Meetings & Conference Dates:

Director training, Cordova, AK November 6-8, 2017

Director training, Nashville, TN December 1-6

Alaska Telephone Association Winter Conference Kauai, HI January 28-31, 2018

Director's Conference Las Vegas, NV March 25-28, 2018

Adjournment- Wanda Fulton motioned and Steve Noonkesser seconded the motioned to adjourn. With no further business to come before the board, Board Vice President Henry Strub adjourned the October 17, 2017 Regular Scheduled Board Meeting. The time was 8:56 p.m. The motion carried 5-0.

Respectfully Submitted By:

Gayla Powers, Human Resource Generalist/Executive Secretary/Recorder 10/17/2017
Date

Approved By:

Annie Fritze, Secretary Date