



*Solutions for the Future*

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**Rescheduled Board of Directors Meeting**

Tuesday, October 25, 2022

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

**MINUTES**

**Call to Order:** Board President, Pete Andrew called the Rescheduled Board of Directors Meeting to order on Tuesday, October 25, 2022, in the Nushagak Cooperative Conference Room. The time was 7:00 p.m.

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

Pete Andrew, President	Steve Noonkesser, Director (Zoom)
Henry Strub, Vice-President	Chris Napoli, Director (Zoom)
Wanda Wahl, Treasurer	Sue Flensburg, Director
Annie Fritze, Secretary	Mark Lisac, Director

**Directors Absent:** Bruce Baltar, Director

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

**Guests:** Michael Rovito, Deputy Director, Alaska Power Association (APA) – Zoom

**Approval of Agenda:** Sue Flensburg motioned, and Annie Fritze seconded the motion to approve the October 25, 2022, Regular Scheduled Board Meeting Agenda. The motion carried 8-0.

**Approval of Minutes:** Henry Strub motioned, and Sue Flensburg seconded the motion to approve the September 20, 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. Annie Fritze reviewed the Nuyakuk Hydroelectric Project 2023 Cost Estimate and asked how much funding Nushagak has received. Will Chaney mentioned that Nushagak was awarded \$1 million dollars in each Round 13 & 14, by Alaska Energy Authority's Renewable Energy Grant. Chris Napoli would like to see the funding sources and the financials and where they tie into the budget, what aspects of the cost estimate are secure and what is still unfunded.

Annie Fritze asked for an update on the Broadband Initiative. Will Chaney shared that Choggiung has been awarded \$29 Million through a NTIA Grant and that our attorneys are drafting an agreement to work with them. Nushagak has signed a work agreement with Meridian Management, who would manage the project.

Annie Fritze is requesting nice door prizes for the Annual Meeting this year since it will be held in person.

- B. Angela Thames – Submitted a written report.
- C. Angie Venua – Submitted a written report. Wanda Wahl asked if the accounts receivable balances in the 30, 60 and 90 day columns are made up of a few or many members. Angela Thames explained that one member, that has a very large balance, was having issues with their accounting process and that we had reached out to them.

**Safety Moment:** Work Safe: Winter Hazards – Slips, Trips & Falls was read by Will Chaney

**Discussion/Review:**

- A. Michael Rovito, Deputy Director for APA gave a slideshow presentation on Nushagak's membership participation with Alaska Power Association and ARECA Insurance. Recognizing Will Chaney and Henry Strub's involvement on a variety of boards. Mr. Rovito also shared with the board the changes and updates that the utility industry has seen this past year.
- B. 2023 Directory Cover Contest. Approximately 30 photos were submitted, Nushagak staff voted, and the top four photos were presented to the board. The board voted for the front and back cover.
- C. Nominating/Credentials & Elections Committees. The board asked staff for recommendations to fill these committees. A nominating committee will need to be established prior to the end of the year.

D. General Board Discussion – Pete Andrew shared his experience at AFN.

Pete Andrew asked Will Chaney to speak more on the Broadband Initiative. Will Chaney confirmed that materials are here on site and that we should be building fiber to the home starting this winter. Next spring, after Nushagak has received funding, barges will move equipment and materials into Levelock and Ekowk. 2024 is the projected completion timeframe.

**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.

Wanda Wahl motioned, and Mark Lisac seconded the motion to move into Executive Session. The motion passed 8-0. The time was 8:07 pm.

Sue Flensburg motioned, and Mark Lisac seconded the motion to move out of Executive Session. The motion passed 8-0. The time was 8:24 pm.

E. General CEO Discussion – Will Chaney recognized board member Mark Lisac and his efforts in organizing a Fish Drive for the community of Chevak after it was hit by a storm.

Bob Himschoot prepared a White Paper on NETC Broadband for the board. This White Paper will be released to the membership once Nushagak has been funded to continue moving forward on the Broadband Initiative.

Cory Warnock with McMillen Jacobs Associates is creating a Status Update on the Nuyakuk River Hydroelectric Concept, it will be posted to nuyakukhydro.com.

Will Chaney listed the upcoming meetings that he will be attending and spoke on the meeting that he had with GCI and their plans for laying fiber from Dillingham to Bethel.

The Budget Committee met in late September and plan to meet in November as well, the completed budget will be presented to the full board by the December meeting.

Fiber damage in Levelock was caused by natural weather events. Telephone and Electric staff will be on site to make repairs.

Will Chaney shared with the board the training courses and conferences that staff had attended this past month.

Will Chaney would like to change auditors for 2023. The 2022 audit has already started.

The final fuel delivery for the year was October 18, 2022, 500,524 gallons.

Will Chaney gave a staff update: Telephone Interviews are being scheduled for the Telecom Manager position. Two positions will be vacated: Bookkeeper and Customer Service Representative.

**Action Items:**

- A. **Resolution 2022-0013 Patronage Capital – Early Retirement of Estates (Dallas Nelson).** Sue Flensburg motioned to approve Resolution 2022-0013 and Wanda Wahl seconded the motion. The motion passed 8-0.
- B. **Resolution 2022-0014 Patronage Capital – Early Retirement of Estates (Helene Sagmoen).** Sue Flensburg motioned to approve Resolution 2022-0014 and Wanda Wahl seconded the motion. The motion passed 8-0.

**Director Items:**

- A. Future Board Items/New Business – Schedule a Special Board of Director Meeting to be held within a week.
- B. Unfinished Business – None at this time.
- C. Future Meetings & Conference Dates:
  - 1. ATA Tech Showcase, October 25 – 27, Anchorage, AK
  - 2. Alaska Electric Utility Conference, October 31 – November 4, Anchorage, AK
  - 3. ATA 2023 Winter Conference, January 22 – 25, 2023, Lahaiana, Maui
  - 4. Nushagak Cooperative Annual Meeting, March 21, 2023, Dillingham, AK
  - 5. ATA 2023 Annual Meeting, May 22 – 24, 2023, Cordova, AK

**Adjournment** – Wanda Wahl motioned to adjourn, and Sue Flensburg seconded the motion. With no further business before the board President Pete Andrew adjourned the October 25, 2022, Rescheduled Board of Directors Meeting at 9:06 p.m.

**Respectfully Submitted By:**

  
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Angela Lopez, Executive Secretary/HR Generalist 11/15/2022  
Date

**Approved By:**

  
\_\_\_\_\_  
Annie Fritze, Secretary 11/15/2022  
Date

