



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

Re-scheduled Board of Directors Meeting

Wednesday, November 15, 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 Wednesday, November 15, 2017 in the Nushagak Cooperative Board Room. The time was 6:57 p.m.

Directors Present: Henry Strub, Vice President
Steve Noonkesser, Treasurer
Wanda Wahl, Director
Bruce Baltar, Director

(Quorum Established)
Todd Radenbaugh, Director (phone)
Annie Fritze, Secretary
Chris Napoli, Director

Directors Absent:
Pete Andrew, President
Susie Jenkins-Brito, Director

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

Approval of Agenda:

Todd Radenbaugh motioned and Steve Noonkesser seconded the motion to approve the November 15, 2017 Re-scheduled Board meeting agenda with the addition of an executive session during the General Board Discussion. The motion carried 7-0.

Approval of Minutes:

Wanda Wahl motioned and Chris Napoli seconded the motion to approve the October 17, 2017 Regular Scheduled Board Meeting Minutes with the correction of Wanda Wahl's name to Wanda Fulton. The motion carried 7-0.

Introduction of Guests and Member Comments:

None

Reports:

- A. Bob Himschoot – Submitted a written report. Mr. Himschoot clarified time line in his report for his scheduled trip to DC for Dec 10-14 instead of Nov 10-14. Chris Napoli commented on the RUS grant being submitted and asked about other grants through the USDA and if they were being looked into. Mr. Himschoot said he would look into it.
- B. Angie Venua – Submitted a written report. Angie made a correction to her cash flow report to correct the dates.
- C. Angela Thames – Submitted a written report.
- D. Bobby Armstrong – Submitted a written report.
- E. Kelly Williams – Submitted a written report.

Discussion/Review:

- A. 2018 proposed budget – Mr. Himschoot went over the budget with the board and answered any questions that arose. Board deferred the approval of the budget until the full board had the chance to review the proposed budget with the exception of the changes to the organization chart. Mr. Himschoot went over the proposed changes. After discussion, Steve Noonkesser motioned and Wanda Wahl seconded the motion to approve the changes to the organization chart. The motion carried 7-0.
- B. Waive disconnect for November & December- Board made the decision to waive only the electric disconnect for the months of November and December.
- C. General Board Discussion – **Executive Session:** Steve Noonkesser motioned and Henry Strub seconded the motion to move into Executive Session. The time was 7:32. 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 Annie Fritze seconded the motion to move out of executive session. The time was 9:13. The motion carried 7-0

- D. General CEO Discussion – Mr. Himschoot gave a brief overview of a proposed addition to the employee working policy for community service work. Todd Radenbaugh motioned and Bruce Baltar seconded the motion to accept the addition. The motion carried 7-0. Mr. Himschoot gave an update on the medical benefit selections made by the employees. Mr. Himschoot talked about his upcoming trip agenda to Washington DC. Mr. Himschoot let the board know that the capitalization of the substation project is complete.

Action Items:

- A. Wanda Wahl motioned and Chris Napoli seconded the motion to pass Resolution 2017-27- Patronage Capital-Early Retirement of Estates. The motion carried 7-0.
- B. Wanda Wahl motioned and Chris Napoli seconded the motion to pass Resolution 2017-28 – Authorizing General Manager To Apply For USA High Energy Cost Energy Grant Program. The motion carried 7-0
- C. Wanda Wahl motioned and Chris Napoli seconded the motion to pass Resolution 2017-29- Patronage Capital-Early Retirement of Estates. The motion carried 7-0.
- D. Wanda Wahl motioned and Bruce Baltar seconded the motion to pass Resolution 2017-30- Resource Evaluation and Utilization Resolution: Fish First. The motion carried 7-0.
- E. Wanda Wahl motioned and Todd Radenbaugh seconded the motion to pass Resolution 2017-31- Authorization For Key Investment Services. The motion carried 7-0.
- F. Steve Noonkesser motioned and Annie Fritze seconded the motion to take the proceeds from the sale of property to DOT in the amount of \$21,000.00 and put it in the Nushagak Cooperative Scholarship fund. The motion carried 7-0.

Director Items:

Future Board Items- none

Unfinished Business- none

Future Meetings & Conference Dates:

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

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

Adjournment- Todd Radenbaugh 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 November 15, 2017 Re-scheduled Board Meeting. The time was 9:47 p.m. The motion carried 7-0.

Respectfully Submitted By:

Gayla Powers, Human Resource Generalist/Executive Secretary/Recorder 12/19/2017
Date

Approved By:

Annie Fritze, Secretary Date