



Solutions for the Future
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Regular Scheduled Board of Directors Meeting

Tuesday, November 19, 2019
Nushagak Cooperative Board Room, 7:00 p.m.

MINUTES

Call to Order: Board President, Peter Andrew called the Regular Scheduled Board of Directors Meeting to order on Tuesday, November 19, 2019 in the Nushagak Cooperative Board Room. The time was 7:00 p.m.

Directors Present:

(Quorum Established)

Peter Andrew, President	Annie Fritze, Secretary
Henry Strub, Vice-President	Wanda Wahl, Director
Todd Radenbaugh, Director	Bruce Baltar, Director
Sue Flensburg, Director	

Directors Absent:

Chris Napoli, Director
Steve Noonkesser, Treasurer

Staff Present:

Robert Himschoot, CEO/GM
Bob Armstrong, Electric Operations Manager (phone)
Trung Vo, Telecom Operations Manager
Angie Venua, Senior Accountant
Gayla Powers, Human Resource Generalist

Guests: Josh Bullock, Kyle Hardin, Stephen Reiten, Antolin Juan, Danny Clark & Jeremy Hardman

Approval of Agenda: Sue Flensburg motioned and Todd Radenbaugh seconded the motion to approve the November 19, 2019 Regular Scheduled Board Meeting agenda. The motion carried 7-0.

Approval of Minutes: Sue Flensburg motioned and Annie Fritze seconded the motion to approve the October 15, 2019 Regular Scheduled Board Meeting Minutes. The motion carried 7-0.

Reports:

- A. Bob Himschoot – Submitted a written report. Annie Fritze asked about the 1.5 million in Bob's report to be requested through the RUS loan and wanted to know if it is part of the proposed budget being presented tonight or if it would be separate. Bob Himschoot stated that he would be looking for an amendment because they are still looking for the scope of the project if it is put together.
- B. Angie Venua – Submitted a handout report.
- C. Angela Thames – Submitted a written report.
- D. Bobby Armstrong – Submitted a written report.
- E. Trung Vo – Submitted a written report. Annie Fritze asked about the areas that still need parts replaced and wondered where they were and under the microwave project what is the CO tower. Trung stated that the CO is the Central Office by Nushagak and the various areas that need parts are all over town and it is just replacing very old equipment.

Introduction of Guests and Member Comments:

Josh Bullock - Wanted to thank everyone for the continued communications. Josh asked Trung about the status of the 3 towers and when the people at Nushagak will start testing. Trung stated the testing is being pushed back and customer experience could possibly be late December-January time frame. Josh also asked on an update for the hydro project. Bob Himschoot answered that we have the pre-application process with FERC in and they have responded with their scoping document. The kick off meeting happened in Anchorage on Monday. FERC is having their first scoping meeting on December 11th in Anchorage. After the scoping meetings then some agencies meetings to develop the study plan and then the official study plan from FERC probably in July/August and hopefully some field work this year and heavy field work in 2021 and 2022 and an application going in to FERC in 2023 and hopefully an operating license comes out of that. Then engineering can happen and then Nushagak can go for money to build.

Kyle Hardin – Kyle asked if Nushagak was still going to do away with bandwidth caps after the microwave is built as was stated at the March 2019 Annual Meeting. Mr. Himschoot stated not initially except for commercial entities. As the bandwidth is developed Nushagak needs to ensure that they can deliver the requested bandwidth before unlimited plans are offered to everyone. But the bandwidth caps will go up very generously and overages will come way down.

Stephen Reiten – Stated he is working with Icicle Seafood and was there to observe.

Antolin Juan - Stated he is working with Icicle Seafood and was there to observe.

Danny Clark - Stated he is working with Icicle Seafood and looking for dialog to understand what the 2020 rate increase will look like for Icicle compared to the 2019 rates. Mr. Himschoot agreed to meet with Icicle the following morning.

Jeremy Hardman - Stated he is working with Icicle Seafood and was there to observe.

Safety Moments: Bob Armstrong read the safety moments.

Discussion/Review:

- A. General Board Discussion– Pete Andrew asked who is going to judge the Christmas light contest. Sue Flensburg volunteered and the board volunteered Chris Napoli and Steve Noonkesser. Henry Strub talked about the good reception they had with the congressional delegation and the two senators. He talked about Congressman Young and how he gathered his staff assigned one to each of Nushagak’s need and told them to go to work. Pete also talked about the meeting they had in May with Indian Energy and how it got back to Senator Murkowski and she was excited about it. Also how Senator Sullivan was really enthusiastic in working with FERC to condense the study time and help save cost. Sue Flensburg asked that Bob Himschoot explain to the guests of the 8515. Bob Himschoot stated was this means for our non-profit status in generating revenues and how using grants we receive could be a problem.

Wanda Wahl presented the 2020 proposed budget to the board. Bob Himschoot went over the over the narratives for Division I, II, III’s operating and capital budgets. The board had no questions for the Budget Committee or CEO Bob Himschoot.

Henry Strub motioned and Wanda Wahl seconded the motion to approve Division I operating budget. The motion carried 7-0.

Henry Strub motioned and Wanda Wahl seconded the motion to approve Division I capital budget. The motion carried 7-0.

Henry Strub motioned and Wanda Wahl seconded the motion to approve Division II operating budget. The motion carried 7-0.

Henry Strub motioned and Wanda Wahl seconded the motion to approve Division II capital budget. The motion carried 7-0.

Todd Radenbaugh motioned and Annie Fritze seconded the motion to approve Division III operating and Capital budget. The motion carried 7-0.

Todd Radenbaugh motioned and Annie Fritze seconded the motion to approve Division III capital budget. The motion carried 7-0.

- B. General CEO Discussion – Bob Himschoot discussed the meeting that he and Henry Strub attended meetings with Indian Energy both BOE and BIA Indian Energy. There is a Division of Energy & Mining grant that could potentially cover some of the hydro studies. They also met with NRECA and met with the chief lobbyist there and talked about the Rural Act and the problem with the grants and the 8515 requirement. He stated they went by House 360 and FERC. He stated that was a good discussion about things going forward.

Action Items:

A. Select Names for Nominating Committee

B. Resolution 2019-30 Approve PATRONAGE CAPITAL- EARLY RETIREMENT OF ESTATES.

Wanda Wahl motioned and Annie Fritze seconded the motion to approve Resolutions 2019-30. The motion carried 7-0.

C. Resolution 2019-31 Approve PATRONAGE CAPITAL- EARLY RETIREMENT OF ESTATES.

Wanda Wahl motioned and Annie Fritze seconded the motion to approve Resolutions 2019-30. The motion carried 7-0.

D. Resolution 2019-32 Approve PATRONAGE CAPITAL- EARLY RETIREMENT OF ESTATES.

Wanda Wahl motioned and Annie Fritze seconded the motion to approve Resolutions 2019-30. The motion carried 7-0.

Director Items:

Wanda Wahl motioned to move into executive session and Sue Flensburg seconded the motion to move into executive session. The time was 8:14 pm. 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 8:40 pm. The motion carried 8-0.

Future Board Items- None

Unfinished Business- None

Future Meetings & Conference Dates:

APA Manager's Forum, Juneau, AK January 28, 2020

ATA Winter Conference, Maui, HI, January 26-30, 2020

APA Legislative Conference, Juneau, AK January 29-30, 2020

AIE Investment Review Committee, Juneau, AK February 13, 2020

Adjournment- Todd Radenbaugh motioned and Annie Fritze seconded the motion to adjourn the November 19, 2019 Regular Scheduled Board of Directors Meeting at 8:42 p.m. The motion carried 7-0.

Respectfully Submitted By:

Gayla Powers, Human Resource Generalist 012/17/2019
Date

Approved By:

Annie Fritze, Secretary Date