



*Solutions for the Future*

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**Board of Directors Regular Scheduled Board Meeting**

Tuesday, November 19, 2024, at 6:00 p.m.

800 Kenny Wren Road

Nushagak Cooperative Conference Room

**MINUTES**

**Call to Order:** Board Vice President, Henry Strub, called the Regular Scheduled Board of Directors Meeting to order on Tuesday, November 19, 2024, in the Nushagak Cooperative Board Room. The time was 6:04 p.m.

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

Henry Strub, Vice President  
James Hall, Treasurer (Zoom)  
Wanda Wahl, Director  
Bruce Baltar, Director

Sue Flensburg, Director  
Jean Barrett, Director  
Mark Lisac, Director

**Directors Absent:** Pete Andrew, President  
Annie Fritze, Secretary

**Staff Present:** Will Chaney, CEO/GM  
Dennis Payne, Telecom Operations Manager  
Deon Lopez, Comptroller  
Angela Thames, Business Office Manager  
Angela Lopez, HR Generalist/Executive Secretary

**Guests:** Margaret Sutherland, KDLG Reporter/Host

**Approval of Agenda:** Sue Flensburg motioned, and Bruce Baltar seconded the motion to approve the November 19, 2024, Regular Scheduled Board Meeting Agenda as submitted.

The motion carried 7-0

**Approval of Minutes:** Jean Barrett motioned, and Mark Lisac seconded the motion to approve the September 17, 2024, Regular Scheduled Board Meeting Minutes as submitted.

The motion carried 7-0.

**Guests and Member Comments:** No comments made.

**Reports:**

- A. Will Chaney – Mr. Chaney read through his submitted board report; an update was that Mr. Chaney has now reviewed 13 USR's (up from five). There were no questions at this time.
- B. Dennis Payne – Mr. Payne gave an update on the negative response email that was received from the Army Corps of Engineers, and the reply that Nushagak submitted on October 25, 2024.

As of Friday, November 15, 2024, NTIA issued an all stop mandate on the fiber project. Mr. Payne was able to contact NTIA who said they had not read the response that Nushagak had submitted on October 25<sup>th</sup>. Construction on the fiber project was progressing, and daily contact was being made up until the all stop was issued. Mr. Payne is working with the Corps of Engineers and NTIA to rectify any issues so that construction can continue.

During the Discussion/Review Items Mr. Payne received an update from the Corps of Engineers. The email stated, "that your permit for constructing the fiber optic line was not suspended or revoked and remains valid for authorizing your construction activities" and that The Corps of Engineers "does not object to construction proceeding under your current permit, provided you continue to cooperate to get the unauthorized component of the project into compliance."

Mr. Payne also gave an update on the Universal Service Fund Supreme Court Litigation and the importance of keeping the issue in the forefront. A PowerPoint printout was included in the monthly board packet.

Mr. Payne spoke in support of the Learn to Return training and the Wilderness Protection Policy.

Mark Lisac inquired about the circuit requests submitted by GCI. Mr. Payne explained that these requests could bring in additional revenue and that the technicians continue to work on getting the circuits up.

- C. Electric Operations Manager (vacant) – No questions at this time.

- D. Deon Lopez – James Hall asked Mr. Lopez for an update on the status of last month’s request to move and adjust payments between Division 2 and 3. Mr. Lopez explained that he continues to work on this task; that a resolution that is to be approved at this month’s board meeting will grant him the authority necessary to complete the request. Mr. Hall asked for verification on a few other line items and Mr. Lopez was able to confirm. Mr. Hall then thanked Mr. Lopez for the work he has done to get the financials up to date.

Mr. Hall’s final question for Mr. Lopez was regarding the Budget Committee and if there is a plan to meet anytime soon. Mr. Lopez is still working on building the budgeting process and continues to work with the accountant to get the budget completed.

Sue Flensburg requested to be excused from the Budget Committee because she will be traveling during the month of December. Mark Lisac also shared that he may be unavailable as well and suggested that Mr. Lopez and Mr. Hall work together to complete the budget process and then submit it to the board for approval.

- E. Angela Thames – Ms. Thames gave an update on her submitted board report; noting that the recent power outage identified an after-hours phone tree issue that still has not been resolved. Staff continue to work on the issue. There were no questions at this time.

**Safety Moment:** Work Safe: Slips, Trips & Falls

**Discussion/Review:**

- A. Nominating Committee & Credentials and Election Committee - The board asked staff for recommendations to fill these committees. Angela Lopez will work on getting the committees established.
- B. “Show us Your Lights” Contest - After brainstorming different ways to judge the entries, the board approved the continuation of the Show us your Lights – Christmas Lighting Contest. Angela Thames will work on advertising.
- C. Wilderness Protection Policy – Will Chaney provided an example of a Wilderness Protection Policy from another Utility, and a draft policy for Nushagak. Management will continue to work on the draft and have something to submit to the board for approval at next month’s meeting. Mr. Chaney also spoke about the importance of the Learn to Return training for field technicians.
- D. General Board Discussion – Mark Lisac will be hosting a Lunch and Learn at the Bristol Bay Campus next week; the presentation will be on Powering the Electric Grid & The Nuyakuk Falls Diversion-Hydro Investigation.

- E. **General CEO Discussion** – Mr. Chaney thanked the board for attending the USR Preview Workshop that took place prior to the board meeting.

Mr. Chaney reinforced the importance of KnowB4 and cyber security training; he shared an example of a utility and their experience with a phishing attempt. A PSA was posted warning the membership/community about an uptick in scammers and to contact the Customer Service Office if they have any concerns or questions.

The Nuyakuk Hydro website is current and up to date with events posted.

**Action Items:**

- A. **Resolution 2024–15 Patronage Capital – Early Retirement of Estates.** Wanda Wahl motioned to approve Resolution 2024 – 15 and Sue Flensburg seconded the motion.

The motion carried 7-0

- B. **Resolution 2024–16 FSC Tariff Changes Taxes and Surcharges.** Wanda Wahl motioned to approve Resolution 2024 – 16, amended to correct increased to decreased, and Sue Flensburg seconded the motion.

The motion carried 7-0

- C. **Resolution 2024–17 Tariff Changes Non-Firm Power Purchase Rate.** Sue Flensburg motioned to approve Resolution 2024 – 17, amended to correct increased to decreased, and James Hall seconded the motion.

The motion carried 7-0

- D. **Resolution 2024–18 Authorization for Key Investment Services.** Mark Lisac motioned to approve Resolution 2024 – 18 and James Hall seconded the motion.

The motion carried 7-0

- E. **Resolution 2024–19 Secretary’s Certificate.** Mark Lisac motioned to approve Resolution 2024 – 19 and Wanda Wahl seconded the motion.

The motion carried 7-0

**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. NWPPA AK Electricity Utility Conference, Nov 18 – 22, Anchorage, AK
2. APA/AIM/AEF December Meeting Series, Dec 4 – 5, Anchorage, AK
3. ATA 2025 Winter Conference, January 19 – 22, 2025, Waikoloa, HI
4. APA State Legislative Conference, Feb 5 – 6, 2025, Juneau, AK
5. ATA Annual Meeting, May 12 – 14, 2025, Kodiak, AK
6. APA & AIE Annual Meeting, Aug 5 – 8, 2025, Cordovia, AK

**Adjournment:** Wanda Wahl motioned, and Jean Barrett seconded the motion to adjourn and with no further business to come before the board, Board Vice President Henry Strub adjourned the November 19, 2024, Regular Scheduled Board of Directors Meeting. The time was 7:41 pm.

The motion carried 7-0.

**Respectfully Submitted By:**

  
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Angela Lopez, Executive Secretary/HR Generalist  
12/17/2024  
Date

**Approved By:**

  
\_\_\_\_\_  
Annie Fritze, Secretary  
12/17/2024  
Date

