

Regular Scheduled Board of Directors Meeting

Tuesday, November 20, 2012
Nushagak Cooperative Board Room, 7:00 p.m.

MINUTES

Call to Order: Board President, Pete Andrew called the Regular Scheduled Board of Directors Meeting to order on Tuesday, November 20, 2012 in the Nushagak Cooperative Board Room. The time was 6:59 p.m.

Directors Present:	Pete Andrew, President Henry Strub, Vice President Rae Belle Whitcomb, Secretary Todd Radenbaugh, Director	(Quorum Established) Carol Shade, Director Chris Napoli, Director Steve Foy, Director
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Directors Absent: Fritz Johnson, Director
Steve Noonkesser, Director

Staff Present: Mike Megli, CEO/GM
Nancy Favors, Business Office Manager (Telephone)
Thomas Behrendt, Electric Operations Manager
Michael Favors, Telecom Operations Manager (Telephone)
Pete Eason, Communications Supervisor
Angela Lopez, Business Office Supervisor
Gayla Powers, Human Resources Generalist

Guests Present: None

Approval of Agenda:

Chris Napoli motioned and Henry Strub seconded the motion to approve the November 20, 2012 Regular Scheduled Board meeting agenda to add under General Board Discussion (a) APA/ARECA Insurance. The motion carried 7-0.

Approval of Minutes:

Henry Strub motioned and Steve Foy seconded the motion to approve the October 16, 2012 Regular Scheduled Board Meeting Minutes. The motion carried 7-0.

Reports:

- A. Mike Megli – Submitted a written report.
- B. Nancy Favors – Submitted a written report.
- C. Thomas Behrendt – Submitted a written report
- D. Michael Favors – Submitted a written report.
- E. Financial Report – Submitted a written report

Discussion/Review Items:

2013 Budget –

Motion: Henry Strub motioned and Steve Foy seconded the motion to increase the kWh rate ½ cent. The motion carried 6-1. Rae Belle Whitcomb opposed.

Motion: Rae Belle Whitcomb motioned and Chris Napoli seconded the motion to approve the 2013 Capital Budget as follows:

- Division I - \$1,736,441
- Division II - \$780,627
- Division III - \$25,000

The motion carried 7-0.

Names for the 2013 Election, Bylaw and Nominating Committees – The board suggested a list of member/owners to serve on either committee.

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|------------------|-----------------|
| Gina Carpenter | Mary Ford |
| Fred Nishimura | Mark Reynolds |
| Jeanie Layland | Roianne Johnson |
| Lola Carpenter | Bill Bauer |
| Dave Bouker | Diane Folsom |
| Gordon Isaacs | Patty Luckhurst |
| Dana Clark | Sue Flensburg |
| Annie Fritze | Melanie Edgmon |
| Ward Jones | Helen Jones |
| Rose Moore | Sarah Catalone |
| Janice Williams | Tina Tinker |
| Tina Reigh | Dan Dunaway |
| Marjorie Dunaway | Steve Ito |
| Rob Carpenter | Diane Gamechuck |
| Nicole Ito | |

Internet Overage Policy – Rae Belle Whitcomb motioned and Carol Shade seconded the motion to approve a new internet overage policy. If a customer exceeds an overage of \$200 than the internet speed will be reduce to 128k and the costumer will be notified. If a customer exceeds an

overage of \$500 then the internet will be disabled until the customer's account is paid in full. The motion carried 7-0.

Christmas Light Extravaganza – The judges for the 2012 Christmas Light Extravaganza are Chris Napoli, Rae Belle Whitcomb, Carol Shade and Pete Andrew.

General Board Discussion – Henry Strub informed the board that APA will be dropping ARECA insurance as of May 13, 2013.

General CEO Discussion -

Motion: Chris Napoli motioned and Steve Foy seconded the motion not to disconnect services for the month of December. The motion carried 7-0.

Action Items

Resolution 2012-10 Patronage Capital Early Retirement of Estates – Rae Belle motioned and Carol Shade seconded the motion to approve Resolution 2012-10. The motion carried 7-0.

Resolution 2012-11 Approval of Amended Nushagak Cooperative Tariff – Chris Napoli motioned and Rae Belle Whitcomb seconded the motion to approve Resolution 2012-11. The motion carried 7-0.

Resolution 2012-12 Authorization of the Amendment and Restatement of the 125 Plan – Steve Foy motioned and Todd Radenbaugh seconded the motion to approve Resolution 2012-12. The motion carried 7-0.

Director Items

Future Board Items/New Business

Unfinished Business

Strategic Planning – The date for Strategic Planning is still being sorted out.

Future Meetings & Conference Dates:

2013 Winter Conference, January 27-30, Ka'anapali, HI

Adjournment- With no further business to come before the Board, Steve Foy motioned and Henry Strub seconded the motion to adjourn the November 20, 2012 Regular Scheduled Board Meeting. The time was 8:33 p.m.

Respectfully Submitted By:

Angela Thames, Executive Secretary/Recorder 11/20/2012
Date

Approved By:

Rae Belle S. Whitcomb, Secretary Date