



Solutions for the Future
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Regular Scheduled Board of Directors Meeting

Tuesday, December 16, 2014
Nushagak Cooperative Board Room, 7:00 p.m.

MINUTES

Call to Order: President, Pete Andrew called the Regular Scheduled Board of Directors Meeting to order on Tuesday, December 16, 2014 in the Nushagak Cooperative Board Room. The time was 7:00 p.m.

Directors Present: Pete Andrew, President
Henry Strub, Vice President
Rae Belle Whitcomb, Secretary
Todd Radenbaugh, Director

(Quorum Established)
Carol Shade, Director
Steve Noonkesser, Director

Directors Absent: Chris Napoli, Director
Fritz Johnson, Director

Staff Present: Mike Megli, CEO/GM
Nancy Favors, Business Office Manager
Michael Favors, Telecom Operations Manager
Gayla Powers, Human Resource Generalist

Guests Present: Diana Scholmeyer – She asked why the bills were mailed in a flat envelope instead of a smaller one, and how many were mailed a month. Nancy Favors answered by saying that due to having 2 different billing systems there isn't any way to consolidate the bill in order to use smaller envelopes. The flat envelopes are the most cost efficient at this time.

Approval of Agenda:

Henry Strub motioned and Carol Shade seconded the motion to approve the December 16, 2014 Regular Scheduled Board meeting agenda. The motion carried 6-0.

Approval of Minutes:

Steve Noonkesser motioned and Henry Strub seconded the motion to approve the November 18, 2014 Regular Scheduled Board Meeting Minutes. The motion carried 6-0.

Reports:

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

Discussion/Review

General Board Discussion – The judges for the “Show Us Your Lights” contest will be Carol Shade and Todd Radenbaugh.

Todd Radenbaugh suggested sending a member of the cooperative to a legislative class. This was discussed briefly and was decided that Rae Belle Whitcomb and Chris Napoli will look into this matter and bring some suggestions to the board at a future date.

General CEO Discussion – Mike Megli informed the board that the RUS blended application was approved making the tier requirement lower.

Executive Session: Steve Noonkesser motioned and Rae Belle Whitcomb seconded the motion to move into Executive Session. The time was 7:50. The motion carried 6-0.

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 Steve Noonkesser seconded the motion to move out of executive session. The time was 8:47. The motion carried 6-0

Action Items

Approval of 2015 Operating Budget – Henry motioned and Carol Shade seconded the motion to approve Division 1 of the Operating Budget. The motion was retracted.

Steve Noonkesser motioned and Todd Radenbaugh seconded the motion to approve the 2015 Operating Budget as follows: Division I - Total Revenues/Income - \$8,782,411, Total Expenses - \$8,734,717 with Margins – \$47,694. Division II – Total Revenues/Income – 3,475,456, Total Expenses – 3,415,862 with Margins - \$59,594. Division III – Total Revenues/Income – 1,307,381,

Total Expenses – 1,338,221 with Margins – **(\$30,840)**. The motion carried 5-0. Rae Belle Whitcomb opposed.

Approval of 2015 Capital Budget – Henry Strub motioned and Rae Belle Whitcomb seconded the motion to approve the 2015 Division I Capital Budget as follows: Division I - \$1,496,180. The motion carried 6-0. Steve Noonkesser motioned and Henry Strub seconded the motion to approve the 2015 the Division II and III Capital Budget as follows: Division II - \$410,000 and Division III – 22,100. The motion carried 6-0.

Approval of Resolution 2014-20, Early Retirement of Estates – Rae Belle Whitcomb motioned and Todd Radenbaugh seconded the motion to approve Resolution 2014-20. The motion carried 6-0.

Approval for Mike Megli, CEO/GM to authorize Dryden & LaRue, Inc. to continue Engineering and Field Services for the New Power House Substation – Steve Noonkesser motioned and Henry seconded the motion to approve Dryden & LaRue, Inc. to continue Engineering and Field Services for the New Power House Substation. The motion carried 6-0.

Resolution of Support for Smokefree Alaska – Steve Noonkesser motioned and Carol Shade seconded the motion. The motion failed 0-6.

Director Items

Unfinished Business

Future Meetings & Conference Dates:

Adjournment- With no further business to come before the Board, Todd Radenbaugh motioned and Carol Shade seconded the motion to adjourn the December 16, 2014 Regular Scheduled Board Meeting. The time was 9:45 p.m. The motion carried 6-0.

Respectfully Submitted By:

Angela Thames, Executive Secretary/Recorder 12/16//2014
Date

Approved By:

Rae Belle S. Whitcomb, Secretary Date