

REGULAR BOARD MEETING MINUTES
10 December 2019

Item of note. The regularly scheduled 3 December 2019 meeting of the BBTC Board of Directors was rescheduled to 10 December 2019 at 6PM by unanimous consent of the Directors.

A. CALL TO ORDER

1. The Regular Meeting of Bristol Bay Telephone Cooperative, Inc. Board of Directors was called to order by Board Vice President Wilton “Ray” Cottle at 18:05 pm.

B. ROLL CALL

1. Individuals attending the meeting at the King Salmon office included Directors Wilton “Ray” Cottle and Courtney Hoiby. Sandra “Sandy” Alvarez attended via video conference. Directors Robert “Bobby” Larson, Don Strand, Sharon Wilson, and Matthew Niedermeyer attended via telephone conference. GM/CEO Jeff Fulton and Administration Assistant Victoria Morrison were also present. Bobby (18:12) and Sandy (18:06) were both tardy.

C. PREVIOUS MINUTES

1. Regular Board Meeting Minutes dated 5 November 2019. Courtney moved to approve the Regular Board Meeting Minutes. The motion was seconded by Sharon. **Motion passed unanimously.**

D. CORRESPONDENCE

1. Trouble Tickets, August and open tickets, reviewed with short discussion.

E. MANAGER’S REPORT

1. Submitted with short discussion.

F. ADDITIONS TO THE AGENDA

1. Courtney moved to add Item 1 to Executive Session – Financial – Sharon seconded the motion. **Motioned passed unanimously.**
2. Immediately following Executive Session (7:12pm), Don moved to hold a Special Board Meeting on Thursday, December 19, 2019 at 6 p.m. at the King Salmon office. Motion was seconded by Matt. **Motion passed unanimously.**

G. AUDIENCE PARTICIPATION

1. None

H. OLD BUSINESS

1. None

I. NEW BUSINESS

1. Board Reorganization
 - i. Courtney made a motion to open nominations for Board Officer positions. Motion was seconded by Sharon. **Motion passed unanimously.**
 - President - Sharon nominated Courtney to be President. Motion was seconded by Bobby. **Motion passed unanimously.**
 - Vice President - Bobby nominated Ray for Vice President. Motion was seconded by Courtney. **Motion passed unanimously.**
 - Secretary / Treasurer - Courtney nominated Sharon for Secretary/Treasurer. Motion was seconded by Sandy. **Motion passed unanimously.**
2. Upcoming Industry Event and Expected Board Travel. Short discussion.
3. Resolution 2019-03 - Approval of the Membership By-law Amendment – Sandy moved to adopt Resolution 2019-03. Adoption was seconded by Sharon. **Motioned**

passed unanimously. Bobby did not vote as his call was disconnected.

4. Resolution 2019-04 - Authorized Signers on the Wells Fargo Bank Accounts – Matt motioned to have Don fill the Director non-Officer Authorized Signer position. Motion was seconded Ray. **Motioned passed unanimously.** Sandy moved to adopt Resolution 2019-04. Motioned was seconded by Bobby. **Motion passed unanimously.**
5. Resolution 2019-05 - Removal of Trustee and Appointment of Successor Trustees for BBTC Retirement Savings Plan – Sandy moved to adopt Resolution 2019-05. Motion was second by Sharon. **Motion passed unanimously.**
6. Holiday Bonuses - Ray moved to purchase Mr. Prime Beef for all employees and directors. Motion was seconded by Sandy. **Motion was passed unanimously.**

J. CHECK REGISTERS

1. Ray moved to approve check register 1, 2, and 3. Sharon seconded the motion. **Motion passed unanimously.**

K. FINANCIAL STATEMENTS

1. September and October Cash Flow and Investment Statements were reviewed.

L. EXECUTIVE SESSION

1. Ray moved to go into Executive Session to discuss matters of which the immediate knowledge of would have adverse financial implications to the Cooperative. Sandy seconded the motion. **Motion passed unanimously.** GM/CEO Jeffrey Fulton was invited into Executive Session with the Board. The Board entered Executive Session at 6:45 pm and returned to the regular meeting at 7:12 pm with no action taken.

M. DIRECTOR'S COMMENTS

1. Don- Merry Christmas!
2. Matt – Merry Christmas. January meeting would like to add to Agenda what we are doing with our money as far as passbook savings.
3. Ray – Glad to be back on the Board and not in limbo. Merry Christmas and Happy New Year. Will be in Georgia. Glad we are moving forward.
4. Bobby – Merry Christmas. Congratulations to Courtney and Ray.
5. Sandy – Commended the staff. Village Council signed on to the internet plan. Guys got it set up and seems to be working very well. Merry Christmas.
6. Sharon- Congratulated Ray on the coin flip. Glad to have Jeff as a manager that knows his job very well. Congratulations to Courtney, Ray, and myself for Board Officer positions.

N. ADJOURNMENT

1. Don motioned to adjourn the meeting at 7:17 pm and was seconded by Matt. **Motion passes unanimously.**

ARRPROVED BY _____

SEAL