

A. CALL TO ORDER

1. The Special Meeting of Bristol Bay Telephone Cooperative, Inc. Board of Directors was called to order by Board President Courtney Hoiby at 6:25 P.M.

B. ROLL CALL

1. Individuals attending the meeting were Directors Wilton "Ray" Cottle, Matthew "Matt" Niedermeyer, Riel Anderson, and Courtney Hoiby. Director Sharon Wilson resigned April 21, 2021. General Manager/CEO Jeff Fulton, Administrative Assistant Victoria Morrison (Left meeting at 9:22 P.M.), Lawyer Andrew Leeman, and TCA President Wendy Moris were also present.

C. WAIVER OF NOTICE

1. All board members were present and agreed on notice.

D. ADDITIONS TO THE AGENDA

1. Matt motioned to go into executive session with attorney to discuss matters of which the immediate knowledge could have an adverse effect on legal position to the Cooperative. Items for discussion are **1. Potential Director Appointment, 2. Current Manager Position and Rental Property, and 3. General Manager Replacement Process.** Motion was seconded by Riel. **Motion passed unanimously.**
2. Matt motioned to add new business item 1 potential director appointment and item 2 GM Replacement process. Motion was seconded by Riel. **Motion passed unanimously.**

E. EXECUTIVE SESSION

1. Riel moved to go into executive session to discuss matters of which the immediate knowledge of would have adverse financial implications to the Cooperative. Courtney seconded the motion. **Motion passed unanimously.**
 - i. The Board entered Executive Session at 6:34 pm. GM/CEO Jeffrey Fulton, Wendy Moris were invited into Executive Session with the Board. Returned to regular meeting at 10:04 pm with no action taken.

F. AUDIENCE PARTICIAPTATION

1. None

G. OLD BUSINESS

1. None

H. NEW BUSINESS

1. Potential Director Appointment – Matt suggested to appoint Mike Swain Jr. Jeff commented that choice would not be good the Cooperative because his wife is a former employee and has an axe to grind.
 - i. Matt made the motion to appoint Mike Swain Jr. to the vacant King Salmon/Naknek District board of director seat. Motion was seconded by Riel. **Motion failed due to Tie.**
 - ii. Roll Call Vote: Courtney: no, Ray: no, Riel: yes, and Matt: yes.

2. GM Replacement Process – Matt made a motion to direct GM and Attorney Andy Leeman to write up a proposal for an extension of current managers contract. Ray seconds the motion. **Motion passed unanimously.**
 - i. In the event of a tie; Ray motioned to have General Manager to solicit board members for all three vacant board of director seats. Riel seconds the motion. **Motion passed unanimously.**
3. GCI DIA - Matt motioned to authorize the General Manager Jeffrey Fulton to enter into an agreement with GCI DIA. Motion was seconded by Riel. **Motion passed unanimously.**

I. DIRECTOR'S COMMENTS

1. **Matt** – Great meeting. Hope everyone does well. I would like to see the board member seat filled sooner than later.
2. **Riel** – Agrees with Matts comments. We need to be an effective board moving forward. To not shy away from doing things like this. We need to have more positive conversation. We are making moves to try and advance this Cooperative and at the core fundamental. I would like to see as soon as possible these vacant positions filled.
3. **Ray** – Great meeting. Apologies to Wendy as he could not hear the presentation. Hope we can continue to work with you.
4. **Courtney**- Different sort of meeting and we made a lot of decision tonight. It is ok for us to disagree and that is it is constructive to making better decisions in the long run. I would like this to be a complete board. Sharon is going to be missed.

J. ADJORNMENT

1. Riel motioned to adjourn the meeting at 9:41 pm and was seconded by Ray. **Motion passes Unanimously.**

APPROVED BY



