

Southeast Alaska Power Agency Annual Meeting Minutes

Location: Held Electronically¹

Date: January 25, 2024

Time: 2:00 p.m. AKST

Agenda Items

1) Call to Order

A. Roll Call.

Chairperson Sivertsen called the annual meeting to order at 2:00 p.m. AKST on January 25, 2024. The following directors and alternates were present, thus establishing a quorum of the board:

Directors	Present Electronically (E) In Person (IP)	Alternates	Present Electronically (E) In Person (IP)	Representing	Community
Bob Sivertsen	E	Jeremy Bynum	E	Swan Lake	Ketchikan
Judy Zenge	E	Delilah Walsh	E	Swan Lake	Ketchikan
Steve Prysunka		Mason Villarma	E	Tyee Lake	Wrangell
Bob Lynn	E	Mark Jensen	E	Tyee Lake	Petersburg
Karl Hagerman	E	Thomas Fine-Walsh	E	Tyee Lake	Petersburg

The following SEAPA staff and counsel were present for all or part of the meeting:

Staff	Present Electronically (E) In Person (IP)	Staff/Counsel	Present Electronically (E) In Person (IP)
Robert Siedman, P.E., CEO	E	Marcy Hornecker, Ofc. Manager	E
Clay Hammer, Operations Mgr.		Sharon Thompson, EA/CA	E
Mark Hilson, Projects Manager	E	Joel Paisner, SEAPA Counsel	E
Kay Key, Controller	E		

B. Communications/Lay on the Table Items: None

C. Disclosure of Conflicts of Interest: None

2) Approval of the Agenda

Chairperson Sivertsen requested a motion to approve the Agenda.

Motion	M/S (Lynn/Hagerman) to approve the Agenda as presented. The motion was approved unanimously by polled vote.	✓	Action 24-1094
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3) Introduction of Board Members

The Chair requested board members to introduce themselves. Board members exchanged brief introductions.

¹ The meeting was held electronically via Zoom.



4) Election of Officers

Chairperson Sivertsen opened the meeting to hear nominations for SEAPA's respective officer positions.

A. *Chairperson* – Mr. Bynum nominated Bob Sivertsen. Mr. Hagerman nominated Bob Lynn.

With no further nominations heard, Chairperson Sivertsen closed nominations. Mr. Bynum and Mr. Hagerman voiced reasons to support their respective nominations. Mr. Paisner suggested SEAPA's Clerk proceed with a vote for each nominee.

Voting record for nominee, Bob Sivertsen, as Chair:

Voting Director	Yes (Y)	No (N)	Alternate Director	Yes (Y)	No (N)
Prysunka	Absent		Villarma	Y	
Zenge	Y		Walsh		
Sivertsen	Y		Bynum		
Hagerman		N	Fine-Walsh		
Lynn		N	Jensen		

The vote was three to two in favor of Mr. Sivertsen to serve as Chair.

Voting record for nominee, Bob Lynn, as Chair:

Voting Director	Yes (Y)	No (N)	Alternate Director	Yes (Y)	No (N)
Lynn	Y		Jensen		
Prysunka	Absent		Villarma		N
Zenge		N	Walsh		
Sivertsen		N	Bynum		
Hagerman	Y		Fine-Walsh		

Following clarification of votes, the votes for Mr. Sivertsen to serve as Chair were three, and the votes for Mr. Lynn to serve were two.

B. *Vice Chairperson* - Mr. Sivertsen nominated Bob Lynn to serve as Vice Chair.

With no further nominations and no objections heard, the Chair declared that Mr. Lynn will serve as Vice Chair by unanimous consent.

C. *Secretary-Treasurer* - Mr. Lynn nominated Mason Villarma to serve as Secretary-Treasurer.

With no further nominations and no objections heard, the Chair declared that Mr. Villarma will serve as Secretary-Treasurer by unanimous consent.

5) Persons to be Heard: None.

6) Introduction to SEAPA

SEAPA's Counsel, Joel Paisner, provided a very thorough Power Point presentation highlighting SEAPA's history, key Agency agreements, elements of the Agency, and board member roles to orient new board members. He responded to various director comments and questions.

7) Review and Approve Minutes

The Chair requested a motion to approve the minutes of November 30, 2023.



- Motion

M/S (Hagerman/Lynn) to approve the Minutes of the regular meeting of November 30, 2023. The motion was approved unanimously by polled ✓

Action
24-1095

8) New Business

A. Review/Discussion Re CEO Evaluation Forms

SEAPA's CEO, Mr. Siedman, explained that a CEO evaluation process and forms were developed and adopted by resolution in 2021, and that since then various directors expressed a need for an update of the forms. Mr. Siedman presented Individual Board Member Forms, Final Compiled Feedback, and Employee Evaluation Forms he developed for Directors' review and comments. Following discussions and suggested changes on the Individual Board Member form and Schedule for the CEO Evaluation process, the Chair announced the meeting would recess for a brief break.

The meeting recessed at 3:27 p.m. and resumed at 3:36 p.m.

Mr. Siedman continued his presentation of the remainder of the forms presented for discussion and suggested changes. Directors provided direction to staff for changes to the forms, and requested that updated drafts incorporating their suggested changes be presented at SEAPA's next regular board meeting for further discussion.

B. First Bank Signatories

- Motion

M/S (Hagerman/Lynn) to authorize Robert Siedman, CEO; Sharon Thompson, Executive Assistant and Contracts Administrator; and Mark Hilson, Project Manager, with signature authority on all First Bank of Alaska accounts for the Southeast Alaska Power Agency, effective immediately. The motion was approved unanimously by polled ✓

Action
24-1096

9) Next Meeting Dates

There were no objections or requests to reschedule SEAPA's next regular board meeting date of March 14, 2024.

10) Director Comments

Directors exchanged various comments.

11) Adjourn

- Motion

M/S (Lynn/Hagerman) to adjourn the meeting. After hearing no objections, the Chair declared the meeting adjourned. ✓

Action
24-1097

The meeting adjourned at 4:34 p.m.

