

Southeast Alaska Power Agency Special Meeting Minutes

Location: SEAPA Headquarters, Ketchikan

Date: October 25, 2024

Time: 9:00 a.m. AKDT

Agenda Items

1) Call to Order

A. Roll Call.

Chairperson Sivertsen called the special meeting to order at 8:00 a.m. AKDT on August 30, 2023. The following directors and alternates were present, thus establishing a quorum of the board:

Directors	Present <i>Electronically (E) In Person (IP)</i>	Alternates	Present <i>Electronically (E) In Person (IP)</i>	Representing	Community
Bob Sivertsen	IP	Jeremy Bynum ¹	IP	Swan Lake	Ketchikan
Judy Zenge		Delilah Walsh	IP	Swan Lake	Ketchikan
Steve Prysunka	IP	Mason Villarma	IP	Tyee Lake	Wrangell
Bob Lynn ²	E	Thomas Fine-Walsh		Tyee Lake	Petersburg
Karl Hagerman	IP	Mark Jensen	E	Tyee Lake	Petersburg

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

Staff	Present <i>Electronically (E) In Person (IP) or Telephonically (T)</i>	Staff/Counsel	Present <i>Electronically (E) In Person (IP)</i>
Robert Siedman, P.E., CEO	IP	Kay Key, Controller	IP
Clay Hammer, Operations Mgr.		Sharon Thompson, EA/CA	IP
Mark Hilson, P.E., Project Mgr.	IP	Marcy Graves, Admin. Asst.	IP
Kris Womack, Elec. Ctrl. Eng.		Joel Paisner, SEAPA Counsel	IP
Tim Ross, Intern ³			

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 (Prysunka/Hagerman) to approve the Agenda as presented. The motion was approved unanimously by polled vote.	✓	Action 24-1134
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¹ Mr. Bynum joined the meeting in person at 1:00 p.m.

² Mr. Lynn joined the meeting electronically at 1:15 p.m.

³ Mr. Ross joined the meeting in person at 1:00 p.m.



3) Persons to be Heard:

A. *Reserved for any member of the public calling or attending in person:* None heard.

4) New Business

A. *Consideration of 2025-2027 Annual Transmission Line Maintenance Contract*

Motion	M/S (Hagerman/Prysunka) to authorize staff to enter into a Contract with Sturgeon Electric Company, Inc. for SEAPA's 2025-2027 Annual Transmission Line Maintenance Contract for the lump-sum bid of 1,752,555 plus 10% contingency for supplemental or emergency work of \$175,255 for the total not-to-exceed value of \$1,927,810. The motion was approved unanimously by polled vote.	✓ Action 24-1135
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B. *Consideration of Swan Lake Relicensing Contract*

Motion	M/S (Prysunka/Hagerman) to authorize staff to enter into a contract with Kleinschmidt Associates, Inc. for SEAPA's Swan Lake FERC Relicensing Services Contract. The motion was approved unanimously by polled vote.	✓ Action 24-1136
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C. *Executive Session Re Discussions Relating to an Employee and Attorney*

Motion	M/S (Hagerman/Prysunka) to recess into Executive Session to be conducted pursuant to SEAPA's Bylaws consistent with Alaska Statute 44.62.310 for discussions relating to an annual evaluation of an Agency employee, and an evaluation of the Agency's attorney. Such discussions may involve subjects that tend to prejudice the reputation and character of a person the immediate knowledge of which would clearly have an adverse effect upon the finances of the Agency, the Projects, or any of the Member Utilities represented on the Board. The motion was approved unanimously by polled vote.	✓ Action 24-1137
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Following the executive session, the Chair called attention to prospective 2025 directors Rodney Dial, Peter Amylon, and Dick Coose, in attendance as visitors at the meeting, and invited them to introduce themselves. Following introductions, the meeting recessed for the executive session at 9:43 a.m.

At 12:06 p.m., the Chair announced that the executive session is concluded and that the meeting will recess for lunch.

D. *Reserved for any Action following the Executive Session*

No action was taken.

The meeting recessed at 12:06 p.m. and resumed at 1:00 p.m. A roll call was taken. The Chair provided a brief explanation for requesting a motion to enter into the Work Shop.

E. *Work Shop Re: Solar, Financial Management Plan, and Drug and Alcohol Testing Policy*

Motion	M/S (Prysunka/Hagerman) to move from regular session into a Work Shop to discuss Solar, SEAPA's Financial Management Plan, and a Drug and Alcohol Policy. The motion was approved unanimously by polled vote.	✓ Action 24-1138
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The Chair announced that Mr. Siedman will open the Work Shop with a discussion on Solar.



Mr. Siedman recapped the information presented to the board at the prior board meeting on the Environmental Protection Agency's Solar for All Program that distributed approximately \$120 million in grant funds to Alaska through the Alaska Energy Authority (AEA) to invest in solar in Alaska. He reported no update was available on the program's implementation and noted that when it is implemented, all three of SEAPA's member communities qualify in one way or another. He fielded questions and comments from directors and summarized that additional discussion will be needed to vet out what SEAPA's authority will be where utility operations are concerned and how the utilities will manage the program in their respective communities.

Mr. Siedman announced that he will continue discussions that took place during SEAPA's August board meeting on SEAPA's Financial Management Plan and noted that Bill Lierman, Chief Investment Officer of Alaska Permanent Capital Management, had joined the meeting electronically. Mr. Siedman presented a Power Point on the Plan's objectives, and discussed the Agency's existing funds, the Finance Committee's recommendations, interest rates and potential returns. Mr. Lierman discussed potential investment scenarios and options for SEAPA's reserve funds.

The Work Shop recessed at 2:45 p.m. and resumed at 3:00 p.m.

The Chair announced the Work Session will continue with SEAPA's Drug and Alcohol Testing Policy as the next topic. Lynn Erwin, HR counsel for SEAPA, joined the meeting electronically to discuss the policy. Mr. Siedman announced that financial discussions will continue following the Policy discussions to discuss the Tye 3rd Turbine. He noted additional financial business includes a Resolution provided on the Zoom screen that the board will be asked to consider in regular session regarding a SEAPA Time Certificate of Deposit (TCD) required by the U.S. Forest Service.

Counselor Erwin discussed the draft Drug and Alcohol Policy presented and fielded questions and comments from Directors. Mr. Siedman advised that the Agency's intent is to submit the draft policy to the IBEW Union for their review and consent and bring a final policy to the board for consideration at the next regular board meeting of the Agency.

The Chair announced the Work Shop will continue with financial management discussions. Mr. Siedman provided an update of the Tye 3rd Turbine advising that staff intends to solicit bids for procurement of the equipment in November this year. He discussed the cost schedule, funding sources and scenarios for the project.

F. *Reserved for any action following the Work Shop*

➤ <i>Motion</i>	M/S (Bynum/Hagerman) to move out of the Work Shop and back into Regular Session. The motion was approved unanimously by polled vote.	✓ Action 24-1139
➤ <i>Motion</i>	M/S (Bynum/Prysunka) to adopt SEAPA Resolution #2024-100 authorizing SEAPA's CEO, Robert Siedman, to open a new bank account and establish a Reserves Fund Policy. The motion was approved unanimously by polled vote.	✓ Action 24-1140
➤ <i>Motion</i>	M/S (Hagerman/Prysunka) to adopt SEAPA Resolution #2024-101 authorizing SEAPA's Controller, Kay Key, to conduct business with Wells Fargo Bank N.A. concerning SEAPA's Wells Fargo Time Deposit Account. The motion was approved unanimously by polled vote.	✓ Action 24-1141
➤ <i>Motion</i>	M/S (Prysunka/Bynum) to authorize SEAPA's CEO to move funds into the newly created account called "reserves" in the amount of \$15,000,000. The motion was approved unanimously by polled vote.	✓ Action 24-1142



The Chair announced that Resolution Nos. 2024-100 and 2024-101 shall be attached to these minutes and posted on SEAPA's website.

6) Next Meeting Dates

The Chair announced the next regular board meeting will be on December 4, 2024 in Ketchikan.

7) Director Comments

Directors exchanged various comments.

8) Adjourn

The Chair requested a motion to adjourn.

- Motion	M/S (Prysunka/Hagerman) to adjourn the meeting. The Chair announced the meeting adjourned after no objections were heard.	✓ Action 23- 1049
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The meeting adjourned at 4:00 p.m.

Attachments:

- Resolution No. 2024-100 with Reserves Fund Policy attached*
- Resolution No. 2024-101*

