



SOUTHEAST ALASKA POWER AGENCY

Minutes of Special Meeting

April 11, 2016

Southeast Alaska Power Agency Offices
via Teleconference | Ketchikan, Alaska

(An audio recording of this meeting is available on SEAPA's website at www.seapahydro.org)

1) Call to Order

A. *Roll Call.* Chairman Jensen called the meeting to order at 10:01 a.m. AKDT on April 11, 2016. The following directors and alternates were present, either telephonically or in person, thus establishing a quorum of the board:

Director	Present <i>Telephonic (T)</i> <i>In Person (IP)</i>	Alternate	Present <i>Telephonic (T)</i> <i>In Person (IP)</i>	Representing	
Lew Williams	T	Andy Donato*	IP	Swan Lake	Ketchikan
Judy Zenge	T	Charles Freeman	IP	Swan Lake	Ketchikan
Joe Nelson	T	Mark Jensen	T	Tyee Lake	Petersburg
John Jensen	T	Cindi Lagoudakis*	T	Tyee Lake	Petersburg
Stephen Prysunka	T	Clay Hammer	T	Tyee Lake	Wrangell

*Mr. Donato joined the meeting in person at 10:06 a.m. and Ms. Lagoudakis joined telephonically at 11:33 a.m.

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

Staff	Present <i>Telephonic (T)</i> <i>In Person (IP)</i>	Staff/Counsel	Present <i>Telephonic (T)</i> <i>In Person (IP)</i>
Trey Acteson, CEO	IP	Eric Wolfe, DSP	IP
Sharon Thompson, Exec. Assist.	IP	Joel Paisner, Counsel	T
Lisa Maddocks, Admin. Assist.	IP		

Following the roll call, Chairman Jensen announced that Mr. Dave Galla, Mr. Gregg Scheff, and Mr. Thomas Siewawitch, Wrangell residents, who had perished in an airplane accident on April 8, 2016 on Admiralty Island, would be greatly missed and would not be forgotten. He requested that a moment of silence be observed to show respect for the loss. Following the moment of silence, Mr. Acteson expressed SEAPA's deepest condolences for the loss and hope for a successful recovery for Ms. Morgan Enright who was injured in the accident.

2) Approval of the Agenda

➤ Motion	M/S (Nelson/Freeman) to approve the Agenda as presented. Motion approved unanimously by polled vote.	Action 16-463
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3) New Business

A. Executive Session

➤ Motion	A motion was made by Mr. Freeman, adopted by Ms. Zenge, and seconded by Mr. Nelson, to recess into Executive Session to conduct discussions relating to contract negotiations. The Executive Session will be conducted pursuant to SEAPA's Bylaws which are consistent with Alaska Statute 44.62.310 as the discussions relate to matters 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. Motion approved unanimously by polled vote.	Action 16-464
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The meeting recessed at 10:06 a.m. for an executive session and resumed at 11:33 a.m. for the regular session.

Chairman Jensen requested a roll call to establish that all directors participating telephonically had rejoined the regular session of the meeting. All but Mr. Williams had rejoined the meeting. Chairman Jensen requested a motion following the discussion that took place in the executive session. Mr. Donato, as Mr. Williams' alternate, made the following motion¹:

➤ Motion	M/S (Donato/Zenge) that in the matter of the Swan Lake Reservoir Expansion Construction Project ("Project"), it is acknowledged that after issuing a notice of award to IMCO General Construction, Inc. it has refused to complete contract conformance with SEAPA. In accordance with Section 7.3 of SEAPA's Procurement Policy ("Policy"), the Board directs staff to pursue negotiations with Pacific Pile & Marine L.P., the second lowest bidder. The motion passed four to one with Mr. Jensen, Ms. Zenge, Mr. Williams, and Mr. Prysunka voting yes, and Mr. Nelson voting no.	Action 16-465
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4. Adjourn

Mr. Williams moved to adjourn the meeting, with a second by Ms. Zenge. There were no objections to the motion. The meeting adjourned at 11:37 a.m. AKDT.

Signed:

¹ Following Mr. Donato's reading of the motion and a second by Ms. Zenge, Mr. Williams rejoined the meeting telephonically prior to a vote on the motion.