



SOUTHEAST ALASKA POWER AGENCY

Minutes of Special Meeting

March 10, 2020

Telephonic via SEAPA Office | 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 Lynn called the meeting to order at 3:00 p.m. AKDT on March 10, 2020. The following directors and alternates were present, thus establishing a quorum of the board:

Directors	Present <i>Telephonic (T)</i> <i>In Person (IP)</i>	Alternates	Present <i>Telephonic (T)</i> <i>In Person (IP)</i>	Representing	
Karl Amylon	IP	Jeremy Bynum	IP	Swan Lake	Ketchikan
Bob Sivertsen	IP	Cliff Skillings ¹	T	Swan Lake	Ketchikan
Bob Lynn	T	Tor Benson ²	T	Tyee Lake	Petersburg
Robert Larson	T	Karl Hagerman	T	Tyee Lake	Petersburg
		Lisa Von Bargaen	T	Tyee Lake	Wrangell

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	Sharon Thompson, EA/CA	IP
Joel Paisner, SEAPA Counsel	T		

2) Approval of the Agenda

Mr. Sivertsen moved to adopt the proposed agenda; however, there was no audible second to the motion and discussion immediately followed on amending the agenda to discuss coronavirus issues. That discussion was followed by clarifications on the order of the motions for approval and amendment of the agenda resulting in:

> Motion	M/S (Sivertsen/Amylon) to approve the agenda as presented.	Action 20-799
> Motion	M/S (Sivertsen/Larson) to amend the agenda by adding an item for discussion regarding the Coronavirus. Motion approved unanimously by polled vote.	Action 20-800

A vote was then taken on the original motion to approve the agenda, as amended, to add an item for discussion regarding the Coronavirus. The motion passed unanimously.

¹ Mr. Skillings was available telephonically for the executive session portion of the board meeting.

² Mr. Benson was available telephonically for the executive session and following the executive session.

3) New Business:

A. Executive Session

> Motion	M/S (Sivertsen/Von Barga) to recess into Executive Session to be conducted pursuant to SEAPA's Bylaws consistent with Alaska Statute 44.62.310 to discuss the CEO's compensation and contract, which discussions may involve subjects that tend to prejudice the reputation and character of a person. The motion was approved unanimously by polled vote.	Action 20-801
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The meeting recessed for the executive session at 3:09 p.m. and reconvened at 4:09 p.m. Chairman Lynn requested a roll call to affirm attendance for the regular session of the meeting. A roll call was taken and all those present for the regular session prior to the executive session and Mr. Benson were present. Mr. Sivertsen brought the following motion:

> Motion	M/S (Sivertsen/Larson) that the Agency's Chair and Counsel meet and work with the Agency's CEO on a three-year contract with a 3% compensation increase in the 1 st year and other terms as required with the agreement to be brought back for approval by the board at the next regular board meeting. The motion was approved unanimously by polled vote.	Action 20-802
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B. Discussion Re Coronavirus

Mr. Acteson advised a memo had been issued to SEAPA staff and board members regarding the Agency's awareness and prevention measures regarding the Coronavirus. He assured the Board the Agency is taking measures to address the issue and is firming up details on a response plan for the Agency's offices and plants. He canvassed the board for their perspectives on whether to hold the next regular board meeting telephonically or by video conference, if feasible, rather than traveling to Wrangell as originally scheduled. Following much discussion from various board members and the Agency's counsel sharing insight into the actions being taken in several different venues, the consensus was that it would be prudent to hold the meeting electronically so as not to expose anyone to the virus unnecessarily.

> Motion	M/S (Sivertsen/Amylon) to hold the Agency's next regular board meeting of March 31, 2020 telephonically or by videoconference if feasible. The motion was approved unanimously by polled vote.	Action 20-803
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4) Adjourn

The Chair requested a motion to adjourn.

> Motion	M/S (Sivertsen/Larson) to adjourn the meeting. The motion to adjourn was affirmed by several ayes.	Action 20-804
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The meeting adjourned at 4:33 p.m.

Signed:

Attest:

Secretary/Treasurer

Chairman