

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

BOARD MEETING
AGENDA ITEM SUMMARY

February 15, 2006

ACTION REQUIRED

AGENDA ITEM NO. IX.C.

Information Only
 Motion
Resolution
Executive Session
Other

TOPIC

Director Term Limits Bylaw

DISCUSSION (by Director Kalenka)

Term limits are widely considered desirable for elected positions. Governors in 36 states (including Alaska) serve under term limits and there are over 4,000 cities, counties, and school boards across the United States that have established term limits (including the mayor and assembly and school board members in Anchorage).

At Chugach, term limits had been in place for the board of directors for over twenty years until the design of the election ballot in 2004 (attached) caused many members to cast ballots in error. Many in favor of term limits mistakenly voted yes. But the way it was worded, voting yes actually ended term limits.

A nine-year stretch on the Chugach board is enough for directors to accomplish their policy objectives. It's healthy for a cooperative board for such directors to take a break and sit out a year as an ordinary electric ratepayer before running again.

The wording in the bylaw change proposed here is identical to what was removed as a result of the flawed 2004 vote.

RECOMMENDATION (by Director Kalenka)

Motion 1: Move to waive the seven-day rule

Motion 2: Move that the attached Proposed change to ARTICLE IV, SECTION 2 of the bylaws of Chugach Electric Association be placed on the 2006 member ballot.

Proposed change to ARTICLE IV, SECTION 2 of the bylaws of Chugach Electric Association be placed on the 2006 member ballot:

**ARTICLE IV
DIRECTORS**

SECTION 2. Election and Tenure of Office. The persons named as directors in the articles of incorporation shall compose the board of directors until their successors shall have been elected and shall have qualified. Directors shall be elected by secret ballot either mailed or cast in person at annual or special meetings of the membership, by and from the members, to serve for a three-year term, **[not to exceed three consecutive three year terms,]** until their successors shall have been elected and qualify, provided that the terms of directors shall be staggered so that one-third of the directors, or a number as close to one-third as possible, shall be elected each year.

**CHUGACH ELECTRIC
ASSOCIATION, INC.
2004**

This side of the ballot contains one proposed change to the bylaws. Voting "yes" means that you want the proposed change to become part of the bylaws. Voting "no" means that you want the bylaws to remain unchanged.

Mark your ballot by cleanly punching out the appropriate hole to the right of your selection with a sharp instrument.

PROPOSED CHANGES		
Director Term Limits	YES	+
	NO	+

The proposed change to the bylaws is explained in the accompanying brochure.

DO NOT FOLD, SPINDLE OR MUTILATE.

**Return in the special election envelope.
Remember to sign the envelope.**

**Mail ballots must be received by noon,
April 26, 2004.**

VOTE BOTH SIDES OF THIS BALLOT

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