

**CHUGACH ELECTRIC ASSOCIATION, INC.  
Anchorage, Alaska**

**February 6, 2006**

**SPECIAL BOARD OF DIRECTORS'  
MEETING MINUTES**

A special meeting of the Board of Directors of Chugach Electric Association, Inc. was called to order at 6:30 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

The following board members were present:

Alan Christopherson - Chairman  
Dave Cottrell – Secretary (via teleconference)  
Elizabeth Vazquez – Treasurer  
Bruce Davison – Director  
Uwe Kalenka – Director  
Ray Kreig– Director  
Jeff Lipscomb – Director (via teleconference)

The following employees, members, and guests attended:

Bill Stewart	Carol Johnson	Mary Tesch
Brad Evans	Mike Cunningham	Connie Owens
Lee Thibert	Bill Bernier	Jim Posey
Patti Bogan	Rick Freymiller	Arthur Miller
Ron Vecera	Debbie Lyonais	Jim Herrington
Dave Smith	Brian Hickey	Mark Fouts
Jim Patras	John Cooley	Michael Pauley
Ed Jenkin		

DeAnna Scott, Executive Assistant, recorded meeting proceedings.

Chairman Christopherson led the Board and audience in the Pledge of Allegiance.

**I. EXECUTIVE SESSION**

At 6:32 p.m. Chairman Kreig moved and Director Kalenka seconded the motion that pursuant to Alaska Statute 10.25.175 (c)(1)(3), the Board go into executive session to discuss 1) matters the immediate knowledge of which would clearly have an adverse effect on the finances of the cooperative and 3) matters discussed with an attorney for the cooperative the immediate knowledge of which could have an adverse effect on the legal position of the cooperative. The topic to be discussed in executive session is: Labor Negotiations. Motion passed unanimously.

The meeting reconvened at 7:25 p.m.

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Director Vazquez moved and Director Kalenka seconded the motion that Bill Mede and Parry Grover are authorized to proceed as discussed during the Executive Session. Motion passed unanimously.

At 7:26 p.m., Chairman Kreig moved and Director Kalenka seconded the motion that pursuant to Alaska Statute 10.25.175 (c)(2), the Board go into executive session to discuss 2) subjects that tend to prejudice the reputation and character of a person; however, the person may request a public discussion. The topic to be discussed in executive session is: CEO Search. Motion passed unanimously.

**XII. ADJOURNMENT**

The meeting adjourned at 8:10 p.m.

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Dave Cottrell, Secretary  
Date Approved: March 22, 2006

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