

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

BOARD OF DIRECTORS' MEETING
AGENDA ITEM SUMMARY

April 16, 2008

ACTION REQUIRED

AGENDA ITEM NO. IX.B.

Information Only
 Motion
 Resolution
 Executive Session
 Other

TOPIC

Board Policy 129 – Employee Complaint and Anti-Retaliation Policy (Whistleblower Policy)

DISCUSSION

See attached Board Policy 129 – Employee Complaint and Anti-Retaliation Policy. The proposed Employee Complaint and Anti-Retaliation Policy" has been revised consistent with the discussions in executive session at the April 8, 2008 Board Operations Committee meeting and is attached. The Policy now provides for reporting to a third party contractor, in addition to the other existing means of reporting Concerns, including those provided in existing Policies, Procedures, collective bargaining agreements, and at law. Because the contractor has not yet been chosen and contractors employ a wide variety of methods for handling such concerns, and details need to be worked out for the handling of anonymous and confidential complaints, the Policy contemplates that procedures will be developed in this regard.

MOTION

Move that the Board of Directors approve the Board Policy 129 – Employee Complaint and Anti-Retaliation Policy as attached.

CHUGACH ELECTRIC ASSOCIATION, INC.

BOARD POLICY: 129

DATE: _____

EMPLOYEE COMPLAINT AND ANTI-RETALIATION POLICY

I. PURPOSE

To provide a policy and procedure for the handling of concerns (Concerns) by Association employees about the possible commission of unlawful or unethical behavior within the Association and providing for protection against disciplinary or retaliatory action for such reporting as appropriate.

II. CONTENT

The Association is committed to high ethical standards and compliance with the law in all of its operations. Consistent with this commitment and the Association's commitment to open communication, this Policy is intended to provide avenues for employees to raise concerns and reassurance that they will be protected from retaliation for reporting those Concerns in good faith. This Policy is intended to cover serious Concerns that could have a significant impact on the Association such as actions that may lead to incorrect financial reporting; are unlawful; are inconsistent with company policies, procedures and operating policies, as well as the Code of Ethics; and/or otherwise involve serious improper conduct.

An employee who reasonably believes that conduct has occurred, is occurring or is likely to occur that constitutes a violation, or a potential violation, of applicable accounting or audit standards ("Accounting/Audit Standards"); Federal, State or local laws or regulations ("Laws"); or Association Board Policies, Operating Policies or Operating Procedures (Policies or Procedures) may report that Concern to 1) her or his immediate supervisor; 2) the Vice President, Human Resources; 3) the CEO; or 4) the designated independent company engaged by the Association to administer reported violations as described above through a toll-free hotline. Employees may choose to raise their concerns confidentially or anonymously.

To the extent they are not already covered by existing Policies and Procedures or collective bargaining agreements, procedures will be developed to provide for the reporting and handling of the Concerns, including those reported to and handled by an independent company.

The designated independent company will notify the Chief Executive Officer and the Board Chair of the Concern(s) according to the procedures employed by the independent company. If the Concern involves the Chief Executive Officer, the independent company or others to whom the Concern is reported shall report it to the Chairman of the Board, who shall inform the full Board. Any subsequent action taken, including any investigation, will depend on the nature of the Concern, and, if it is reported to an

independent company, the procedures utilized by the independent company. The Board shall determine who shall investigate Concerns involving the Chief Executive Officer.

The individual reporting the Concern, if it was not anonymous, shall be periodically apprised of the status of the investigation and shall be provided with a summary of the disposition of the Concern. All employees shall cooperate in the investigation of a Concern, which may include the review of documents as well as personal interviews, and shall not discuss the interview with anyone unless advised otherwise by the investigator.

Nothing in this Policy as set forth above is intended nor shall it supersede or replace the rights or obligations of employees under any existing Board or Operating Policies or Procedures, collective bargaining agreements, or applicable Laws. Employment-related concerns should continue to be reported as provided in these documents.

The Association, and any of its officers, directors, or employees, will not discharge, demote, suspend, threaten, harass, or in any other manner retaliate against any Association employee or other individual with regard to the terms and conditions of their employment because of any Concern lawfully reported in good faith by the employee regarding conduct which the employee or other individual reasonably believes constitutes a existing or potential violation of applicable Laws, Association Policies or Procedures, or accounting/auditing standards. However, making known false or malicious reports will subject the Association employee to appropriate disciplinary action, which may include discharge, as well as other legal action as appropriate. Nothing in this paragraph shall be deemed to diminish the rights, privileges or remedies of any Association employee under any Federal or State law, or under any collective bargaining agreement.

III. RESPONSIBILITIES

The Chief Executive Officer, the Chairman of the Board and the Board, as appropriate, are responsible for ensuring that this Policy is carried out.

Date Approved: _____

Attested: _____
Secretary of the Board