

CHUGACH ELECTRIC ASSOCIATION, INC.
SEC Form 8-K

Finance Committee

December 9, 2009

SEC Form 8-K (Current Report)

❖ Purpose

- To provide current information to the investing public outside the quarterly and annual intervals

❖ Due Date

- Varies, usually four (4) working days

❖ Format

- Reportable events are labeled and numbered as “Items” and are organized into nine (9) “Sections” or topics

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- ❖ Section 1 – Registrant’s Business and Operations
- ❖ Section 2 – Financial Information
- ❖ Section 3 – Securities and Trading Markets
- ❖ Section 4 – Matters Related to Accountants and Financial Statements
- ❖ Section 5 – Corporate Governance
- ❖ Section 6 – Asset-Backed Securities
- ❖ Section 7 – Regulation FD
- ❖ Section 8 – Other Events
- ❖ Section 9 – Financial Statements and Exhibits

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SEC Form 8-K – Section 1

Registrant's Business and Operations

- ❖ **Item 1.01 - Entry into a Material Definitive Agreement**
 - A material definitive agreement not made in the ordinary course of business or any material amendment of such an agreement
 - Agreements made in the ordinary course of business are still reportable:
 - Any contract to which certain individuals named in the registration statement or report, or underwriters are parties other than contracts involving only the purchase or sale of current assets at a determinable market price
 - Any contract upon which the company's business is substantially dependent
 - Any contract calling for the acquisition or sale of any PPE which exceeds 15% of fixed assets
 - Any material lease under which a part of the property is held by the company
- ❖ **Item 1.02 - Termination of a Material Definitive Agreement**
- ❖ **Item 1.03 - Bankruptcy or Receivership**

SEC Form 8-K – Section 2

Financial Information

- ❖ **Item 2.01 - Completion of Acquisition or Disposition of Assets**
- ❖ **Item 2.02 - Results of Operations and Financial Condition**
- ❖ **Item 2.03 - Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant**
- ❖ **Item 2.04 - Triggering Events That Accelerate or Increase a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement**
- ❖ **Item 2.05 - Costs Associated with Exit or Disposal Activities**
- ❖ **Item 2.06 - Material Impairments**

SEC Form 8-K – Section 4

Matters Related to Accountants and Financial Statements

- ❖ Item 4.01 – Change in Registrant’s Certifying Accountant
- ❖ Item 4.02 – Non-Reliance on Previously Issued Financial Statements or a Related Audit Report or Completed Interim Review

SEC Form 8-K – Section 5

Corporate Governance

- ❖ **Item 5.01 – Changes in Control of Registrant**

- ❖ **Item 5.02 – Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**
 - If a director resigns, refuses to stand for re-election, or is removed
 - If the principal executive officer, president, principal financial officer, principal accounting officer, principal operating officer or any person performing similar functions retires, resigns, or is terminated from that position
 - If the company appoints a new officer (listed above)
 - If the company enters into a material compensatory plan, contract or arrangement, as to which the principal executive officer, principal financial officer, or a named executive officer participates or is a party, or such compensatory plan, contract or arrangement is materially amended or modified, or a material grant or award under any such plan, contract or arrangement to any such person is made or materially modified

SEC Form 8-K – Section 5

Corporate Governance

(Continued)

- ❖ Item 5.03 – Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year
- ❖ Item 5.04 – Temporary Suspension of Trading Under Registrant’s Employee Benefit Plans
- ❖ Item 5.05 – Amendments to the Registrant’s Code of Ethics, or Waiver of a Provision of the Code of Ethics
- ❖ Item 5.06 – Change in Shell Company Status

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Section 8 - Other Events

Section 9 - Financial Statements and Exhibits

- ❖ Section 8 – Other Events
- ❖ Section 9 – Financial Statements and Exhibits

DISCUSSION
