

**CHUGACH ELECTRIC ASSOCIATION, INC.**  
**Anchorage, Alaska**  
**BOARD OPERATIONS COMMITTEE**  
**Meeting Minutes**

**December 1, 2004**  
**4:00 p.m.**

**Committee Members present:**

Bruce Davison, Committee Chairman  
Red Boucher  
Pat Jasper  
Jeff Lipscomb (teleconf.)

**Other Directors present:**

Sam Cason (teleconf.)  
Dave Cottrell (teleconf.)  
Chris Birch

**Employees and guests in attendance:**

Joe Griffith	Lee Thibert	Mary Tesch	Bill Stewart
Jim Walker (MEA)	Mike Cunningham	Don Edwards	Carol Johnson
Paul Risse	Ed Jenkin	Arthur Miller	Jody Wolfe
Rick Freymiller	Katrina Storjohann	John Cooley	Mark Fouts
Carol Heyman	Patti Bogan	Ron Vecera	Dianne Hillemeier

**1. Discussion with contractor - Michelsohn**

Member Paul Michelsohn discussed with the committee his suggestions regarding builders and developers doing their own utility trenching and recycling Cor-Flo. CEO Griffith indicated that the Alaska Power Association managers are working on a "white paper" to address the issue. He suggested that the Alaska Homebuilders Association work the process via lobbying in Juneau to help solve the "certificate of fitness" issue with the Department of Labor.

**2. Elections Committee Duties and Responsibilities Review**

Director Lipscomb asked that the Election Committee duties include a review of the ballot to insure impartiality, along with the Board giving final approval of any proposed ballot wording. The Board asked to see the draft ballot before it is printed for the 2005 annual meeting and election. Director Lipscomb also asked for a review of the bylaw regarding compensation for Standing and Ad Hoc committee members. This item would be added to the next Operations Committee and Bylaws Committee agendas.

**3. Draft CEO Goals for 2005**

CEO Griffith presented Draft 2 of the proposed CEO goals for 2005. The suggested revisions would be made and the goals brought back to the committee at the January meeting for recommendation and forwarding to the Board of Directors.

**4. Executive Session**

Director Jasper moved and Director Boucher seconded the motion that pursuant to Alaska statute 10.25.175(c)(1) and (3), the Board go into executive session to discuss matters the immediate knowledge of which would clearly have an adverse effect on the finances of the cooperative and to discuss matters with its attorneys, the immediate knowledge of which could have an adverse effect on the legal position of the cooperative. The topics to be discussed in this executive session are financial and strategic planning issues. The motion passed unanimously.

The meeting adjourned at 5:50 p.m.