

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

June 1, 2005
4:00 p.m.

Committee Members present:

Jeff Lipscomb, Committee Chairman
Bruce Davison
Alan Christopherson
Uwe Kalenka

Other Directors present:

Dave Cottrell (teleconference)
Elizabeth Vazquez

Employees and guests in attendance:

Joe Griffith
Bill Bernier
Patti Bogan
John Cooley
Mike Cunningham
Don Edwards
Brad Evans
Rick Freymiller
Carol Heyman

Brian Hickey
Dianne Hillemeier
Ed Jenkin
Carol Johnson
Ray Kreig
Sherri McKay
Alice Mullins
Paul Risse
Dave Smith

Bill Stewart
Phil Steyer
Katrina Stojorhann
Mary Tesch
Lee Thibert
Ron Vecera
Jim Walker
Jody Wolfe

Draft

1. Minutes

The minutes of May 4, 2005, were accepted as presented.

2. Customer Comments

None

3. Member Communication

Director Lipscomb stated that currently the "Outlet" member communication is distributed every other month and wanted to discuss if this communication should be increased to once each month. Also discussed were the costs associated if the communication were to be increased. After committee discussion, it was decided that the publication of the "Outlet" would remain at six issues a year, but with particular attention paid to the timeliness of articles published in those issues.

4. Board Policy 115 – Director Vacancies

Board Policy 115 regarding Director Vacancies and the timeline to fill the existing vacancy was discussed.

5. Peer Review

Director Lipscomb presented a Peer Review presentation to the committee.

6. Joint Action Agency

CEO Griffith and Director Lipscomb discussed with the committee the revised Joint Action Agency Agreement and Bylaws.

7. Board Operations Committee Goals for 2005-2006

Director Davison moved and Director Christopherson seconded a motion to adopt the goals for the Operations Committee as presented. The goals were amended as follows: July 2005 - Remove Elections Committee Duties and Responsibilities Review and CEO mid-term performance review. September 2005 - Review of Article IV, Section 3. Director Qualifications Bylaw was moved to December 2005. Director Christopherson moved and Director Davison seconded the motion to accept the amendments. The motion passed unanimously.

8. Executive Session

At 5:30 p.m., Director Davison moved and Director Christopherson seconded the motion that pursuant to Alaska statute 10.25.175(c)(1), (2), and (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; 2) subjects that tend to prejudice the reputation and character of a person; and 3) 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: a) security issues; b) strategic planning issues; c) general legal advice and information. The motion passed unanimously.

The Operations Committee came out of executive session at approximately 8:00 p.m. and adjourned.