

CHUGACH ELECTRIC ASSOCIATION, INC.

BOARD POLICY: 109

DATE:

COMMITTEES OF THE BOARD OF DIRECTORS

I. OBJECTIVE

To provide for the establishment of committees and to ensure that their functions are clearly defined and reviewed periodically.

II. CONTENT

- A. The Board of Directors may establish or abolish such standing or special committees as it deems desirable.
- B. Each committee shall have such powers and duties as may be delegated to it by the Board of Directors. Functions of the committees shall be defined in a written Statement of Functions that shall be reviewed annually by the Board of Directors to determine if revisions are needed or if the committee is still required, and an appropriate recommendation shall be made to the Board.
- C. The Chief Executive Officer, or his designee, shall attend each committee meeting to provide staff advice and assistance.

III. RESPONSIBILITIES

- A. It shall be the responsibility of the Board of Directors to establish or abolish committees, approve changes in committee functions and receive and act upon their reports or recommendations.
- B. The Chairman of the Board, in consultation with the Vice Chairman of the Board, Secretary of the Board, and the Treasurer of the Board, and the Chief Executive Officer, shall appoint the members of committees, taking into consideration the preference of the directors. Only members of the Board may serve on Board committees.
- C. The Chairman of the Board of Chugach Electric Association is an ex-officio member of all Board committees, but only votes on the committee to which he/she is appointed.
- D. The chairperson of such committees shall be appointed by the Chairman of the Board, except that the Treasurer of the Board shall be the Chair of the Finance Committee. The Vice Chairman of the Board shall be elected by the committee members.

- E. Board Committees shall only meet as needed. The committee chairperson shall convene all meetings of the committee. Dates of all committee meetings shall be coordinated with the Chief Executive Officer, or his/her designee, to avoid conflict and to assure completion of any required staff study or support. A majority of the committee may call a meeting of the committee.

- F. A preliminary agenda shall be prepared for each committee meeting by the Chief Executive Officer in consultation with the chairperson of the committee. Every effort will be made to get the agenda to committee members at least three days before the committee meeting. This requirement may be waived by a majority of the committee in an emergency.

- G. Minutes shall be kept of each committee meeting and shall be provided to the Board of Directors. A report shall be made by the committee chairperson to the Board at its next meeting.

Date Approved: _____

Attested: _____

Secretary of the Board