

**CHUGACH ELECTRIC ASSOCIATION, INC.**  
**Anchorage, Alaska**

**April 3, 2009**

**SPECIAL BOARD OF DIRECTORS**  
**MEETING MINUTES**

The following board members were present:

Rebecca Logan – Chairman  
Jim Nordlund – Vice Chairman  
Alex Gimarc – Secretary  
PJ Hill – Treasurer  
Jeff Lipscomb – Director (*via teleconference*)  
Janet Reiser – Director  
Elizabeth Vazquez – Director (*absent*)

The following employees, members and guests attended:

Bradley Evans	Connie Owens	Mike Cunningham
Suzanne Gibson	Dave Smith	Mark Johnson
Mark Fouts	Paul Risse	Burke Wick
Todd Glass, Wilson Sonsini Law Firm		

DeAnna Scott, Executive Assistant, recorded the meeting proceedings.

**I. CONVENE MEETING**

The special meeting of the Board of Directors was convened at 8:05 a.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

**II. PLEDGE OF ALLEGIANCE**

Chair Logan led the Board and audience in the Pledge of Allegiance.

**III. EXECUTIVE SESSION**

At 8:05 a.m., Director Nordlund moved and Director Gimarc seconded the motion that pursuant to Alaska Statute 10.25.175 (c) (1) 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 as it relates to Chugach's natural gas contract negotiations. The matter to be discussed will be a negotiated Gas Sales Agreement.

The meeting reconvened in opened session at 8:40 a.m.

#### IV. APPROVAL OF THE AGENDA

Director Gimarc moved and Director Reiser seconded the motion to approve the Agenda. The motion passed unanimously.

#### V. PERSONS TO BE HEARD

A. Wholesale Customer Comments – *None*

B. Member Comments – *None*

#### VI. NEW BUSINESS

##### A. Approve Gas Sales Agreement

Director Hill moved and Director Gimarc seconded the motion that the Board of Directors authorize the Chief Executive Officer to execute a Gas Sales Agreement for natural gas supplies as discussed in the Executive Session. The motion passed unanimously.

#### VII. EXECUTIVE SESSION – *None*

#### VIII. DIRECTOR COMMENTS

**Director Hill:** “Well, I really want to thank Suzanne and team for doing this; I think it is precedent setting; I think that the unfortunate thing is your efforts will probably go unsung by all the public who heats their gas with Enstar and they should in essence pay homage to your team because they owe you a lot and I just want to really thank you for your efforts; you’ve work hard on this and it’s very evident from where we are today compared to where we were six months ago.”

**Director Reiser:** “I agree whole heartedly; I want to thank you all for all the work that you’ve done and it certainly feels good to push back and feel some resistance and get as far as you can so good job on that; I’m really proud of all of you. Thank you.”

**Director Lipscomb:** “I’m proud of the staff and thank them for all of the work they’ve done on this. It’s been a long process.”

**Director Gimarc:** “Progress is a wonderful thing. I want to thank you for the hard work and passion you’ve put into this and I want to thank everybody involved for you not backing down. It’s difficult to stand in front of the railroad and listen and get beat about the head and shoulders, but you all did the right thing for the right reason and we will benefit in our, most importantly, our members will benefit from it so, thank you very kindly.”

**Director Nordlund:** “I also would like to express my thanks to staff for the hard work coming up with this agreement and I agree with Alex, the members are also going to benefit by this and so, thanks to you on their behalf. I think from what we see, it’s fair; I think both to Chugach and to our ratepayers. So, thanks very much for your hard work.”

**Chair Logan:** “Ditto. When you’re fighting a good fight you know, it’s not always easy but I am very, very proud of Chugach for taking a stand on this and doing the right thing just like Director Gimarc said it’s not easy but it is the right thing. And I just want to remind everybody about the joint board meeting on Tuesday, 10:30 a.m. to 3:00 p.m. at the Dena’ina Convention Center. We have every Board committed to being there and so

we start off in the morning with just a lot of networking and getting to know the other Boards and the entire afternoon is going to be spent on discussing the GRETC legislation. All of the Chairmen requested that nobody from the State be there. They wanted to just be able to have a discussion among the Boards about the legislation. So, that's how it's going to work.”

**IX. ADJOURN**

At 8:45 a.m., Director Gimarc moved and Director Nordlund seconded the motion to adjourn. The motion passed unanimously.

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/s/  
Alex Gimarc, Secretary  
Date Approved: April 22, 2009