

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

**April 26, 2007**

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

A Special Board Meeting was held on April 26, 2007, in the boardroom of the Egan Convention Center, Anchorage, Alaska, 99501.

The following board members were present:

Jeff Lipscomb, Chairman  
Alan Christopherson – Director (Teleconferenced)  
Alex Gimarc - Director  
PJ Hill – Director  
Uwe Kalenka – Director  
Jim Nordlund – Director  
Elizabeth Vazquez – Director

The following employees attended:

Bill Stewart	Lee Thibert	Carol Johnson
Dianne Hillemeier	Connie Owens	

Several additional members of the Association were present.

**I. CONVENE MEETING**

The special meeting of the Board of Directors was called to order at 8:55 p.m. Chairman Lipscomb announced that the only item of business on the agenda was administration of the “Oath of Office” and election of Board officers for the coming year.

**II. OATH OF OFFICE**

General Counsel Carol Johnson read the Oath of Office to newly elected board members Alex Gimarc and PJ Hill. The new directors agreed to perform their duties as read in the oath.

**III. ELECTION OF OFFICERS**

Director Kalenka nominated Elizabeth Vazquez for the office of Chairman; Director Gimarc seconded the motion. Directors Gimarc, Hill, Kalenka, and Vazquez voted “yes”. Director Nordlund nominated Jeff Lipscomb for the office of Chairman; Director Christopherson seconded the motion. Directors Christopherson, Lipscomb, and Nordlund

voted “yes”. Director Elizabeth Vazquez was elected as Chairman of the Board of Directors.

Director Kalenka nominated PJ Hill for the office of Treasurer; Director Gimarc seconded the motion. Directors Gimarc, Hill, Kalenka, and Vazquez voted “yes” and Directors Christopherson and Nordlund voted “no”. Director Lipscomb abstained. Director PJ Hill was elected Treasurer of the Board of Directors.

Director Kalenka nominated Alex Gimarc for the office of Secretary; Director Hill seconded the motion. Director Nordlund nominated Alan Christopherson for the office of Secretary – Director Christopherson declined. The vote was taken on the original motion, being Director Gimarc for the office of Secretary. Directors Gimarc, Hill, Kalenka, and Vazquez voted “yes”. Directors Christopherson, Lipscomb, and Nordlund abstained. The motion carried and Director Alex Gimarc was elected Secretary of the Board of Directors.

Director Gimarc nominated Uwe Kalenka for the office of Vice Chairman; Director Vazquez seconded the motion. Directors Gimarc, Hill, Kalenka, and Vazquez voted “yes”. Directors Christopherson, Lipscomb, and Nordlund abstained. The motion carried and Director Uwe Kalenka was elected Vice Chairman of the Board of Directors.

The officers of the Board of Directors of Chugach Electric Association, Inc., for the year May 2007 through April 2008 would be as follows:

Elizabeth Vazquez	-	Chairman
Uwe Kalenka	-	Vice Chairman
PJ Hill	-	Treasurer
Alex Gimarc	-	Secretary

Director Kalenka moved to adjourn the meeting; Director Gimarc seconded the motion. The meeting was adjourned at 9:03 p.m.

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Alex Gimarc, Secretary  
Date Approved: July 11, 2007