

**CHUGACH ELECTRIC ASSOCIATION, INC.  
ANCHORAGE, ALASKA**

**June 16, 2010  
Wednesday  
4:00 p.m.**

**SPECIAL BOARD OF DIRECTORS'  
MEETING MINUTES**

The following board members were present:

Jim Nordlund - Chair (*joined via teleconference at 4:06 p.m. disconnected and arrived in person at 4:07 p.m.*)  
Janet Reiser – Vice Chair  
Elizabeth “Pat” Kennedy – Secretary  
Susan Reeves – Treasurer  
PJ Hill – Director  
Rebecca Logan – Director (*via teleconference*)  
Elizabeth Vazquez – Director

The following employees, members and guests attended:

Bradley Evans	Kathryn Linn	Phil Steyer
Dustin Highers	Connie Owens	Lee Thibert
Mark Johnson	Paul Risse	

DeAnna Scott, Executive Assistant recorded the meetings proceedings.

**I. CONVENE MEETING**

Vice Chair Reiser called the meeting of the Special Board of Directors to order at 4:04 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

**II. PLEDGE OF ALLEGIANCE**

Vice Chair Reiser led the Board and audience in the Pledge of Allegiance.

**III. EXECUTIVE SESSION**

*None.*

**IV. APPROVAL OF THE AGENDA**

Director Kennedy moved and Director Reeves seconded the motion to approve the agenda. The motion to approve the agenda, as amended, passed unanimously.

*Director Nordlund joined via teleconference at 4:06 p.m.*

## V. PERSONS TO BE HEARD

- A. *Wholesale Customer Comments*  
*None.*
- B. *Member Comments*  
*None.*

*Chair Nordlund disconnected and arrived in person at 4:07 p.m.*

## VI. Executive Session

- A. *Southcentral Power Project – EPC Contract*
- B. *Strategic Planning*

At 4:07 p.m., Director Reeves moved and Director Kennedy seconded the motion that pursuant to Alaska Statute 10.25.175 (c) (1) the Board of Directors 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 a Southcentral Power Project “Engineer, Procure, and Construct” contract and Strategic Planning Issues.

The matters to be discussed will be:

- a. Southcentral Power Project – EPC Contract; and
- b. Strategic Planning.

The motion passed unanimously. The Board went into executive session at 4:08 p.m.

The Board reconvened in open session at 5:40 p.m.

## VII. New Business

- A. *Southcentral Power Project – Motion to Recommend EPC Contract*

Director Reeves moved and Director Hill seconded the motion that the Board of Directors authorize the Chief Executive Officer to approve the EPC Contract with SNC-Lavalin Constructors Inc. for the Southcentral Power Project for an estimated cost as described in Executive Session.

After discussion, the Vice Chair called for the vote and the motion passed unanimously.

## VIII. Director Comments

**Director Reeves:** “No comment, other than I have felt the discussion on the power project contact was very, thorough and I am very impressed with the professionalism of the staff ...*unintelligible*...”

**Director Kennedy:** “I went back to my 50<sup>th</sup> college reunion, for some of those who don’t remember that far back and one of the things I said in my “What are you doing?” I said I’m on the Board of Directors of an electric utility and they all looked at me and said “what does that mean?” ...and I just dropped it.”

**Director Vazquez:** “Well thanks for...Mr. Evans. Thanks to management for working hard on the EPC contact and so, I’m pleased to see that it’s on its way as previously stated. It will reduce our emissions; it will reduce our need for gas. So, that’s ...*unintelligible*...”

**Director Logan:** “No comment.”

**Director Hill:** “No comment.”

**Chair Nordlund:** “I just want to again express my appreciation to staff for all the work on the EPC contract. Very proud to have voted on that today and look forward to building a new power plant, the replacement generation power plant.

**Vice Chair Reiser:** “I do appreciate working with the staff over the last few months and I think they’ve done an extremely good job and again, I echo Director Nordlund’s comments and I’m very proud to be, oh, Director Hill said it, I’m proud to be a member of the Board at this time.”

**IX. ADJOURNMENT**

Director Logan moved and Director Reiser seconded the motion to adjourn. The meeting adjourned at 5:47 p.m.

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Elizabeth “Pat” Kennedy, Secretary

Date Approved: July 28, 2010