

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

ANNUAL MEMBERSHIP MEETING

AGENDA

Janet Reiser, Chair
Susan Reeves, Vice Chair
Sisi Cooper, Treasurer
Bettina Chastain, Secretary

Jim Henderson, Director
Harry Crawford, Director
Stuart Parks, Director

May 18, 2017

6:30 p.m.

**Dena'ina Civic and Convention
Center - 600 West 7th Avenue**

- I. CALL TO ORDER, PLEDGE OF ALLEGIANCE (*Janet Reiser, Board Chair*)
- II. WELCOME, ANNOUNCEMENTS, INTRODUCTIONS (*Janet Reiser, Board Chair*)
- III. REPORT OF QUORUM (*Lawrence Camp, Master Election Judge*)
- IV. PROOF OF PUBLICATION OF THE ANNUAL MEETING (*Janet Reiser, Board Chair*)
- V. APPROVAL OF MINUTES OF THE 2016 ANNUAL MEETING* (*Janet Reiser, Board Chair*)
- VI. NOMINATING COMMITTEE REPORT (*Rachel Morse, Nominating Committee Chair*)
- VII. BYLAWS COMMITTEE REPORT (*Michael Powell, Bylaws Committee Vice Chair*)
- VIII. CANDIDATE STATEMENTS (*2 minutes each*)
 - i. *Ron Stafford*
 - ii. *Stuart Parks*
 - iii. *Harry Crawford*
- IX. MEMBER ENGAGEMENT PLATFORM PRESENTATION
- X. RECESS (*Last Chance to Register and Vote*)
- XI. CLOSE OF REGISTRATION AND VOTING
- XII. MEETING RESUMES
- XIII. TREASURER'S REPORT (*Sisi Cooper, Board Treasurer*)
- XIV. BOARD CHAIR REPORT (*Janet Reiser, Board Chair*)
- XV. CHIEF EXECUTIVE OFFICER REPORT (*Lee Thibert, Chief Executive Officer*)
- XVI. UNFINISHED BUSINESS
- XVII. NEW BUSINESS

* *Denotes Action Items*

** *Denotes Possible Action Items*

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- XVIII. QUESTIONS / COMMENTS
- XIX. REPORT OF VOTING RESULTS (*Lawrence Camp, Master Election Judge*)
- XX. DOOR PRIZE DRAWINGS
- XXI. ADJOURNMENT*

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

May 19, 2016
Thursday
7:00 P.M.

ANNUAL MEMBERSHIP MEETING

I. CALL TO ORDER, PLEDGE OF ALLEGIANCE

Chair Reiser convened the 66th Annual Membership Meeting of Chugach Electric Association, Inc., at 7:01 p.m. at the Dena'ina Civic and Convention Center, 600 West 7th Avenue, Anchorage, Alaska.

The following board members were present:

Janet Reiser, Chair
Susan Reeves, Vice Chair
Sisi Cooper, Treasurer
Bruce Dougherty, Secretary
Jim Henderson, Secretary
Harry Crawford, Director
Bettina Chastain, Director

The following participants in the program were present:

Bradley Evans, Chief Executive Officer
Lee Thibert, Chief Executive Officer
Patti Bogan, Master Election Judge
Rachel Morse, Nominating Committee Chair
Frank Gwartney, Bylaws Committee Vice Chair
Barbara Simpson-Kraft, Parliamentarian

Chair Reiser led the audience in the Pledge of Allegiance to the flag of the United States of America.

II. WELCOME, ANNOUNCEMENTS, INTRODUCTIONS

Chair Reiser made introductions of the head table. All members in attendance were encouraged to sign in at the registration table in order to establish a quorum.

III. GUEST SPEAKER

Chair Reiser introduced Anchorage Mayor Ethan Berkowitz. Mayor Berkowitz thanked Chugach and ML&P staff for the job well done on a successful negotiation on the Beluga River Unit gas field purchase. Mayor Berkowitz spoke about the opportunities for Chugach and the city-owned Municipal Light & Power to work together on behalf of Anchorage ratepayers.

IV. REPORT OF QUORUM

As of 7:15 p.m., Patti Bogan, Master Election Judge, reported that 173 members had registered. With the quorum being 173, a quorum was present for the meeting.

V. PROOF OF PUBLICATION OF THE ANNUAL MEETING

As required by the Bylaws, during the week of April 18, 2016, each Chugach member was mailed an election packet that contained voting materials and information on the Annual Meeting.

Notices announcing the time and date of the Annual Meeting appeared in the Chugach Outlet and on Chugach's website, as well as advertised in the Alaska Dispatch News.

VI. APPROVAL OF MINUTES OF THE 2015 ANNUAL MEETING

The minutes of the 2015 Annual Meeting were distributed to the members. There was a motion to waive the reading of the 2015 Annual Meeting minutes. The motion was seconded and approved by the membership. There was a motion to approve the minutes of the 2015 Annual Meeting. The motion was seconded and passed by the membership. The minutes were approved as written.

VII. NOMINATING COMMITTEE REPORT

Rachel Morse, Chair of the Nominating Committee, explained the process for selecting the candidates for directors. She expressed appreciation to all of the committee members.

VIII. BYLAWS COMMITTEE REPORT

Frank Gwartney, Vice Chair of the Bylaws Committee, reported the committee held a series of meetings and the committee is recommending approval of two sets of Bylaw change. Mr. Gwartney discussed the committee's recommendation that was presented to the membership for consideration. He expressed appreciation to all of the committee members for their contribution on behalf of the membership.

IX. ELECTION COMMITTEE REPORT

Master Election Judge Patti Bogan explained the voting procedures and date of record for this election. She also expressed appreciation for the work of the committee members.

X. CANDIDATE STATEMENTS IN ALPHABETICAL ORDER

Each candidate for the Board of Directors was introduced and given two minutes to speak. Those candidates were:

- i. Bruce Dougherty*
- ii. Susan Reeves*
- iii. Ron Stafford*

XI. RECESS (*Last Chance to Register and Vote*)

At 7:35 p.m., Chair Reiser announced that registration and voting would officially close at 7:45 p.m. She announced a short recess in order to allow members additional time to register and vote.

XII. CLOSE OF REGISTRATION AND VOTING

At 7:46 p.m., Chair Reiser announced registration and voting was officially closed and reconvened the meeting.

XIII. MEETING RESUMES

XIV. QUORUM UPDATE

None

XV. TREASURER’S REPORT

Treasurer Sisi Cooper delivered the Treasurer’s report along with a PowerPoint presentation highlighting Chugach’s finances over the past year.

XVI. BOARD CHAIR REPORT

Chair Reiser delivered the Chairman’s report going over the accomplishments and challenges during the past year.

XVII. CHIEF EXECUTIVE OFFICER REPORT

Chief Executive Officer Bradley Evans delivered the CEO’s report going over Chugach’s key areas, accomplishments, and future challenges. Mr. Evans mentioned the accomplishments of Chugach employees thanking them for their skills, motivation, community service and dedication.

XVII. UNFINISHED BUSINESS

XIX. NEW BUSINESS

XX. DOOR PRIZE DRAWINGS

XXI. REPORT OF VOTING RESULTS

Master Election Judge Patti Bogan announced the results of the election:

<u>68,937</u>	Total ballots mailed
<u>3,838</u>	Returned mail ballot envelopes
<u>3,663</u>	Valid mail ballot envelopes returned
<u>175</u>	Invalid mail ballot envelopes
<u>2,590</u>	Total electronic ballots cast via internet/telephone
<u>187</u>	Total Members Registered at the Annual Meeting
<u>78</u>	In-person ballots issued at the annual meeting
<u>76</u>	In-person ballots cast at tonight’s meeting
<u>0</u>	Non-natural Member affidavits
<u>6,329</u>	Total valid ballots cast in this election

It was noted that 9.2% of the record date membership voted in this election. Out of the total ballots cast, 39.90% of those were done electronically.

Director Candidates:

<u>4,324</u>	Bruce Dougherty
<u>4,873</u>	Susan Reeves
<u>1,834</u>	Ron Stafford

Bruce Dougherty and Susan Reeves were elected to a 4-year terms.

Proposed Bylaws Amendment:

1. “Clarifying the duration of the term for a director appointed to fill a board vacancy”
Yes - 5,736
No - 497
The proposition passed.
2. “Provision of health insurance to comply with federal law”
Yes - 5,398
No - 830
The proposition passed.

XXII. QUESTIONS/COMMENTS

Chief Executive Officer Bradley Evans and Directors responded to questions that were submitted and asked by the audience.

XXIII. ADJOURNMENT

The meeting was adjourned at 9:04 p.m.