

CHUGACH ELECTRIC ASSOCIATION, INC.
ANCHORAGE, ALASKA

GOVERNANCE COMMITTEE MEETING

AGENDA

Susan Reeves, Chair
Rachel Morse, Vice Chair

Harry Crawford
Jim Henderson
Bettina Chastain

August 8, 2019

4:00 p.m.

Chugach Board Room

- I. CALL TO ORDER *(4:00 p.m.)*
 - A. *Roll Call*
- II. APPROVAL OF THE AGENDA*
- III. APPROVAL OF THE MINUTES* *(4:05 p.m.)*
 - A. *May 22, 2019 (Portades)*
- IV. PERSONS TO BE HEARD
 - A. *Member Comments*
- V. UNFINISHED BUSINESS *(none)*
- VI. EXECUTIVE SESSION* *(scheduled) (4:10 p.m.)*
 - A. *Member Advisory Committee (4:10 p.m.)*
 - B. *Districts, Pros and Cons (4:25 p.m.)*
 - C. *Board Size (4:40 p.m.)*
 - D. *Election Cycle (4:55 p.m.)*
 - E. *Guidelines for Sitting Board Members during Elections (5:15 p.m.)*
- VII. NEW BUSINESS* *(scheduled) (5:30 p.m.)*
 - A. *Election of Governance Committee Vice Chair* (Committee)*
- VIII. DIRECTOR COMMENTS *(5:35 p.m.)*
- IX. ADJOURNMENT* *(5:45 p.m.)*

* *Denotes Action Items*

** *Denotes Possible Action Items*

8/9/2019 9:25:06 AM

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

May 22, 2019
Wednesday
3:45 p.m.

GOVERNANCE COMMITTEE MEETING

Recording Secretary: Divina Portades

I. CALL TO ORDER

Chair Reeves called the Governance Committee meeting to order at 3:49 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

A. Roll Call

Committee Members Present:

Susan Reeves, Chair
Rachel Morse, Vice Chair
Jim Henderson, Director
Bettina Chastain, Director
Harry Crawford, Director

Other Board Member Present:

Harold Hollis, Director

Guests and Staff in Attendance:

Lee Thibert	Tom Schulman	Andrew Laughlin
Connie Owens	Mark Fouts	Teresa Kurka
Sherri Highers	Pete Smithson	Bob Price
Matthew Clarkson	Josh Resnick	Katie Millen
Arthur Miller	Marty Freeman	Michael Rovito, APA

II. APPROVAL OF THE AGENDA

No objections were made.

III. APPROVAL OF MINUTES

A. April 23, 2019

This agenda item was approved after Agenda Item VII.A.

Director Morse moved and Director Crawford seconded the motion to approve the April 23, 2019 meeting minutes. The motion passed unanimously.

IV. PERSONS TO BE HEARD

A. Member Comments

None

V. NEW BUSINESS

None

VI. EXECUTIVE SESSION

None

VII. UNFINISHED BUSINESS

A. Board Policy 307, Interest Rate Risk Management Policy (Committee)*

Sherri Highers, Chief Financial Officer and Sr. VP Finance and Administration discussed Board Policy 307, Interest Rate Risk Management Policy and responded to questions from the Committee.

Director Henderson moved and Director Morse seconded the motion that the Governance Committee recommend to the Board of Directors that the amended Board Policy 307, Interest Rate Risk Management Policy, be adopted by the Board. The motion passed unanimously.

VIII. DIRECTOR COMMENTS

No Director Comments were made.

IX. ADJOURNMENT

At 3:56 p.m., Director Morse moved and Director Crawford seconded the motion to adjourn. The motion passed unanimously.

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

GOVERNANCE COMMITTEE MEETING
AGENDA ITEM SUMMARY

August 8, 2019

ACTION REQUIRED

AGENDA ITEM NO. VII.A.

<u> </u>	Information Only
<u> X </u>	Motion
<u> </u>	Resolution
<u> </u>	Executive Session
<u> </u>	Other

TOPIC

Election of Governance Committee Vice Chair

DISCUSSION

Board Policy 208, Statement of Functions of the Governance Committee, Section II. states the Board Chair shall appoint the Governance Committee Chairperson. The Governance Committee elects from its membership a vice chair.

The Vice Chair acts during the absence of the Committee Chair. The term of the Vice Chair is from her or his election by the Committee and until a new Committee is appointed by the Board Chair or unless the Vice Chair is otherwise removed.

MOTION

Move that the Governance Committee elect Director _____ as the Vice Chair of the Governance Committee.