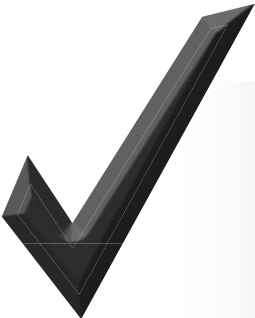


Notice of the
2014
Chugach Electric Association, Inc.
Election
and
Annual Membership Meeting

your cooperative, your voice, your choice

VOTE 

May 22, 2014
Dena'ina Civic & Convention Center
Registration opens at 6 p.m.
Meeting begins at 7 p.m.

This pamphlet contains:
voting information,
candidate information,
proposed bylaw amendments,
and a director attendance and voting record.

CHUGACH
POWERING ALASKA'S FUTURE

2014 Committees

**A special thanks to the following
committee members for their volunteer service to Chugach:**

2014 Bylaws Committee

Jeff Landfield, Chair
Karen Thomas
Frank Gwartney
Jessica Koloski
Michael Powell
Donna Resnick
Steve Strait

2014 Election Committee

Patti Bogan, Master Election Judge
Lawrence Camp
Donald Fall
Doug Glover
Stacey Horn
Roger "Red" Kinney
Jim Magowan
Anthony Petrone
Michael Powell
William J. Simpson
Vicki Soule'
Louis Theiss

2014 Nominating Committee

Michael Bruno, Chair
Teresa Nelson
Jason Hart
Barbara Sheridan
Vicki Soule'

Annual Membership Meeting Agenda - May 22, 2014

6 p.m.

Registration opens

7 p.m.

Call to order, Pledge of Allegiance

Janet Reiser, Board Chair

Welcome, announcements, introductions

Janet Reiser, Board Chair

Report of quorum

Patti Bogan, Master Election Judge

Proof of publication of the annual meeting

Janet Reiser, Board Chair

Approval of minutes of the 2013 annual meeting

Janet Reiser, Board Chair

Nominating Committee report

Michael Bruno, Chair

Bylaws Committee report

Jeff Landfield, Chair

Election Committee report

Patti Bogan, Master Election Judge

Candidate statements (2 minutes each)

Harry T. Crawford Jr.

Jim Henderson

Jeff Landfield

Janet Reiser

First door prize drawings

Recess

Last chance to register and vote

Close of registration and voting

Meeting resumes

Second door prize drawings

Quorum update

Patti Bogan, Master Election Judge

Treasurer's report

Sisi Cooper, Treasurer

Board Chair report

Janet Reiser, Board Chair

Chief Executive Officer report

Brad Evans, Chief Executive Officer

Unfinished business

New business

Report of voting results

Patti Bogan, Master Election Judge

Voting prize drawings

Questions/comments

Adjournment

2013 Annual Report

Chugach is using the Internet as the primary means to distribute the annual report (www.chugachelectric.com). Printed copies will be available at the May 22 annual meeting, in the Member Services lobby, by online request or by calling (907) 762-4177.

2014 Voting Information

Go Paperless!

Save Resources!

Receive your future election materials electronically.

Sign up now!

For more information call Chugach at 563-7366 or 800-478-7494 between the hours of 8 a.m. and 5 p.m. weekdays or email service@chugachelectric.com.

Instead of receiving Chugach election materials via U.S. Mail, sign up to receive those materials electronically. Election materials include the official notice, ballot and the election pamphlet.

Introduction

Chugach is more than a utility, it is a cooperative. As a cooperative, Chugach is guided by a seven-member board of directors elected by and from the membership. Directors are elected to staggered, 4-year terms in conjunction with the annual meeting each spring.

In 2013, members passed a bylaw changing board members' terms from three years to four. As part of that transition, two directors will be elected to 4-year terms and one director to a 3-year term in 2014. The two candidates receiving the most votes will be elected to the 4-year terms.

Four candidates are running for the three available seats on the board in the 2014 election. This pamphlet contains information on each candidate and the proposed changes to the bylaws.

The board set April 3, 2014, as the record date for the 2014 election and annual meeting. Only members of record – or the designated voting representatives of non-natural members as evidenced by the signature(s) on the voting cards or the membership application on file with Chugach by the required date – may vote either by mail, secure drop box, telephonically or electronically. In-person voting at the annual meeting is available for those members who have not already cast a valid ballot.

This pamphlet contains voting instructions, candidate statements, proposed bylaw amendments and a director attendance and voting report.

Voting instructions

Electronic and Telephonic Voting. Members may cast a ballot electronically via the Internet or over the telephone. Members were mailed a password separately from the election packet. You will need your member number and the password you were mailed to cast your vote electronically.

To locate your member number on your Chugach bill:

CHUGACH				NAME ADDRESS ADDRESS		
<div style="border: 1px solid black; border-radius: 50%; padding: 5px; display: inline-block;"> <i>This is your member number.</i> </div>				<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">Member Number xxxxxxxxxxx</td> <td style="width: 50%;">Account Number xxxxxxxxxxx</td> </tr> </table>	Member Number xxxxxxxxxxx	Account Number xxxxxxxxxxx
Member Number xxxxxxxxxxx	Account Number xxxxxxxxxxx					
Service Address xxxxxxxxxxx	Meter Number xxxxxxxxxxx	Bill Number xxxxxxxxxxx	Rate Class Residential			
Previous Read Date xxxxxxxxxxx	Current Read Date xxxxxxxxxxx	Days of Service xxxxxxxxxxx	Bill Date 02-21-2014			
Previous Read xxxxxxxxxxx	Current Read xxxxxxxxxxx	Total kWh Usage xxxxxxxxxxx	Due Date xxxxxxxxxxx			
		Amount Due xxxxxxxxxxx				

2014 Voting Information

The electronic voting website address is <https://eballot4.votenet.com/chugachelectric>. To vote by telephone call 1-888-481-4097. Electronic and telephonic voting will begin at noon, Monday, April 21. Once an Internet or telephonic vote has been received from a member, they will no longer have access to either voting method. Electronic voting will close at noon Thursday, May 22.

Paper ballot voting. Mark your ballot. You may vote for up to three director candidates and on the two proposed changes to the bylaws.

Use the postage-paid return envelope provided to mail back your ballot. *Remember to sign the back side of the envelope before mailing.* To be considered valid, a paper-ballot envelope must contain a member number and the appropriate signature for that membership. Your member number has been provided, so be sure to have the right person sign the envelope. *Do not send your bill payment with your ballot or your ballot in your payment envelope.*

Returned paper-ballot envelopes must be in the special election post office box or a secure drop box by noon, May 19. Ballot envelopes that arrive after this deadline will not be counted. Drop boxes are located at Chugach's headquarters at 5601 Electron Drive and the election contractor, BDO USA, LLP at 3601 C Street, Suite 600, Anchorage, Mon.-Fri. 8 a.m. to 5 p.m.

Members will be notified if their mail-ballot envelope is invalid due to an incorrect signature or no signature. Invalid ballot envelopes received at least six calendar days before the May 22 annual meeting will be returned to the member along with the reason for the invalidation. Members who vote early may have time to re-submit a corrected ballot envelope or vote electronically.

Single vs. joint membership: A household may receive electric service based upon a single membership in one person's name, or a joint membership for any two persons who occupy the same household.

You may check your membership status by calling Member Services at (907) 563-7366. To find out who is authorized to sign for a non-natural member, call the election contractor, BDO USA, LLP, at (907) 646-7394.

Oops? Lose your ballot? Lose your voting password? Each member of record may request a replacement paper ballot or voting password by calling the election contractor, BDO USA, LLP, at (907) 646-7394.

Which ballot counts? If more than one vote is cast by a member, the one that is received first will count. Members voting at the annual meeting will be issued a special ballot for in-person voting if they have not yet cast a valid ballot.

Voting is a membership right. Chugach is organized as a not-for-profit, member-owned cooperative. One of the rights of membership is the ability to vote for the board of directors that provides policy direction for your utility. Please safeguard your election materials and report any evidence of improper voting by calling the election contractor, BDO USA, LLP, at (907) 646-7394.

Reminders

- ◆ **If voting by mail or secure drop box, remember to sign the envelope.**
- ◆ **Only members may vote.** Proxy and power of attorney voting is not allowed.
- ◆ **Photo I.D. is required to register and vote at the Annual Meeting.**

Voting Incentive Prizes

(All members voting in the election are eligible and need not be present to win)

\$500 Travel certificates (2 each)

\$100 Chugach Gift of Light certificates (3 each)

Vote to win

Electronic Voting Prize

(Members voting via the Internet or by telephone are eligible and need not be present to win)

Apple iPad Air (1 each)

Apple is not a participant in or sponsor of this promotion.

2014 Candidate Statements

The following refers to the candidate statements which start on page 7.

Candidate Statements

The candidates are solely responsible for the content of their statements. Publication of the candidates' statements does not imply endorsement by Chugach Electric Association of any candidate or specific group, nor verification of the accuracy of their statements. For candidates referencing endorsements by a specific group, Chugach policy requires candidates to maintain on file in the Corporate Communications office, the name of the chairman or president, with title, and the address and telephone number at which the group may be contacted.

Article III, Section 9 of the Chugach bylaws calls for candidates to specify in their statements whether the candidate is:

(i) A member, officer, director or employee of any union local currently acting as a bargaining agent for Association employees.

(ii) A person who has within the last two years had a financial interest in a bid, proposal, project or contract with Chugach.

(iii) A spouse, child, brother, sister, parent, step-parent, stepchild or stepsiblin of: a) any person included in subparagraph (i) or (ii) above or b) and employee of the Association.

(iv) A person running as an authorized representative of a non-natural entity in accordance with Article IV, Section 3(b).

Candidates' responses to these requests are noted in the area marked "Declaration."

2014 Candidates

Note: Candidate statements must comply with certain standards. See page 6 for more information.

Harry T. Crawford Jr.

Service area: Chugach Foot-hills
Member for: 32 years
Occupation: Retired Ironworker, small-real estate developer
Employer: Self-employed
Education: C.E. Byrd High School, Louisiana State University - Shreveport
Nominated by: Nominating Committee
Incumbent: Yes
Declarations: None



Candidate Statement

I have been honored to serve you, the owner members of our co-op, for these last three years. It has been a time of both renewal and change for Chugach. Renewal, in that we built and commissioned the new Southcentral Power Project, that uses a third less natural gas to generate electricity than our old generating units. Our generating units had set new records for longevity but with the ever-increasing cost of gas it was certainly time to replace our old generation with new, state-of-the-art, generating units.

Change, in that we have signed a 25 year contract with an Independent Power Producer to provide renewable wind power at a level price to offset the ever-increasing cost of natural gas. This helped us when it was coldest and gas supplies were short and we were on the verge of having to curtail power to some of our members.

My goal is for our members to continue to enjoy the benefits our co-op provides by supplying safe, reliable and abundant power at the lowest reasonable cost possible. I would appreciate your vote for another term.

Jim Henderson

Service area: Girdwood
Member for: 23 years
Occupation: Principal, Financial and Valuation analysis
Employer: NAFG
Education: Purdue University BA Math, Physics, Political Science
Nominated by: Nominating Committee
Incumbent: Yes
Declarations: None



Candidate Statement

Chugach has four responsibilities: its member customers, its shareholders, who are one and the same, its personnel, and its community.

Chugach is a motivated, very dedicated group of people who will bend over backwards to get issues resolved, problems solved and things done. I want to make Chugach more visible and member centric. One of Chugach's major strengths is it's a non-profit, member-owned cooperative. We, Chugach, must want to be and provide the best for us.

My career has been in aviation and finance. My profession has allowed me to spend a lot of time all over the world. I bring a global view of issues, the opportunity to see or experience the possibilities, and solutions found throughout our nation and the world. I want my knowledge and experience to help make Chugach the best it can be.

We must find ways to provide electricity at a price that allows all segments of our community to thrive. This will require very creative/imaginative approaches, including the pursuit of every possible funding and economic resource.

The strength of our community is its diversity and opportunity. I would like to continue to serve you on the Chugach board.

2014 Candidates

Note: Candidate statements must comply with certain standards. See page 6 for more information.

Jeff Landfield

Service area: Old Seward and Sylvan
Member for: 6 years
Occupation: Account Executive
Employer: Network Business Systems
Education: B.A. History, University of Alaska, minor in Economics
Nominated by: Nominating Committee
Incumbent: No
Declarations: None



Janet Reiser

Service area: South Anchorage
Member for: 19 years
Occupation: Engineer/Executive
Employer: Aleut Corporation
Education: B.S. Chemical Engineering, University of Colorado, Boulder
Nominated by: Nominating Committee
Incumbent: Yes
Declarations: None



Candidate Statement

I would be honored to serve on the board of Chugach Electric Association. I have worked in the IT industry for the last 4 years. My business experience brings a solid understanding of how technology can benefit organizations.

As Alaska's largest electric utility, it is important that the Chugach board be a leader in a modern restructuring of this basic service so that consumers pay no more than necessary for electricity and other energy while maintaining reliability and safety.

I have served on the Chugach Bylaws Committee since 2013 and was elected chair during our 2014 meeting. I will be a fiscally conservative voice for the rate payers if elected to the board. I think it is important that the board look to market forces to make decisions that will result in the most cost effective and reliable source of energy for Chugach rate-payers. I promise to work hard, research the issues thoughtfully and diligently and ensure the decisions I make will benefit rate-payers, since we are the ones that pay the bills.

Ensuring that Chugach operates efficiently and effectively, and that the rate-payers are treated fairly will be my main concern.

I would appreciate your vote.

Candidate Statement

Thank you for the opportunity to serve you on the Chugach board for the past six years. I am honored to represent you and proud of my association with Chugach.

For the past three years I have served as Board Chair. During that time we have made a lot of progress. We successfully completed the high efficiency Southcentral Power Project on budget and ahead of schedule, integrated a commercial scale wind project, secured future gas contracts and upgraded our Fitch bond rating from "A-" to "A".

As a board we have emphasized good governance; improving board performance while reducing board costs, and strengthening the board's involvement in the strategic and financial planning process.

While we continue to face challenges, we also face opportunities. One opportunity is to rationalize transmission in the Railbelt by working with all stakeholders to create a unified, open access transmission system. This would allow us to implement economic dispatch for the Railbelt resulting in considerable cost savings for consumers. If re-elected I will continue to pursue opportunities that save you money while improving reliability.

I would appreciate your vote and will continue to use my skills, experience and energy to keep Chugach moving forward.

2014 Proposed Amendments to the Bylaws

Introduction

Two proposed amendments to the bylaws are presented in this section. The proposed changes are introduced with a title contained within a box. The title is the same as the one used on the ballot. The existing language proposed to be deleted is in [~~brackets and struck through like this~~]. Proposed language to be added is in **bold typeface and underlined like this**.

EXTENDING DEADLINES TO PREPARE ELECTION PAMPHLET

Amend the bylaws as follows:

ARTICLE IV DIRECTORS

Bylaws Committee comment:

This proposed amendment would allow additional time to submit information for the election pamphlet, prepare the document and meet deadlines for printing and mailing election materials.

The Bylaws Committee recommends this bylaw change to advance candidate filing deadlines 10 days. This change should not be a burden to candidates and will assist staff with additional time to publish election materials for members.

Board of Directors comment:

The Board of Directors voted unanimously to concur with the Bylaws Committee's recommendation.

SECTION 4. Nominations. No person may be elected a director by the members unless nominated pursuant to this Article IV, Section 4.

(a) Nominating Committee. The board of directors shall appoint members to a committee on nominations as provided for in Article XV of these bylaws. The committee shall consist of not less than five nor more than seven members, who shall be selected from different sections of the service area of the Association as to insure equitable representation. No member of the board of directors may serve on such committee. The committee shall seek qualified candidates, as well as screen potential nominees. Public notice for nominations shall be given [~~ninety~~] **one hundred** days prior to the meeting. The committee, keeping in mind the principle of geographical representation, shall approve, prepare and post at the principal office of the Association, at least [~~seventy~~] **eighty** days before the meeting, a list of nominations for directors, which may include a greater number of candidates than are to be elected.

(b) Petition. Any fifty or more members, acting together, may make other nominations by petition not less than [~~sixty~~] **seventy** days prior to the election, and the secretary of the board shall post such nominations at the same place where the list of nominations made by the committee is posted.

2014 Proposed Amendments to the Bylaws

NOTIFYING MEMBERS OF CHANGES TO BOARD COMPENSATION

Amend the bylaws as follows:

ARTICLE IV DIRECTORS

Bylaws Committee comment:

This proposed amendment will create more transparency when the board adjusts their compensation by publishing those changes in the annual meeting election pamphlet. This would be a simple and effective method to ensure members are notified of any changes.

Board of Directors comment:

Association bylaws bar any compensation to board members, other than a meeting fee paid for attendance at a meeting on the official board calendar. For the Association and for other cooperatives, this meeting fee recognizes the work done by board members. Association bylaws limit the number of meetings for which a board member may be compensated, but authorize the board to set the meeting fee by a resolution adopted by majority vote and posted on the web site. Since the 1980s, meeting fees have been increased only three times, while total expenses for board operations have dropped by more than two-thirds since 2007. The current fee (\$300 for board meetings; \$200 for committees) is below the average meeting fee paid by Railbelt cooperatives.

The board sees the bylaw amendment to be unnecessary, but it does not oppose it.

SECTION 9. Compensation. (a) Directors shall not receive any salary for their services as directors, except that, by resolution of the board of directors, a fixed fee and expenses of attendance, if any, may be allowed for each day of attendance at each meeting of the board of directors, or a meeting of a committee thereof, or when a director is otherwise representing the Association in an official capacity and for each day of necessary travel in connection with any such meeting. No attendance other than regular or special board or committee meetings shall be reimbursed unless authorized by a majority vote of the board. A director may not be compensated for more than two regular board meetings per month, and an additional 12 special board meetings per year. The total compensated meetings shall not exceed 70 meetings per year for a director, and 85 meetings per year for the chairman of the board. **Any change to the amount of compensation that the board receives for meetings shall be published in the annual meeting election pamphlet.** The Association may not provide health insurance for directors or their families, or insurance for risks except those incurred in their capacity as directors.

(b) Directors' expense reimbursement requests shall be reviewed and approved by the majority vote of the board. Directors may not receive salaries for their services as directors, and, except in emergencies, shall not receive salaries for their services in any other capacity without the approval of the members.

**Chugach Electric Association, Inc.
2013 Board of Directors' Voting and Attendance Record**

Meeting Date	Meetings	Directors						
		C O O P E R	C R A W F O R D	H E N D E R S O N	H I L L	N O R D L U N D	R E E V E S	R E I S E R
1/9/13	Board Operations Committee Meeting	p	p	p	t	t	t	p
1/23/13	Board Governance Committee Meeting	p	-	p	t	-	p	p
1/24/13	Regular Board Meeting I.B. Roll Call - Chair Reiser requested Director Hill to appoint a signer for his expense report. Director Hill requested Director Reeves sign on his behalf. - Chair Reiser appointed Director Crawford as Acting Treasurer for the January 24, 2013, Regular Board of Directors' Meeting. - Chair Reiser noted there were two requests for excused absence by Director Reeves and Director Nordlund – motion that both Director Reeves and Director Nordlund be excused from the December 19, 2012, Regular Board of Directors' meeting. II. Approval of the Agenda IV. Consent Agenda IV.C. Minutes – December 19, 2012, Regular Board of Directors' Meeting IV.D. Director Expenses IV.E. Authorization of Grant Application – Disaster Public Assistance VIII.A. Capital Project List IX. Executive Session – to go into Executive Session XI. Adjournment	p	p	p	t	p	p	p
		u						
		u						
		u						
		y	y	y	y	m	y	y
		u						
		u						
1/30/13	Special Board Meeting – Strategic Planning II. Approval of the Agenda VIII. Executive Session – to go into Executive Session X. Adjournment	p	p	p	p	p	p	p
		u		m		m		
		u						
		u						
2/6/13	Regular Board Meeting II. Approval of the Agenda – as amended. IV. Consent Agenda IV.A. Board Calendar – Add: ARCTEC Meeting – February 11, 2013 IV.C. Minutes – January 24, 2013, Regular Board of Directors' Meeting IV.D. Director Expenses IV.E. 4 th Quarter 2011 Review of Confidential Documents VIII.A. 2013 Master Election Judge VIII.B. 2013 Date of Record IX. Executive Session – to go into Executive Session XII. Adjournment	p	p	p	t	p	t	p
		u	m	m		m		
		u						
		u						
		u						
		u						
3/13/13	Board Audit Committee Meeting	p	p	p	p	p	p	p
3/13/13	Board Finance Committee Meeting	p	p	p	p	p	p	p
3/13/13	Board Operations Committee Meeting	p	p	p	p	p	p	p
3/13/13	Special Board Meeting II. Approval of the Agenda – as amended. VII.A. Accept Results of 2012 Independent Audited Financial Statements VII.B. December 31, 2012 SEC 10K Filing VI.C. Approve Retention and Fees for the 401(k) Plan Audit VI.D. Approve 2013 Election Procedures VII.E. Affirm the Establishment of the Interim Rates Escrow Account at First National Bank of Alaska VII.F. Proposed Bylaw Change to Article IV, Section 2, Board Terms VIII. Executive Session – to go into Executive Session X. Adjournment	p	p	p	p	p	p	p
		u						
		u						
		u						
		u						
		u						
		u						
		u						
		u						

**Chugach Electric Association, Inc.
2013 Board of Directors' Voting and Attendance Record**

Meeting Date	Meetings	Directors						
		C O O P E R	C R A W F O R D	H E N D E R S O N	H I L L	N O R D L U N D	R E E V E S	R E I S E R
	<u>Attendance Codes:</u> a = absent p = present e = excused t = attended via telephone - = attendance not required <u>Voting Codes:</u> y = yes n = no b = abstained m = not present at time of vote u = unanimous/all yes votes							
3/27/13	Regular Board Meeting II. Approval of the Agenda IV. Consent Agenda VIII.A. Ratification of the Office and Engineering and Generation Contract Agreements IX. Executive Session – to go into Executive Session X.B. Settlement Agreements with Cook Inlet Transmission, LLC X.C. CEO Employment Agreement XII. Adjournment	p m m u u u u u	p u	p	t	t m m m	p p	
4/10/13	Special Board Meeting II. Approval of the Agenda IX. Executive Session – to go into Executive Session XI. Adjournment	p u u u	p	p	p	p	t p	
4/24/13	Regular Board Meeting II. Approval of the Agenda IV. Consent Agenda VIII.A. Ratification of Outside Plant Contract Agreement VIII.B. Southcentral Power Project Performance Bond IX. Executive Session – to go into Executive Session X.C. CEO Evaluation and Performance Matrix X.D. CEO Employment Agreement XII. Adjournment	p u u u u u u u u	p	p	p	p m m m m m	p p	
4/25/13	Special Board Meeting – Candidate Forum II. Approval of the Agenda XI. Adjournment	p u u	p	p	p	p m	p p	
5/8/13	Board Audit Committee Meeting	p	p	p	e	-	p p	
5/8/13	Board Finance Committee Meeting	p	p	p	e	p	p p	
5/10/13	Special Board Meeting – Transmission Workshop II. Approval of the Agenda IX. Executive Session – to go into Executive Session XI. Adjournment	p u u u	p m m	p m m	a	p	p p	

**Chugach Electric Association, Inc.
2013 Board of Directors' Voting and Attendance Record**

Meeting Date	Meetings	Directors						
		C O O P E R	C R A W F O R D	G I L L E S P I E	H E N D E R S O N	N O R D L U N D	R E E V E S	R E I S E R
	<u>Attendance Codes:</u> a = absent p = present e = excused t = attended via telephone - = attendance not required <u>Voting Codes:</u> y = yes n = no b = abstained m = not present at time of vote u = unanimous/all yes votes							
5/16/13	Annual Membership Meeting	p	p	p	p	p	p	p
5/16/13	Special Board Meeting III. Approval of the Agenda – as amended IV.A. Appearance of Conflict of Interest – Discussion only - no action taken IV.C. Election of Officers - Janet Reiser – Chair (No other nominations were made.) - Susan Reeves – Vice Chairman (No other nominations were made.) - Jim Henderson – Secretary (No other nominations were made.) - Sisi Cooper – Treasurer (No other nominations were made.) V. Adjournment	p u u u u u	p	p	p	p	p	p
5/22/13	Regular Board Meeting II. Approval of the Agenda IV. Consent Agenda – motion to approve the May 16, 2013, Special Board of Directors' meeting minutes – as amended IV. Consent Agenda VIII.A. Adoption of Calendar of Regular Board Meeting of the Board of Directors IX. Executive Session – to go into Executive Session X.B. Nikiski Commissioning and Purchase Power Agreement X.C. Approve Gas Supply Agreements XII. Adjournment	p u u y u u u u u	p m m m m m	p b	p m m m	p m y	p y m m b	t
6/12/13	Special Board Meeting II. Approval of the Agenda - Request to change the Regular Board of Directors' Meeting from Wednesday, June 26, 2013 to Tuesday, June 25, 2013 at 3:30 p.m. No objections were made. IV. Consent Agenda VIII.A. Combining the Functions and Responsibilities of the Board Finance Committee and the Board Audit Committee (Board Policies 110 and 127) VIII.B. Bank Signature Cards VIII.C. Appointment of ARCTEC Member Representative, Management Representative and Alternate Representative - Motion to appoint Director Gillespie as the Alternate Representative of Chugach to the ARCTEC Board of Directors be voted separately. - Motion to appoint Janet Reiser as the Member Representative of Chugach to the ARCTEC Board of Directors and affirm Brad Evans, Chief Executive Offer to serve as the Management Representative to ARCTEC and adopt the Resolution as amended appointing the Chugach's Member Representative, Management Representative and Alternate Representative to the ARCTEC Board of Directors. - Motion to appoint Director Gillespie as the Alternate Representative of Chugach to the ARCTEC Board of Directors. IX. Executive Session – to go into Executive Session X. Director Comments – Director Henderson requested to amend the start time of the Regular Board of Directors' Meeting on June 25, 2013, from 3:30 p.m. to 4:30 p.m. No objections were made. XI. Adjournment	p u u u y u y u	p m m	t	p m	p m y	p n y	
6/25/13	Regular Board Meeting II. Approval of the Agenda IV. Consent Agenda – as amended VIII.A. Project Authorization for the 115kV Rebuild to Hope Substation IX.A. Executive Session – to go into Executive Session XI. Adjournment	p u u u u m	p	t	p	t m	p	p
7/17/13	Special Board Meeting II. Approval of the Agenda IX.A. Executive Session Motion – to go into Executive Session XI. Adjournment	p m m u	p u u	p	t	p m m	p	p

**Chugach Electric Association, Inc.
2013 Board of Directors' Voting and Attendance Record**

Meeting Date	Meetings	Directors						
		C O O P E R	C R A W F O R D	G I L L E S P I E	H E N D E R S O N	N O R D L U N D	R E E V E S	R E I S E R
	<u>Attendance Codes:</u> a = absent p = present e = excused t = attended via telephone - = attendance not required <u>Voting Codes:</u> y = yes n = no b = abstained m = not present at time of vote u = unanimous/all yes votes							
7/31/13	Regular Board Meeting I.B. - Motion to approve Director Nordlund's request for excused absence. II. Approval of the Agenda IV. Consent Agenda – as amended. VIII.A. Alaska Energy Authority Renewable Energy Grant Application VIII.B. Board Policy 108 – Director Meeting Fees and Expenses – no actions were taken. IX. Executive Session – to go into Executive Session XI. Adjournment	p u u u u u	p	p	t	t m m m m	p	p
8/7/13	Board Audit and Finance Committee Meeting	p	p	-	t	a	p	p
8/7/13	Board Operations Committee Meeting	p	p	a	t	p	p	p
8/28/13	Regular Board Meeting II. Approval of the Agenda IV. Consent Agenda VII.A. Board Policy 108 – Director Meeting Fees and Expenses VII.B. APA Proposed Bylaw Amendments – Director Nordlund withdrew the motion. IX. Executive Session – to go into Executive Session XII. Adjournment	p u u u u	p	t	t m m	p m m	p	t m m
9/18/13	Regular Board Meeting II. Approval of the Agenda IV. Consent Agenda VIII.A. Ratification of HERE Contract Agreement VIII.B. Creation of a Single Railbelt Transmission Operator - Motion to waive the 7-day notice requirement. - Motion to direct management to continue to develop a potential business model and draft Precedent agreement for further consideration, to facilitate discussion of how the Association might participate most effectively and in the best interest of its members, in the ongoing planning and development of additional transmission facilities and/or transition to a single transmission system operator for the Railbelt. VIII.C. Renewable Energy Path - Motion to waive the 7-day notice requirement. - Chair Reiser requested that voting on this item be postponed until after executive session. No objections were made. IX. Executive Session – to go into Executive Session. X.D. Gas Sale and Purchase Agreement X.E. Renewable Energy Path XII. Adjournment	p u u u u u u u u u u u	p	p	p	e	e	p
10/9/13	Board Audit and Finance Committee Meeting	p	t	p	p	p	p	p
10/9/13	Board Operations Committee Meeting	p	t	p	p	p	p	p

**Chugach Electric Association, Inc.
2013 Board of Directors' Voting and Attendance Record**

Meeting Date	Meetings	Directors						
		C O O P E R	C R A W F O R D	G I L L E S P I E	H E N D E R S O N	N O R D L U N D	R E V E S	R E I S E R
	<u>Attendance Codes:</u> a = absent p = present e = excused t = attended via telephone - = attendance not required <u>Voting Codes:</u> y = yes n = no b = abstained m = not present at time of vote u = unanimous/all yes votes							
11/20/13	Regular Board Meeting I.C. Chair Reiser appointed Director Crawford as Acting Secretary. No objections were made. II. Approval of the Agenda IV. Consent Agenda VIII.A. Approve 2014 Operating and Capital Improvement Program Budgets IX. Executive Session – to go into Executive Session XI. Adjournment	p u u u u u	p	p	t m m m	p m	t p	p
12/11/13	Board Operations Committee Meeting	p	p	p	p	t	p	p
12/18/13	Special Board Meeting	p	p	a	p	p	p	p
12/19/13	Regular Board Meeting II. Approval of the Agenda – as amended. IV. Consent Agenda IX. Executive Session – to go into Executive Session X.B. Contingent Capital Credits Retirement XII. Adjournment	p u u u u u	p	p m m	p	p	p	p