

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

December 26, 2017
Tuesday
12:00 p.m.

SPECIAL BOARD OF DIRECTORS' MEETING

Recording Secretary: Arden Quezon-Vicente

I. CALL TO ORDER

Chair Reiser called the Special Board of Directors Meeting to order at 12:04 p.m. in the Engineering conference room of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

A. Roll Call

Board Members Present:

Janet Reiser, Chair (*via teleconference*)

Bettina Chastain, Vice Chair (*via teleconference*)

Jim Henderson, Secretary (*via teleconference*)

Sisi Cooper, Treasurer (*via teleconference*)

Susan Reeves, Director (*via teleconference*)

Harry Crawford, Director

Stuart Parks, Director (*via teleconference*)

Guests and Staff in Attendance:

Tom Schulman

II. APPROVAL OF THE AGENDA

Chair Reiser requested an amendment to omit the Executive Session and go directly to New Business. No objections were made.

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

III. PERSONS TO BE HEARD

A. Member Comments

None

IV. CEO REPORTS AND CORRESPONDENCE

None

V. DIRECTORS REPORTS

None

VI. UNFINISHED BUSINESS

None

VII. EXECUTIVE SESSION

A. Discuss the Interviews of Applicants for Vacant Board of Director Position

Agenda item was removed during Approval of the Agenda.

VIII. NEW BUSINESS

*A. Appointment of New Board Member**

Chair Reiser discussed the process of appointing a new Board member and opened the floor for nominations.

Director Reeves moved to nominate Rachel Morse as the new Board member and Director Henderson seconded the motion. No objections were made.

Director Chastain moved to nominate Harold Hollis as the new Board member and Director Reeves seconded the motion. No objections were made.

Director Crawford moved to nominate Matt Moore as the new Board member and Director Reeves seconded the motion. No objections were made.

Director Reeves moved to eliminate Matt Moore from the nomination and Director Parks seconded the motion. Chair Reiser called for a vote.

Director Chastain – Yes
Director Cooper – No
Director Crawford – No
Director Henderson – No
Director Parks – Yes
Director Reeves – Yes
Chair Reiser – Yes

The motion to remove Matt Moore from the nomination passed 4 to 3 votes.

Chair Reiser called for a vote between Rachel Morse and Harold Hollis.

Director Chastain – Harold Hollis
Director Cooper – Rachel Morse
Director Crawford – Rachel Morse
Director Henderson – Rachel Morse
Director Parks – Rachel Morse
Director Reeves – Rachel Morse
Chair Reiser – Rachel Morse

The motion that pursuant to Board Policy 603 and Article IV, Section 8 of Chugach's bylaws, the Board of Directors' appoint Rachel Morse, effective January 1, 2018 to fill the vacancy on the Chugach Board. The motion passed 6 to 1 votes.

IX. DIRECTOR COMMENTS

Director comments were made at this time.

X. ADJOURNMENT

At 12:17 p.m., Director Reeves moved and Director Henderson seconded the motion to adjourn. The motion passed unanimously.

/ss/

James Henderson, Secretary

Date Approved: January 24, 2018