

**CHUGACH ELECTRIC ASSOCIATION, INC.**  
**Anchorage, Alaska**

**July 30, 2019**  
**Tuesday**  
**4:00 PM**

**REGULAR BOARD OF DIRECTORS' MEETING**

Recording Secretary: Divina Portades

**I. CALL TO ORDER**

Chair Chastain called the Regular Board of Directors' Meeting to order at 4:01 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

*A. Pledge of Allegiance*

Chair Chastain led the Board in the Pledge of Allegiance.

*B. Roll Call*

*Board Members Present:*

Bettina Chastain, Chair

Susan Reeves, Vice Chair

Stuart Parks, Secretary (*arrived at 4:03 p.m.*)

Rachel Morse, Treasurer

Jim Henderson, Director

Harry Crawford, Director

Harold Hollis, Director

*Guests and Staff in Attendance:*

Lee Thibert

Pete Smithson

Kathy Harris

Brian Hickey

Teresa Kurka

Lynda Muise

Connie Owens

Sherri Highers

Crystal Enkvist, APA

Arthur Miller

Marty Freeman

Michael Rovito, APA

Paul Risse

Phil Steyer

Dan Walker, Walker &

Matthew Clarkson

Sean Skaling

Associates, (*via teleconference*)

Mark Fouts

Jody Wolfe

Ron Rebenitsch, Energy

Tyler Andrews

Josh Resnick

Engineering

Julie Hasquet

Andrew Laughlin

*C. Safety Minute*

Marty Freeman, Manager, Safety discussed "*Water Safety*" and the Board commented on the presentation.

*Director Parks arrived at 4:03 p.m.*

**II. APPROVAL OF THE AGENDA**

Director Reeves moved and Director Hollis seconded the motion to approve the agenda.

Director Morse requested to move Agenda Item VI.C. before VI.A.

Director Reeves accepted the friendly amendment.

After discussion, Chair Chastain called for a vote. The motion passed unanimously, as amended.

### **III. PERSONS TO BE HEARD**

- A. *Member Comments*  
None

### **IV. CONSENT AGENDA**

- A. *Board Calendar*
- B. *Training and Conferences*
  - 1. *NRECA Region 9 Meeting, September 24-26, 2019, Spokane, WA (Deadline for conference and hotel registration is August 16, 2019)*
  - 2. *APA Accounting and Finance Workshop, October 10-11, 2019, Anchorage, AK (Deadline for conference registration is September 6, 2019)*
- C. *Minutes*
  - 1. *June 26, 2019, Regular Board of Directors' Meeting (Portades)*
  - 2. *July 24, 2019, Special Board of Directors' Meeting (Portades)*
- D. *Director Expenses*

Director Morse moved and Director Reeves seconded the motion to approve the consent agenda. The motion passed unanimously.

### **V. CEO REPORTS AND CORRESPONDENCE**

- A. *2019 State Legislative Briefing (Steyer)*  
Phil Steyer, Director, Government Relations discussed the 2019 State Legislative Briefing. Mr. Steyer and Crystal Enkvist, APA responded to questions from the Board.
- B. *May 2019 Financial Statements and Variance Report (Harris/Curran)*  
Sherri Highers, Chief Financial Officer and Executive VP, Finance and Administration discussed the May 2019 Financial Statements and Variance Report.  
  
Ms. Highers stated the she will give a preliminary update on June 2019 Financials in Executive Session.
- C. *2<sup>nd</sup> Quarter 2019 Safety Report (Freeman/Andrews)*  
Lee Thibert, Chief Executive Officer (CEO) discussed the 2<sup>nd</sup> Quarter 2019 Safety Report.
- D. *Write-off of Accounts Receivable – Electric/Other (Kurka/Miller)*  
The Write-off of Accounts Receivable – Electric/Other is provided in the meeting packet.

*E. Board Policy Scheduled Tasks/Reports (Thibert)*

Lee Thibert, CEO, discussed the Board Policy Scheduled Tasks/Reports provided in the meeting packet.

**VI. DIRECTOR REPORTS**

*A. Alaska Power Association (APA) Report*

Director Hollis stated that Crystal Enkvist and Michael Rovito, APA will report on APA's upcoming events.

Ms. Enkvist and Mr. Rovito responded to questions from the Board.

*B. Alaska Railbelt Cooperative Transmission & Electric Company (ARCTEC) Report*

Directors Crawford, Henderson and Lee Thibert, CEO reported on the July 11, 2019 ARCTEC Special Meeting.

*C. Renewable Energy Alaska Project (REAP) Report*

The report was given before Agenda Item VI.A.

Director Morse and Lee Thibert, CEO reported on the July 23, 2019, REAP Development Committee Meeting and July 25, 2019, REAP Quarterly Board Meeting.

*D. Board Committee Reports (Audit and Finance, Operations & Governance)*

Director Morse reported on the July 17, 2019, Audit and Finance Committee Meeting.

Director Parks reported on the July 10, 2019, Operations Committee meeting.

Vice Chair Reeves stated that Governance Committee will meet in about two weeks to discuss several issues regarding Board meetings and possible Bylaws amendment.

*E. Other Meeting Reports*

Director Reeves reported on the Cooperative Leadership Network (CLN).

**VII. UNFINISHED BUSINESS**

None

**VIII. NEW BUSINESS**

None

**IX. EXECUTIVE SESSION**

*A. Battle Creek Update*

*B. Eklutna Hydroelectric Project – Fish and Wildlife Program*

*C. Gas Supply Update*

*D. IMO Update*

*E. ML&P Acquisition RCA Filing Update*

*F. RRC Update*

*G. Fitch Rating*

At 4:50 p.m., Director Morse moved and Director Reeves seconded the motion that pursuant to Alaska Statute 10.25.175 (c)(1), and (3) the Board of Directors go into executive session to: 1) discuss and receive reports regarding financial matters, the immediate knowledge of which would clearly have an adverse effect on the finances of the cooperative; and, 2) discuss with its attorneys legal matters, the immediate knowledge of which could have an adverse effect on the legal position of the cooperative. The motion passed unanimously.

*The meeting reconvened in open session at 8:06 p.m.*

**X. DIRECTOR COMMENTS**

Director comments were made at this time.

**XI. ADJOURNMENT**

At 8:11 p.m., Director Parks moved and Director Morse seconded the motion to adjourn. The motion passed unanimously.

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Stuart Parks, Secretary

Date Approved: August 19, 2019