

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

GOVERNANCE COMMITTEE MEETING

AGENDA

Katherine Jernstrom, Chair
Susanne Fleek-Green, Vice Chair
Rachel Morse, Director

Jim Nordlund, Director
Mark Wiggin, Director

September 10, 2025

4:00 p.m.

Chugach Board Room

- I. CALL TO ORDER (4:00 p.m.)
 - A. Roll Call
- II. APPROVAL OF THE AGENDA* (4:05 p.m.)
- III. APPROVAL OF THE MINUTES* (4:05 p.m.)
 - A. July 23, 2025 (Richey)
- IV. UNFINISHED BUSINESS (none)
- V. PERSONS TO BE HEARD (4:10 p.m.)
- VI. NEW BUSINESS (scheduled) (4:25 p.m.)
 - A. Board Policy Updates* (Wilkson) (4:25 p.m.)
 - 1. BP 106 – Director Duties and Standards of Conduct
 - 2. BP 206 – Statement of Functions of the Operations Committee
 - 3. BP 208 – Statement of Functions of the Governance Committee
 - B. Formation of Chugach Electric Association Charitable Foundation Board Policies and Financial Services (Wilkson) (4:45 p.m.)
 - 1. Foundation Board Policies*
 - 1. FP 100 – Code of Ethics
 - 2. FP 101 – Statement of Objectives
 - 3. FP 102 – Foundation Policy Formulation, Approval, and Distribution
 - 4. FP 103 – Duties and Responsibilities of the Board of Trustees
 - 5. FP 104 – Conflict of Interest Policy
 - 6. FP 105 – Confidential Information
 - 7. FP 106 – Trustee Duties and Standards of Conduct

* Denotes Action Items

** Denotes Possible Action Items

8. *FP 201 – Procedures for Board of Trustees' Meetings*
9. *FP 202 – Committees of the Board of Trustees*
10. *FP 203 – Statement of Functions of the Audit and Finance Committee*
11. *FP 301 – Business, Resource and Financial Planning*
12. *FP 302 – Financial Controls*
13. *FP 303 – Reporting Audit and Accounting Concerns*
14. *FP 304 – Grantmaking*
15. *FP 305 – Evaluation and Impact Measurement*
16. *FP 401 – Delegation of Authority and Relationship Between the Board of Trustees and the Staff Liaison*
17. *FP 402 – Delegation to Staff Liaison of Certain Secretary and Treasurer of the Board Duties*
18. *FP 501 – Communications and Branding*
19. *FP 502 – Compliance and Legal Oversight*
20. *FP 601 – Foundation Board Vacancies*
21. *FP 602 – Nondiscrimination*

2. *Foundation Financial Services**

C. *Performance Review Timeline (Miller) (5:30 p.m.)*

- VII. DIRECTOR COMMENTS (5:45 p.m.)
- VIII. EXECUTIVE SESSION (none)
- IX. NEW BUSINESS (none)
- X. ADJOURNMENT* (6:00 p.m.)

* *Denotes Action Items*

** *Denotes Possible Action Items*