

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

REGULAR BOARD OF DIRECTORS' MEETING

AGENDA

Bettina Chastain, Chair
Susan Reeves, Vice Chair
Sisi Cooper, Treasurer
Jim Henderson, Secretary

Harry T. Crawford, Director
Stuart Parks, Director
Rachel Morse, Director

March 28, 2018

4:00 p.m.

Chugach Boardroom

I. CALL TO ORDER

- A. *Pledge of Allegiance*
- B. *Roll Call*
- C. *Safety Minute – “Carbon Monoxide Safety” (Freeman)*

II. APPROVAL OF THE AGENDA*

III. PERSONS TO BE HEARD

- A. *Member Comments*

IV. CONSENT AGENDA*

- A. *Board Calendar*
- B. *Training and Conferences*
 - 1. *NRECA Summer Schools, June 22-27, 2018, Coeur D’Alene, ID (Deadline for conference and hotel registration is May 3, 2018)*
 - 2. *NRECA Summer School for Directors, July 27, 2018 – August 1, 2018, Savannah, GA (Deadline for conference and hotel registration is June 4, 2018)*
 - 3. *2018 NRECA Region 9 Meeting, September 25-27, 2018, Anchorage, AK (Deadline for conference registration is August 1, 2018)*
- C. *Minutes*
 - 1. *February 20, 2018, Regular Board of Directors’ Meeting (Quezon-Vicente)*
 - 2. *March 19, 2018, Special Board of Directors’ Meeting (Quezon-Vicente)*
- D. *Director Expenses*

V. CEO REPORTS AND CORRESPONDENCE

- A. *1st Quarter 2018 Railbelt Bill Comparison (Skaling/Miller)*

VI. DIRECTOR REPORTS

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

- B. *Board Committee Reports (Audit and Finance, Operations & Governance)*
- C. *Other Meeting Reports*

VII. UNFINISHED BUSINESS (*none*)

VIII. NEW BUSINESS* (*scheduled*)

- A. *Bylaws Committee Ballot Proposals* (Schulman)*
 - 1. *Eligible Voters (Article III, Section 6)*
 - 2. *Board Meeting Notices (Article V, Section 1)*

IX. EXECUTIVE SESSION* (*scheduled*)

- A. *Strategic Planning*

X. DIRECTOR COMMENTS

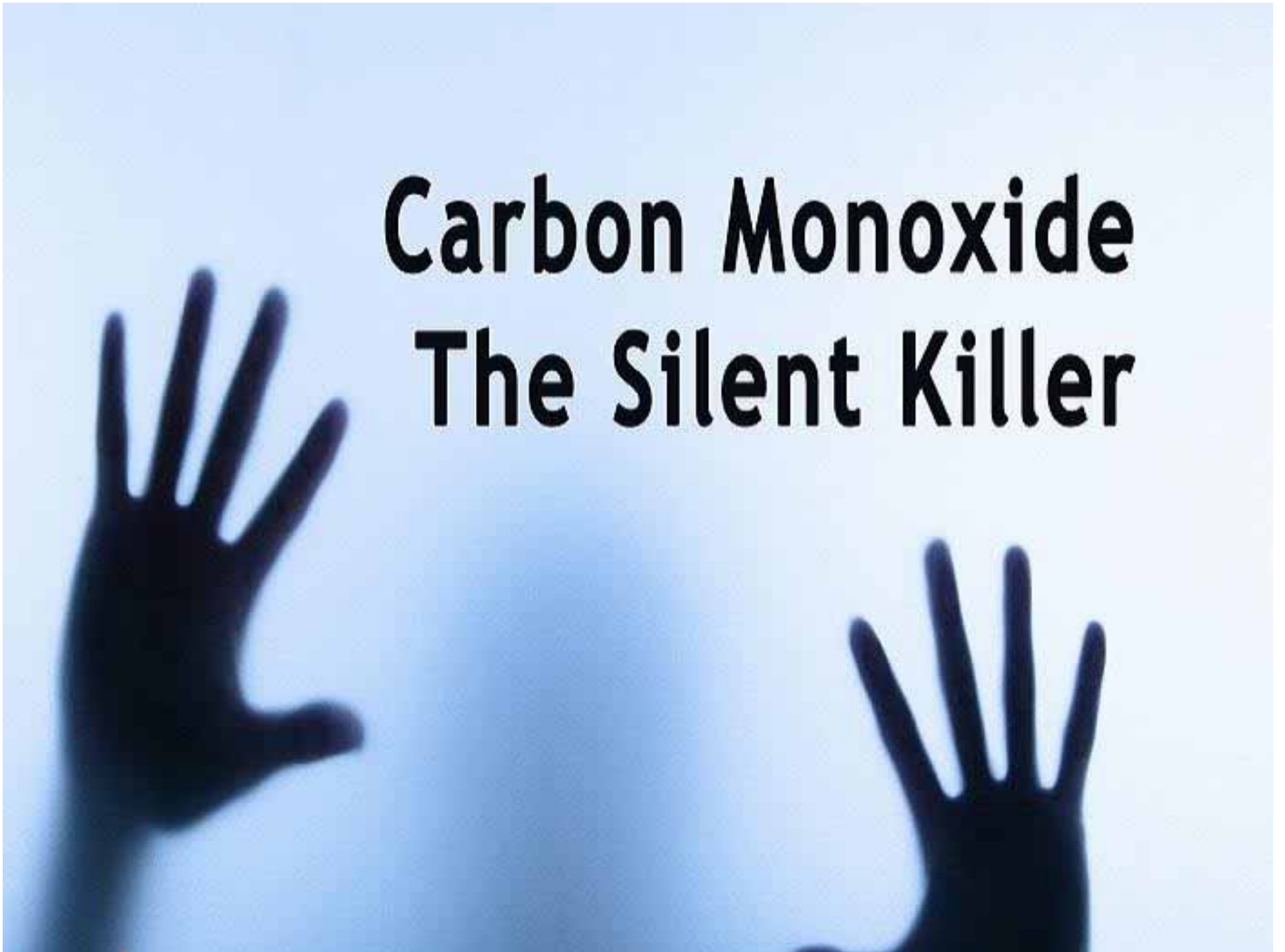
XI. ADJOURNMENT*

* *Denotes Action Items*

** *Denotes Possible Action Items*

Carbon Monoxide

The Silent Killer



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X. DIRECTOR COMMENTS

XI. ADJOURNMENT*

* *Denotes Action Items*

** *Denotes Possible Action Items*

March 2018

February 2018							April 2018						
S	M	T	W	T	F	S	S	M	T	W	T	F	S
				1	2	3	1	2	3	4	5	6	7
4	5	6	7	8	9	10	8	9	10	11	12	13	14
11	12	13	14	15	16	17	15	16	17	18	19	20	21
18	19	20	21	22	23	24	22	23	24	25	26	27	28
25	26	27	28				29	30					

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
		<ul style="list-style-type: none"> 5:30PM Nominating Committee (Crawford) (Chugach Boardroom / Teleconference (see info below)) 		<ul style="list-style-type: none"> 5:30PM Nominating Committee (Crawford) (BoardRoomCR / Teleconference (see info below)) 		
25	26	27	28	1	2	3
	<ul style="list-style-type: none"> 6:00PM Town Hall Meeting (Assembly Chambers - Loussac Library) 	<ul style="list-style-type: none"> 1:30PM REAP Public Policy Committee Meeting (Cooper/Parks) (REAP Offices or Teleconference 641-715-3570 / 711554#) 	<ul style="list-style-type: none"> 9:30AM ARCTEC & GDS mtg (Crawford) (APA Board Room) 	<ul style="list-style-type: none"> 5:30PM NWPPA Board of Trustees Dinner (Parks) (Anchorage Downtown Hilton) 		
4	5	6	7	8	9	10
	<ul style="list-style-type: none"> 9:00AM REAP Board Meeting (Parks/Cooper) (641-715-3570 and the passcode is 711554#) 10:30AM Mtg w/Thibert & Crawford (ARCTEC) (LDT's Office) 	<ul style="list-style-type: none"> 9:00AM ARCTEC - GDS Meeting (Crawford & Henderson) (CIRI Fireweed Conference Center, 725 E Fireweed) 6:00PM Community Meeting (ML&P Acquisition) (Parks/Cooper) (The Center (4855 Arctic Blvd.)) 	<ul style="list-style-type: none"> 8:30AM ARCTEC Board of Directors Mtg (APA Board Room) 4:00PM Mtg w/Cooper (Review Audit and Finance Packet) (SH Office) 	<ul style="list-style-type: none"> 8:30AM ARCTEC - Six Utilities & GDS (Crawford/Henderson) (APA Board Room) 	<ul style="list-style-type: none"> 9:00AM ARCTEC - RCA Meeting on RRC Effort (Public Workshop) (RCA 701 W. 8th Avenue. #300) 1:30PM REAP Public Policy Committee (Cooper/Parks) (641-715-3570 / 711554#) 	
11	12	13	14	15	16	17
	<ul style="list-style-type: none"> 9:00AM Mtg w/Chastain & Thibert (Various) (LDT's Office) 10:00AM Chastain & Hasquet (Annual Meeting Prep) (BoardroomCR) 2:00PM Teleconference with Rep. Wool (Crawford/Henderson) (APA Board Room) 4:00PM Audit & Finance Committee Followed by Special Board of Directors Meeting (BoardroomCR) 	Juneau - Board (Chastain, Morse, Craw... ♦ Juneau, AK		<ul style="list-style-type: none"> 9:30AM ARCTEC Board Meeting (Crawford/Henderson) (APA) 	<ul style="list-style-type: none"> 6:00PM Chugach Spring Party (O'Malleys on the Green) 	
18	19	20	21	22	23	24
	<ul style="list-style-type: none"> 4:00PM Pre-Mtg of CEO Evaluation Committee (Chastain, Parks, Reeves) (BoardroomCR) 		<ul style="list-style-type: none"> 4:00PM Regular Board of Directors Meeting (BoardroomCR) 			
25	26	27	28	29	30	31

April 2018

March 2018						
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May 2018						
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27	28	29	30	31		

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
1	2	3	4	5	6	7
NRECA Legislative Confer... ♦ Washington DC						
8	9	10	11	12	13	14
			<ul style="list-style-type: none"> 4:00PM - 6:30PM Regular Board of Directors Meeting (CEO Evaluation & Goals for 2018) (BoardroomCR) 			
15	16	17	18	19	20	21
	<ul style="list-style-type: none"> 11:00AM - 2:00PM REAP Quarterly Board Meeting (TBD) 	<ul style="list-style-type: none"> 3:30PM - 4:00PM MS-ESS Ribbon Cutting (Meet in the Board Room) 4:00PM - 7:00PM Regular Board of Directors Meeting (BoardroomCR) 	<ul style="list-style-type: none"> 4:00PM - 5:30PM Community Meeting - Board of Directors - Candidate Forum (TrainingRoom) 			
22	23	24	25	26	27	28
29	30	1	2	3	4	5

May 2018

April 2018						
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June 2018						
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24	25	26	27	28	29	30

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
29	30	1	2	3	4	5
6	7	8	<ul style="list-style-type: none"> 4:00PM - 7:00PM Audit and Finance Committee Meeting Followed by Regular Board of Directors Meeting (Chugach Boardroom) 	10	11	12
13	14	15	16	17	18	19
20	21	<ul style="list-style-type: none"> 5:00PM - 8:30PM 2018 Chugach Annual Meeting (Dena'ina Center) 	<ul style="list-style-type: none"> 4:00PM - 7:00PM Regular Board of Directors Meeting (Board of Directors Meeting) 	24	25	26
27	Memorial Day ♦ Ur	29	30	31	1	2

June 2018

May 2018						
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July 2018						
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22	23	24	25	26	27	28
29	30	31				

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
27	28	29	30	31	1	2
● 1:00PM - 5:00PM Chugach Picnic (Alaska Zoo)						
3	4	5	6	7	8	9
10	11	12	13	14	15	16
					NRECA Summer Schools... ♦ Coeur D' Ale	
17	18	19	20	21	22	23
NRECA Summer Schools for Directors (West) ♦ Coeur D' Alene, ID						
			● 4:00PM - 7:00PM Regular Board of Directors Meeting (BoardroomCR)		● 9:30AM - 2:30PM Tentative Board Trip to Beluga - Unit 3 Outage (All) (Details to Follow)	
24	25	26	27	28	29	30

July 2018

June 2018						
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24	25	26	27	28	29	30

August 2018						
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12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30	31	

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
			Independence Day			
1	2	3	4	5	6	7
			4:00PM - 6:00PM TENTATIVE: Internal Controls Workshop (BoardRoomCR)			
8	9	10	11	12	13	14
15	16	17	18	19	20	21
			4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR)		NRECA Summer School ... ♦ Savannah, GA	
22	23	24	25	26	27	28
NRECA Summer School for Directors (East) ♦ Savannah, GA						
29	30	31	1	2	3	4

August 2018

July 2018						
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September 2018						
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16	17	18	19	20	21	22
23	24	25	26	27	28	29
30						

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
NRECA Summer School for Directors (East) ♦ Savannah, GA						
29	30	31	1	2	3	4
			● 4:00PM - 7:00PM Audit and Finance Committee Meeting (BoardroomCR)			
5	6	7	8	9	10	11
12	13	14	15	16	17	18
			● 4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR)			
19	20	21	22	23	24	25
		Strategic Planning w/Board ♦ Talkeetna Alaskan Lodge ♦ Connie Owens				
26	27	28	29	30	31	1

September 2018

August 2018						
S	M	T	W	T	F	S
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12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30	31	

October 2018						
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14	15	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30	31			

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday	
26	27	28	29	30	31	1	
	Labor Day ♦ United						
2	3	4	5	6	7	8	
9	10	11	12	13	14	15	
16	17	18	4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR)	19	20	21	
23	24	2018 NRECA Region 9 Meeting (9/25 Pr... ♦ Anchorage, Alaska)				28	29
30	1	2	3	4	5	6	

October 2018

September 2018						
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November 2018						
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25	26	27	28	29	30	

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
30	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR)	25	26	27
28	29	30	31	1	2	3

November 2018

October 2018						
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21	22	23	24	25	26	27
28	29	30	31			

December 2018						
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16	17	18	19	20	21	22
23	24	25	26	27	28	29
30	31					

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
28	29	30	31	1	2	3
4	5	● 4:00PM - 7:00PM Audit and Finance Committee Meeting (Budget) (BoardroomCR)	● 4:00PM - 7:00PM Audit and Finance Committee Meeting (BoardroomCR)	8	9	10
11	12	13	14	15	16	17
18	19	20	21	Thanksgiving Holid.	Thanksgiving Holid.	24
25	● 11:30AM - 1:30PM Tentative Legislation Reception	27	● 4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR)	29	NRECA Winter School ... ♦ Nashville, TN	
	26		28		30	1

December 2018

November 2018						
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January 2019						
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27	28	29	30	31		

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
	<ul style="list-style-type: none"> 11:30AM - 1:30PM Tenative Legislation Reception 		<ul style="list-style-type: none"> 4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR) 		NRECA Winter School ... ♦ Nashville, TN	
25	26	27	28	29	30	1
NRECA Winter School for Directors ♦ Nashville, TN						
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	<ul style="list-style-type: none"> 4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR) 	19	20	21
22	Christmas Eve Holi		Christmas Day Holi		21	22
23	24	25	26	27	28	29
30	New Year's Eve Holi		New Year's Day Holi		28	29
30	31	1	2	3	4	5

January 2019

December 2018						
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30	31					

February 2019						
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17	18	19	20	21	22	23
24	25	26	27	28		

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
		New Year's Day Holi				
30	31	1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	4:00PM - 7:00PM Regular Board of Directors Meeting (Boardroom)	24	25	26
27	28	29	30	31	1	2

February 2019

January 2019						
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20	21	22	23	24	25	26
27	28	29	30	31		

March 2019						
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17	18	19	20	21	22	23
24	25	26	27	28	29	30
31						

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
27	28	29	30	31	1	2
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10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	1	2

● 4:00PM - 7:00PM
Regular Board of
Directors Meeting
(Boardroom)



Summer School for Directors

Coeur d'Alene, ID | June 22 - 27, 2018

Director's School prepares co-op leaders for the future challenges of our industry by keeping them up-to-date on the key issues and trends impacting electric utilities.

[REGISTER](#)

Schedule At-a-Glance *(subject to change)*

Summer School West | Coeur d'Alene | June 22-27, 2018

Summer School East | Savannah, GA | July 27-August 1, 2018

Registration: 7:00 a.m. - 8:00 a.m. | Class Hours: 8:00 a.m. - 4:00 p.m. (unless otherwise noted)

Course Categories:

Business Model Governance Communication Risk Management Financial Power Supply Technology

DAY 1 (FRI.) June 22 July 27	DAY 2 (SAT.) June 23 July 28	DAY 3 (SUN.) June 24 July 29	DAY 4 (MON.) June 25 July 30	DAY 5 (TUES.) June 26 July 31	DAY 6 (WED.) June 27 August 1
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Board Leadership Certificate Courses (BLC)

901.1 Rules and Procedures for Effective Board Meetings	903.1 The Role of the Board Chair in Conducting Effective Meetings	924.1 Continuity Management & Emergency Response Planning	918.1 Maximizing Your Grassroots Strategy	914.1 Cooperative Communications & Public Opinion: The Director's Perspective	955.1 Your Board's Culture: Its Impact on Effectiveness
913.1 Cooperative Foundations: Co-op Legacy, Principles & Impact on Communities	921.1 Risk Oversight: The Board's Role in Risk Management	925.1 Co-op Bylaws: Guiding Principles & Current Issues	930.1 Ethics & Governance: Implementing the New Accountability	919.1 Cooperative Structure: A Strategic Advantage	975.1 Capital Credits Issues & Decisions
929.1 Current Governance Issues in Policy Development	956.1 *\$919 Crucial Conversations in the Boardroom	943.1 Conversation Skills Outside the Boardroom	944.1 Giving and Receiving Effective Feedback	935.1 Appraising and Compensating the CEO	
	974.1 Rate Making Strategies & Policy Decisions for Boards	963.1 Strategic Technologies & Their Impact on the Cooperative	961.1 The Evolution of Electric Cooperative Power Supply	951.2 (1.5 day class) *\$850 Developing Effective Boardroom Decision Making [Day 1] 8 a.m. - 4 p.m. [Day 2] 8 a.m.-11:30 a.m.	
				977.1 Equity Management & Boardroom Decision Making	

Credentialed Cooperative Director Courses (CCD)

2600 Director Duties and Liabilities	2620 Board Operations and Process	2640 (1.5 day class) *\$850 Financial Decision Making [Day 1] 8 a.m. - 4 p.m. [Day 2] 8 a.m.-11:30 a.m.	2610 Understanding the Electric Business	2630 Strategic Planning
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MENU



Summer School for Directors

Savannah, GA | July 27 - August 1, 2018

Director's School prepares co-op leaders for the future challenges of our industry by keeping them up-to-date on the key issues and trends impacting electric utilities.

REGISTER

Schedule At-a-Glance *(subject to change)*

Summer School West | Coeur d'Alene | June 22-27, 2018

Summer School East | Savannah, GA | July 27-August 1, 2018

Registration: 7:00 a.m. - 8:00 a.m. | Class Hours: 8:00 a.m. - 4:00 p.m. (unless otherwise noted)

Course Categories:

Business Model **Governance** **Communication** **Risk Management** **Financial** **Power Supply** **Technology**

DAY 1 (FRI.) June 22 July 27	DAY 2 (SAT.) June 23 July 28	DAY 3 (SUN.) June 24 July 29	DAY 4 (MON.) June 25 July 30	DAY 5 (TUES.) June 26 July 31	DAY 6 (WED.) June 27 August 1
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Regional Meeting 7&9

Anchorage, AK | September 25 - 27, 2018

This is your opportunity to strengthen your co-op and make vital contributions to the role America's electric cooperatives will play in leading the new energy future.

7 & 9

Regional Meeting

NRECA Regional Meetings offer a prime venue for electric co-op leaders (CEOs, directors, voting delegates and key staff) from neighboring locations to engage with industry experts and colleagues who share common issues.

Your Regional Meeting Advantages:

- **Build a valuable network** of fellow co-op leaders who are facing some of the same challenges you face on a daily basis
- **Gain insights on the issues affecting your community** through region-specific programming offered at each meeting
- **Exchange ideas and best practices** that will help your co-op survive and thrive during this time of dramatic change
- **Get up-to-date on the latest news and trends** in the electric co-op industry and the broader energy sector
- **Engage in the resolutions process** by proposing, debating and discussing the issues that will be voted on at the national meeting
- **Invest in your own professional development** by attending pre-meeting education opportunities

Questions about Program ?

Kristen Wheeler

703-907-5695

Kristen.Wheeler@nreca.coop

Questions about Registration?

Registration

703-907-6875

accountsreceivable@nreca.coop

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

February 20, 2018
Tuesday
4:00 p.m.

REGULAR BOARD OF DIRECTORS' MEETING

Recording Secretary: Arden Quezon-Vicente

I. CALL TO ORDER

Chair Chastain called the Regular Board of Directors Meeting to order at 4:02 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 (*via teleconference*)

Jim Henderson, Secretary

Sisi Cooper, Treasurer (*via teleconference*)

Harry Crawford, Director (*arrived during executive session*)

Stuart Parks, Director

Rachel Morse, Director

Guests and Staff in Attendance:

Lee Thibert

Tom Schulman

Todd McCarty

Connie Owens

Jon Sinclair

Marty Freeman

Brian Hickey

Sean Skaling

Rodney Kaas

Sherri Highers

Josh Resnick

Kate Ayers

Mark Fouts

Josh Travis

Robert Price

Arthur Miller

Teresa Kurka

James Mullican

Tyler Andrews

Jean Kornmuller

Mark Norman

Julie Hasquet

Mark Johnson

Aletha Rudisil

C. Safety Minute

Marty Freeman, Manager, Safety discussed "*Winter Driving Safety*" and responded to questions from the Board.

II. APPROVAL OF THE AGENDA

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

Director Crawford was not present at the time of vote.

III. PERSONS TO BE HEARD

A. Member Comments

Aletha Rudisil, Chugach member addressed the Board regarding the ML&P acquisition.

Director Parks was designated as acting Treasurer. No objections were made.

Director Morse was designated to sign Directors Crawford and Reeves' expense report.

IV. CONSENT AGENDA

A. Board Calendar

- 1. March 21-22, 2018, Juneau, Alaska*

B. Training and Conferences

- 1. Gettysburg Leadership Experience for Co-Op Leaders, April 4-6, 2018, Gettysburg, PA (Deadline for conference and hotel registration is March 1, 2018)*
- 2. 2018 NRECA Legislative Conference, April 8-10, 2018, Washington, DC (Deadline for conference and hotel registration is March 2, 2018)*

C. Minutes

- 1. January 22, 2018, Special Board of Directors' Meeting (Quezon-Vicente)*
- 2. January 24, 2018, Regular Board of Directors' Meeting (Portades)*

D. Director Expenses

E. Bank Signature Cards

Chair Chastain stated that if interested in attending the Board Trip to Juneau, to let her know or coordinate with Connie Owens.

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

Director Crawford was not present at the time of vote.

V. CEO REPORTS AND CORRESPONDENCE

A. Balloting Process Security Update (Kurka/Andrews)

The Balloting Process Security Update was provided in the meeting packet.

Teresa Kurka, Director, Member Services, discussed the Balloting Process Security Update and responded to questions from the Board.

VI. DIRECTOR REPORTS

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

Lee Thibert, Chief Executive Officer (CEO), reported on January 25, 2018, ARCTEC meeting and January 26, 2018, RCA meeting on RRC Effort.

Lee Thibert, CEO, requested to continue discussion in executive session. No objections were made.

- B. *Board Committee Reports (Audit and Finance, Operations & Governance)*
Director Cooper stated that there is none to report on Audit and Finance Committee.

Director Parks stated that there has been no Operations Committee meeting.

Vice Chair Reeves stated that the Bylaws were reviewed from the last meeting of the Bylaws Committee and will have another meeting on Thursday, February 22nd.

- C. *Other Meeting Reports*
Director Parks and Director Cooper reported on the February 9, 2018, REAP meeting.

Director Cooper requested that additional discussion regarding REAP will continue in executive session. No objections were made.

Lee Thibert, CEO, invited the Board to the REAP presentation tomorrow, February 21, 2018 at 3:30 p.m. at Chugach Electric Boardroom.

VII. UNFINISHED BUSINESS

None

VIII. NEW BUSINESS

- A. *Appointment of Nominating Committee Members * (Schulman)*
Tom Schulman, Legal Project Administrator, discussed the Appointment of Nominating Committee Members and responded to questions from the Board.

Director Henderson moved and Director Parks seconded the motion that the Board of Directors appoint Michael Powell, Jessica Koloski and Mary P. (Patti) Bogan to the Nominating Committee for a one-year term. The motion passed unanimously.

Director Crawford was not present at the time of vote.

- B. *Approval of 2018 Date of Record* (Kurka)*
Teresa Kurka, Director, Member Services, discussed the Approval of 2018 Date of Record and responded to questions from the Board.

Director Morse moved and Director Parks seconded the motion that the Board of Directors' set April 5, 2018, as the Date of Record for Chugach's 2018 election. The motion passed unanimously.

Director Crawford was not present at the time of vote.

C. *Approval of 2018 Master Election Judge* (Kurka)*

Teresa Kurka, Director, Member Services, discussed the Approval of 2018 Master Election Judge.

Director Parks moved and Director Henderson seconded the motion that the Board of Directors appoint Stacey Horn as the 2018 Master Election Judge. The motion passed unanimously.

Director Crawford was not present at the time of vote.

D. *2018 Election Procedures* (Kurka)*

Teresa Kurka, Director, Member Services, discussed the 2018 Election Procedures and responded to questions from the Board.

Director Parks moved and Director Henderson seconded the motion that the Board of Directors approve the 2018 Election Procedures as recommended by the Election Committee. The motion passed unanimously.

Director Crawford was not present at the time of vote.

E. *Simplified Rate Filing (SRF) December 2017 Test Year* (Kornmuller/Miller)*

Jean Kornmuller, Manager, Regulatory Affairs and Arthur Miller, Vice President, Regulatory & External Affairs discussed the Simplified Rate Filing (SRF) December 2017 Test Year and responded to questions from the Board.

Director Morse moved and Director Henderson seconded the motion that the Board of Directors approve the attached Resolution authorizing Chugach to file with the RCA, a December 2017 test year SRF requesting approval to increase demand and energy rates by 0.7 percent to Chugach retail and 0.2 percent to the wholesale class of Seward Electric System for rates effective May 1, 2018. The motion passed unanimously.

Director Crawford was not present at the time of vote.

F. *115 kV Rebuild – Hope to Summit Project Authorization* (Sinclair/Hickey)*

Jon Sinclair, Sr. Manager, Transmission Substation Engineering and Lee Thibert, CEO discussed the 115 kV Rebuild – Hope to Summit Project Authorization and responded to questions from the Board.

Director Parks moved and Director Morse seconded the motion that the Board of Directors approve the resolution authorizing the Chief Executive Officer (CEO) to approve project expenditures for the 115 kV Rebuild – Hope Substation to Summit Lake Substation at an estimated amount of \$9,500,000 and with an estimated completion date of December 31, 2019.

Vice Chair Reeves' offered a friendly amendment to revise the resolution. Directors Parks and Morse accepted Vice Chair Reeves' amendment.

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

Director Crawford was not present at the time vote.

IX. EXECUTIVE SESSION

- A. *Strategic Planning*
- B. *CEO Goals and Parameters and Project Specific Objectives (Correspondence)*

At 5:11 p.m., Director Morse moved and Director Henderson 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) receive reports upon legal matters that are attorney/client privileged, 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 7:54 p.m.

Director Crawford arrived during the Executive Session.

X. DIRECTOR COMMENTS

Director comments were made at this time.

XI. ADJOURNMENT

At 7:58 p.m., Director Crawford moved and Chair Chastain seconded the motion to adjourn. The motion passed unanimously.

James Henderson, Secretary
Date Approved: March 28, 2018

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

March 19, 2018
Monday
(Immediately Following the Audit and Finance Committee Meeting)

SPECIAL BOARD OF DIRECTORS' MEETING

Recording Secretary: Arden Quezon-Vicente

I. CALL TO ORDER

Chair Chastain called the Regular Meeting of the Board of Directors to order at 6:26 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 (*via teleconference*)
Sisi Cooper, Treasurer
Jim Henderson, Secretary
Harry Crawford, Director
Stuart Parks, Director
Rachel Morse, Director

Guests and Staff in Attendance:

Lee Thibert	Paul Risse	Josh Resnick
Brian Hickey	Mark Fouts	Julie Hasquet
Tyler Andrews	Connie Owens	Renee Curran
Sherri Highers	Matthew Clarkson	Beth Stuart, KPMG
Arthur Miller	Mark Johnson	

II. APPROVAL OF THE AGENDA

Director Cooper moved and Director Crawford seconded the motion to approve the agenda. The motion passed unanimously.

III. PERSONS TO BE HEARD

A. *Member Comments*
None

IV. CONSENT AGENDA

V. CEO REPORTS AND CORRESPONDENCE

VI. DIRECTOR REPORTS

VII. UNFINISHED BUSINESS

VIII. NEW BUSINESS

A. Accept the 2017 Independent Audited Financial Statements (KPMG)*

Director Morse moved and Director Cooper seconded the motion that the Board of Directors approve the 2017 Independent Audited Financial Statements of Chugach Electric Association, Inc. and footnotes as presented by KPMG and management. The motion passed unanimously.

B. December 31, 2017, SEC Form 10K Filing (Curran)*

Director Parks moved and Director Cooper seconded motion that the Audit and Finance Committee recommend to the Board of Directors that management file the Securities and Exchange Commission Form 10K by the due date incorporating any amendments to the document which will be reviewed and approved by KPMG. Ms. Stuart and Ms. Highers will immediately inform the Board, in writing, of any material or significant changes. The motion passed unanimously.

C. Pre-Approval for FY2018 Audit Services (Highers)*

Director Morse moved and Director Cooper seconded the motion that the Audit and Finance Committee recommend the Board of Directors approve the retention of KPMG for audit services for FY2018 in accordance with the fees outlined in KPMG's current three (3) year contract. The motion passed unanimously.

IX. EXECUTIVE SESSION

X. DIRECTOR COMMENTS

Director comments were made at this time.

XI. ADJOURNMENT

At 6:35 p.m., Director Crawford moved and Director Parks seconded the motion to adjourn. The motion passed unanimously.

Jim Henderson, Secretary

Date Approved: March 28, 2018

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

REGULAR BOARD OF DIRECTORS' MEETING
AGENDA ITEM SUMMARY

March 28, 2018

ACTION REQUIRED

AGENDA ITEM NO. IV.D.

- Information Only
 - Motion
 - Resolution
 - Executive Session
 - Other
-

TOPIC

Director Expenses

DISCUSSION

The Director's expenses will be submitted for approval at the board meeting.

MOTION

(Consent Agenda)

Chugach Electric Association, Inc.
Anchorage, Alaska

March 28, 2018

TO: Chugach Board of Directors

FROM: Lee D. Thibert, Chief Executive Officer

SUBJECT: *Railbelt Electric Utility Bill Comparison: Rates Effective First Quarter 2018*

Chugach's retail rates remain among the lowest of the Railbelt utilities. On a total residential customer bill basis, the bill levels of Golden Valley Electric Association, Inc. (GVEA), Homer Electric Association, Inc. (HEA), and Matanuska Electric Association, Inc. (MEA) are higher than Chugach by 29 percent, 27 percent, and 8 percent, respectively. However, Municipal Light and Power's (ML&P) residential customer bill levels are 8 percent lower than Chugach, due entirely to the cost of fuel, as shown in Figure 2. Chugach has the lowest base rates for residential, small general service and large general service.

Comparison of Results

The average Chugach residential bill, which includes fuel and purchased power costs, increased by 0.3 percent from fourth quarter 2017 to first quarter 2018. The increase is due to small increases in both the base energy rate and the fuel and purchased power rate. Chugach's first quarter residential bill of \$120.16 compares with bill totals of \$155.19 for GVEA, \$152.20 for HEA, \$129.75 for MEA, and \$110.26 for ML&P. Below is a summary of rate changes at other Railbelt electric utilities since last quarter.

- GVEA's retail bill levels increased approximately 7.5 percent due to an 18.6 percent increase to its Cost of Power Adjustment (COPA) rate. The COPA rate is used exclusively for the recovery of fuel and purchased power costs. There were no changes to GVEA's base demand and energy rates.
- HEA's retail rate levels increased just over 1 percent due to a 4 percent increase to HEA's COPA rate. There were no changes to HEA's base demand and energy rates.
- ML&P retail bill levels decreased approximately 2 percent as a result of a 12.3 percent reduction to the COPA rate. There were no changes to ML&P's base demand and energy rates.
- MEA retail bills decreased approximately 2.5 percent due to a 3.9 percent reduction to the COPA rate, an approximate 2 percent reduction to base demand and energy rates.

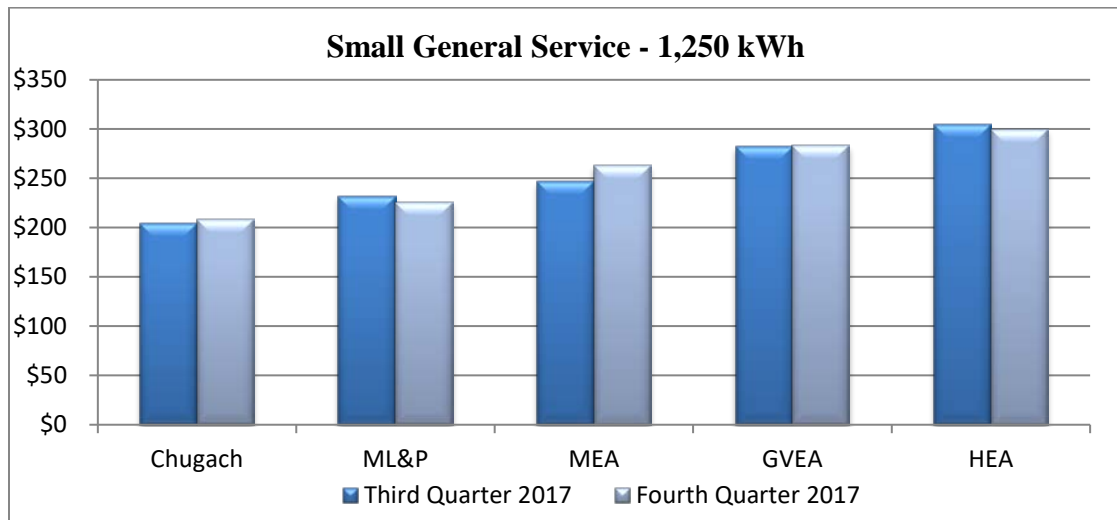
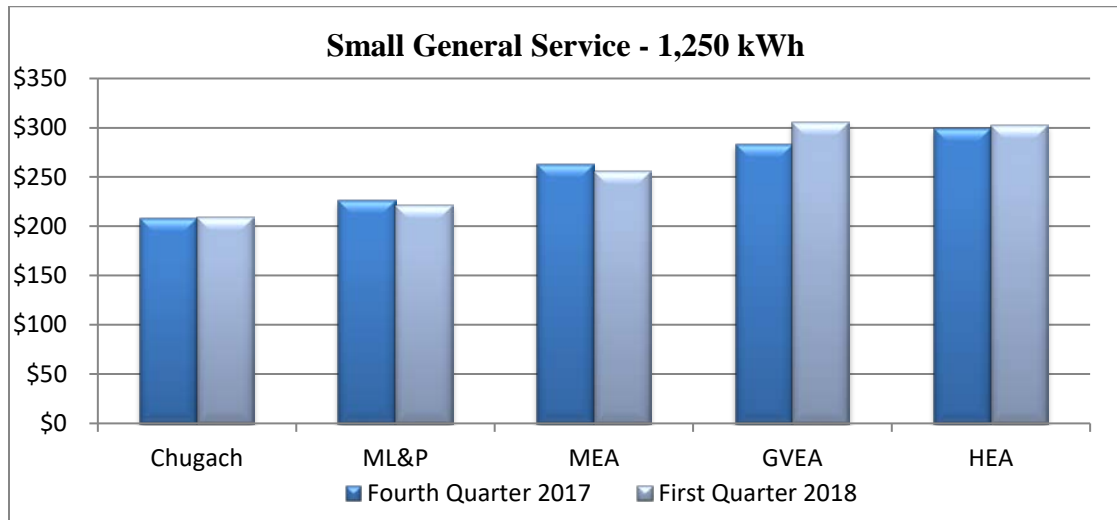
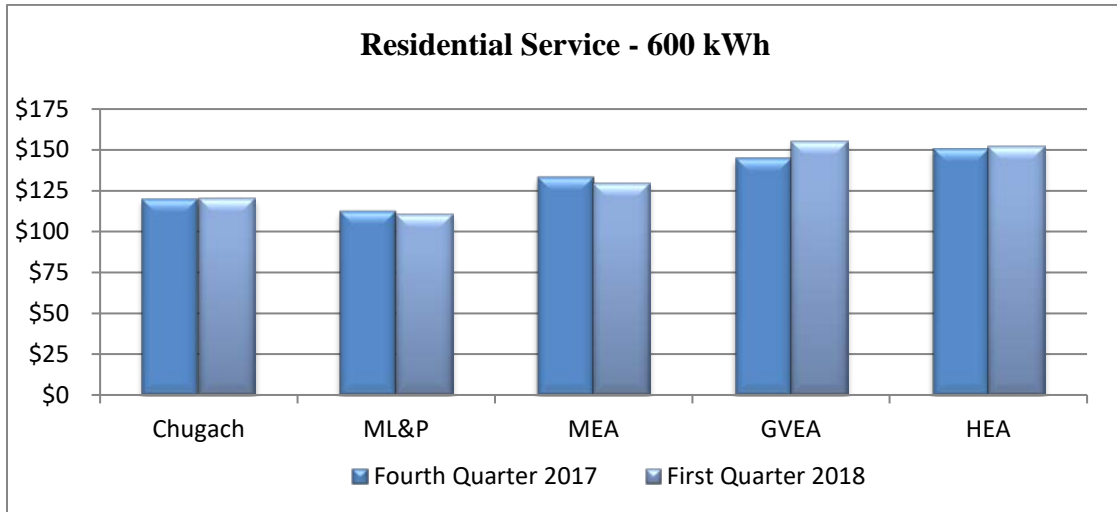
Table 1 below summarizes current retail bill totals in relation to Chugach and the prior quarter for each utility.

Customer Class	Chugach	ML&P	MEA	GVEA	HEA
Residential total based on 600 kWh	\$120.16	\$110.26	\$129.75	\$155.19	\$152.20
Cost per kWh	\$0.200	\$0.184	\$0.216	\$0.259	\$0.254
Change from Prior Quarter	0.3%	(1.8%)	(2.5%)	7.3%	1.08%
Difference from Chugach Bill	----	(8.2%)	8.0%	29.2%	26.7%
Small General Service total based on 1,250 kWh	\$208.92	\$221.72	\$256.22	\$305.56	\$303.00
Cost per kWh	\$0.167	\$0.177	\$0.205	\$0.244	\$0.242
Change from Prior Quarter	0.3%	(1.9%)	(2.7%)	7.8%	1.1%
Difference from Chugach Bill	----	6.1%	22.6%	46.3%	45.0%
Large General Service - Secondary total	\$4,519.09	\$4,266.99	\$4,974.83	\$5,965.00	\$6,199.17
Cost per kWh	\$0.161	\$0.152	\$0.178	\$0.213	\$0.221
Change from Prior Quarter	0.4%	(2.2%)	(2.9%)	9.0%	1.2%
Difference from Chugach Bill	----	(5.6%)	10.1%	32.0%	37.2%

The graphs on the following pages provide additional comparisons of Railbelt utility rates. Figure 1 compares bill totals between first quarter 2018 and the prior quarter. Figure 2 expands the comparison by identifying separately the base rate component and the fuel / purchased power components of each bill. Figure 3 summarizes Chugach quarterly residential bill levels for the past seven years, identifying the base rate and fuel / purchased power components of each bill. Figure 4 illustrates bill totals for the last five consecutive quarters for all Railbelt electric utilities.

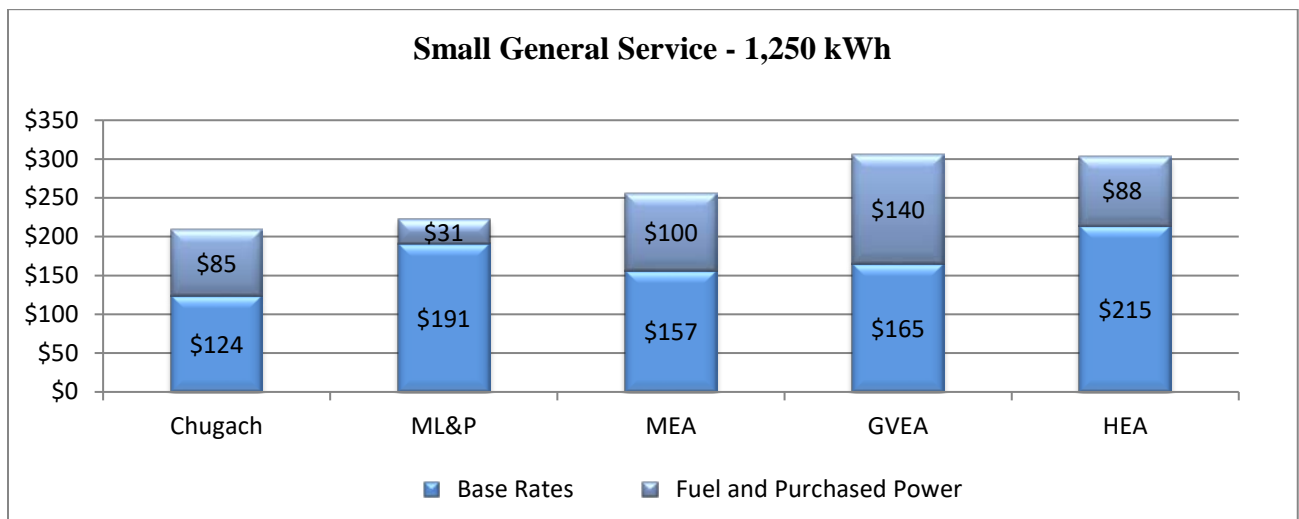
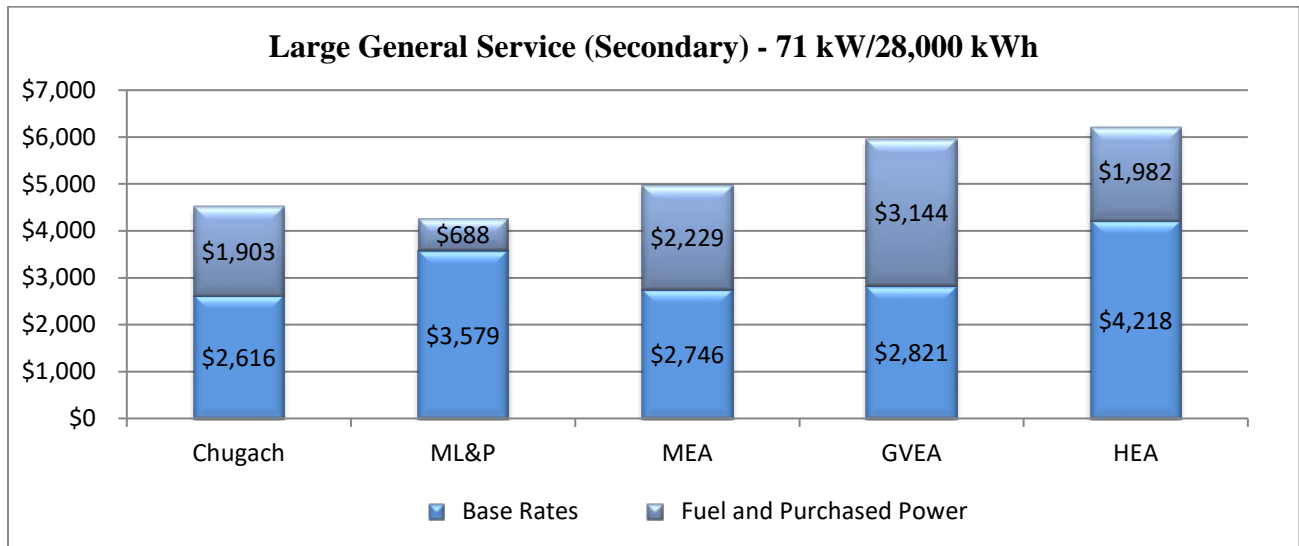
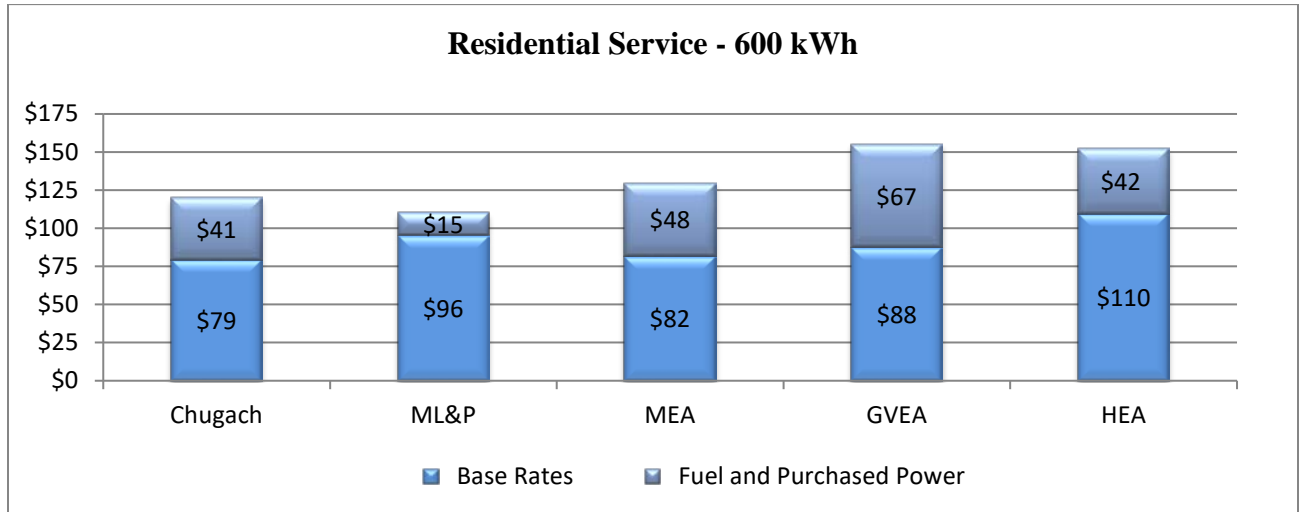
¹ Bill totals are based on tariffed rates. Local taxes, including the Municipality of Anchorage two percent underground surcharge, are not applicable to all utilities in this comparison and are therefore excluded from the calculations. The Regulatory Cost Charge is included as this charge is applied equally to all utilities. For all cooperatives, the Gross Revenue Tax is included. The residential and small general service bill totals are based on monthly energy purchases of 600 kWh and 1,250 kWh, respectively. The large general service bill totals are based on 28,000 kWh and 71kW. ML&P's Large General Service bill totals do not reflect impacts associated with their tariffed demand ratchet. Bill comparisons include all approved and pending fuel and purchased power rates for first quarter, 2018.

**Figure 1: Retail Electric Bill Totals by Utility
 Fourth Quarter 2018 vs. First Quarter 2018**



Bill totals are based on tariffed rates and include state taxes that are applied to all utilities and exclude local taxes and surcharges that vary by community, such as the Municipality of Anchorage two percent undergrounding charge. ML&P's Large General Service totals do not reflect tariffed impacts of its ratchet on demand charges.

**Figure 2: Base Rate and Fuel and Purchased Power Components
 Bill Totals – First Quarter 2018**



ML&P's Large General Service totals do not reflect tariffed impacts of its ratchet on demand charges.

Figure 3: Chugach's Monthly Residential Bill Total History Based on 600 kWh Consumption

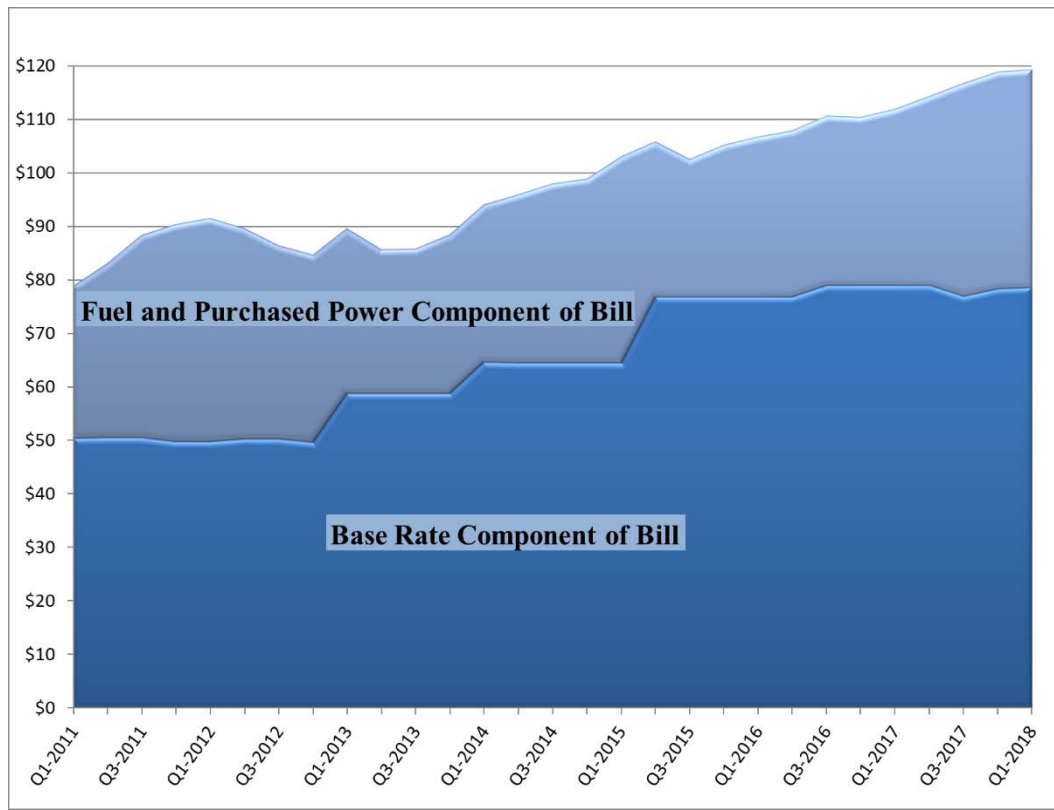
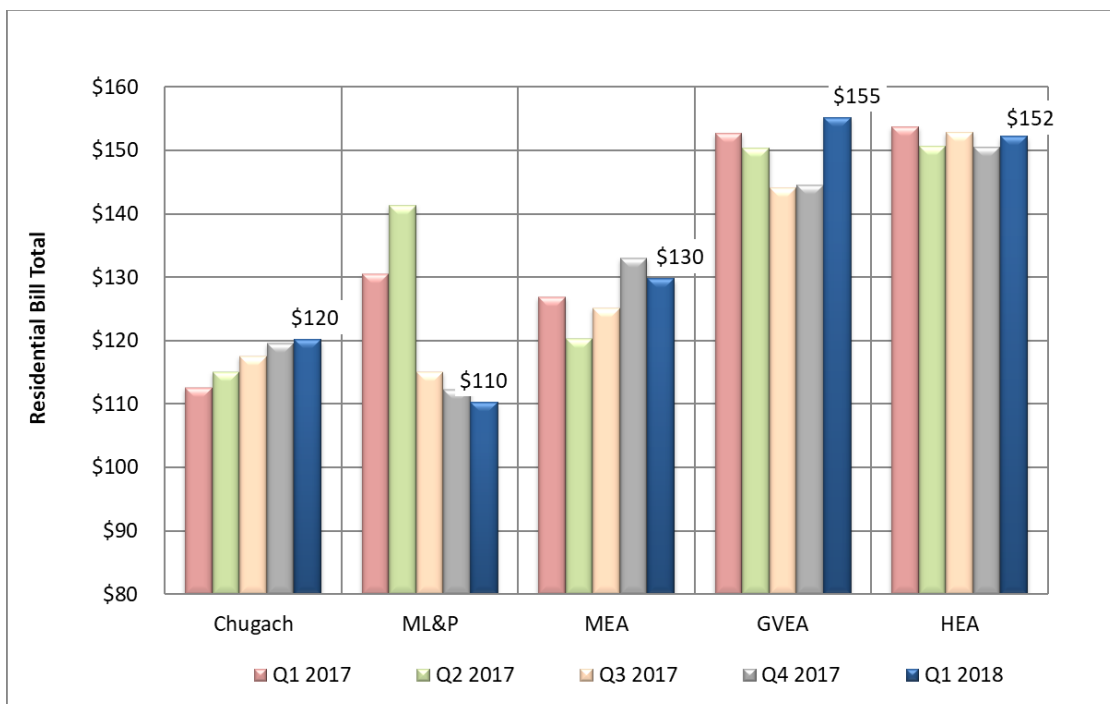


Figure 4: Railbelt Electric Utility Average Total Residential Bill Levels First Quarter 2017 through First Quarter 2018



CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

REGULAR BOARD OF DIRECTORS' MEETING
AGENDA ITEM SUMMARY

March 28, 2018

ACTION REQUIRED

AGENDA ITEM NO. VIII.A.1.

Information Only
 Motion
 Resolution
 Executive Session
 Other

TOPIC

“Eligible Voters”

Proposed Bylaw Amendment – Article III, Section 6, Members, Meetings and Elections.

DISCUSSION

On February 22, 2018, the attached draft amendment and proposed comment was considered by the Association’s Bylaws Committee. The Bylaws Committee voted unanimously to adopt the proposed amendment and the attached Bylaws Committee comment.

If the Board agrees to place this proposed Bylaw amendment on the ballot for the 2018 annual membership meeting, the Board can: 1) Join with the attached Bylaws Committee comment; or, 2) Draft a separate Board comment to be included in the election materials for the annual membership meeting.

MOTION

Move that the Board of Directors place the attached Bylaw proposal, *Eligible Voters*, on the ballot for the 2018 annual membership meeting for a vote by the membership and that the Board of Directors:

Option No. 1

Join with the attached Bylaws Committee comment recommending this proposed amendment be adopted by the membership.

Option No. 2

Draft a separate Board comment to accompany the proposed amendment and Bylaws Committee comment.

Eligible Voters

Amend the bylaws as follows:

ARTICLE III
MEMBERS, MEETINGS AND ELECTIONS

SECTION 6. Voting. (a) Only members who have purchased electric energy or received other services from the Association ~~within the six (6) months preceding~~ as of the record date of the election shall be entitled to vote. Each such member shall have only one vote upon each matter submitted to a vote at a meeting of the members.

[Board of Directors and] Bylaws Committee recommendation:

The Alaska cooperative statutes provide that “[e]ach member is entitled to one vote on each matter submitted to a vote of the membership” and does not authorize a cooperative to restrict voting based on recent patronage. To be aligned with State law, this proposal clarifies that members of record, as of the record date, are entitled to vote. This year, the record date is April 5, 2018.

**[Your Board of Directors and] The Bylaws Committee recommends a “Yes”
vote on this proposed bylaw amendment.**

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

REGULAR BOARD OF DIRECTORS' MEETING
AGENDA ITEM SUMMARY

March 28, 2018

ACTION REQUIRED

AGENDA ITEM NO. VIII.A.2.

Information Only
 Motion
 Resolution
 Executive Session
 Other

TOPIC

"Board Meeting Notices"

Proposed Bylaw Amendment – Article V, Section 1, Regular Meeting.

DISCUSSION

On February 22, 2018, the attached draft amendment and proposed comment was considered by the Association's Bylaws Committee. The Bylaws Committee voted unanimously to adopt the proposed amendment and the attached Bylaws Committee comment.

If the Board agrees to place this proposed Bylaw amendment on the ballot for the 2018 annual membership meeting, the Board can: 1) Join with the attached Bylaws Committee comment; or, 2) Draft a separate Board comment to be included in the election materials for the annual membership meeting.

MOTION

Move that the Board of Directors place the attached Bylaw proposal, *Board Meeting Notices*, on the ballot for the 2018 annual membership meeting for a vote by the membership and that the Board of Directors:

Option No. 1

Join with the attached Bylaws Committee comment recommending this proposed amendment be adopted by the membership.

Option No. 2

Draft a separate Board comment to accompany the proposed amendment and Bylaws Committee comment.

Board Meeting Notices

Amend the bylaws as follows:

ARTICLE V
MEETINGS OF DIRECTORS

SECTION 1. Regular Meeting. A regular meeting of the board of directors shall be held ~~without notice~~ immediately after, and at the same place as, the annual meeting of the members. A regular meeting of the board of directors shall also be held monthly at such time and place in the Municipality of Anchorage, State of Alaska, as the board of directors may provide by resolution. ~~Such regular monthly meetings may be held without notice other than such resolution fixing the time and place thereof except that~~ The board shall ~~cause provide~~ notice of the selection of the time and place of the regular meetings ~~to be given~~ to the members promptly after it is selected.

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[Board of Directors and] Bylaws Committee recommendation:

The Alaska cooperative statutes provide that “[n]otice shall be given for all regular or special meetings of the board of directors as provided in the bylaws of the cooperative.” The Association’s Bylaws provide that (1) board meetings shall be open to all Chugach members, and “[t]he notice of such meeting and an agenda shall be posted in a conspicuous place in the public places of business of the Association not later than three days prior to the meeting,” and (2) that certain regular meetings of the board of directors shall be held “without notice”.

As written, the Bylaws create a potential internal conflict and conflict with State law. In practice, Chugach posts notices of all board meetings. The language in Article V, Section 1 of the Bylaws should be modified to make it consistent with State law and the other notice provisions in the Bylaws.

[Your Board of Directors and] The Bylaws Committee recommends a “Yes” vote on this proposed bylaw amendment.