



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

REGULAR BOARD OF DIRECTORS' MEETING

AGENDA

Bettina Chastain, Chair
Susan Reeves, Director
Rachel Morse, Treasurer
Stuart Parks, Secretary

Harry T. Crawford, Jr., Director
Jim Henderson, Director
Harold Hollis, Director

April 24, 2019

4:00 p.m.

Chugach Boardroom

- I. CALL TO ORDER (4:00 p.m.)
 - A. *Pledge of Allegiance*
 - B. *Roll Call*
 - C. *Safety Minute – “Auto Breakdown Safety” (Freeman) (4:05 p.m.)*
- II. APPROVAL OF THE AGENDA*
- III. PERSONS TO BE HEARD
 - A. *Member Comments*
- IV. CONSENT AGENDA* (4:10 p.m.)
 - A. *Board Calendar*
 - B. *Training and Conferences*
 - 1. *APA Annual Meeting – Juneau, AK (August 20-23, 2019)*
 - C. *Minutes*
 - 1. *March 26, 2019, Special Board of Directors' Meeting (Portades)*
 - 2. *March 27, 2019, Regular Board of Directors' Meeting (Quezon)*
 - 3. *April 18, 2019, Special Board of Directors' Meeting (Portades)*
 - D. *Director Expenses*
- V. CEO REPORTS AND CORRESPONDENCE (4:20 p.m.)
 - A. *1st Quarter 2019 Safety Report (Freeman/Andrews) (4:20 p.m.)*
 - B. *1st Quarter 2019 Communications Report (Hasquet/Andrews) (4:25 p.m.)*
 - C. *Election Status Update (Kurka/Miller) (4:30 p.m.)*
 - D. *January 2019 Financial Statements and Variance Report (Harris/Curran) (4:35 p.m.)*
 - E. *February 2019 Financial Statements and Variance Report (Harris/Curran) (4:40 p.m.)*
 - F. *2019 State Legislative Briefing (Steyer) (4:45 p.m.)*
- VI. DIRECTOR REPORTS (4:50 p.m.)
 - A. *Alaska Power Association (APA) Report (4:50 p.m.)*

- B. *Alaska Railbelt Cooperative Transmission & Electric Company (ARCTEC) Report (4:55 p.m.)*
- C. *Renewable Energy Alaska Project (REAP) Report (5:00 p.m.)*
- D. *Board Committee Reports (Audit and Finance, Operations & Governance) (5:05 p.m.)*
- E. *Other Meeting Reports (5:10 p.m.)*

VII. UNFINISHED BUSINESS (*none*)

VIII. NEW BUSINESS (*none*)

IX. EXECUTIVE SESSION* (*scheduled*) (5:15 p.m.)

- A. *Wholesale Capital Credit Payments (5:15 p.m.)*
- B. *IMO Professional Service Contract Extension for RGP (5:30 p.m.)*
- C. *RCA Order: Green Energy/Community Solar (5:45 p.m.)*
- D. *2018 Chief Executive Officer Evaluation and Compensation (6:00 p.m.)*
- E. *2019 Chief Executive Officer Key Performance Indicators (6:15 p.m.)*

X. NEW BUSINESS* (*scheduled*) (6:35 p.m.)

- A. *Wholesale Capital Credit Payments* (Highers) (6:35 p.m.)*
- B. *IMO Professional Service Contract Extension for RGP* (Fouts) (6:40 p.m.)*
- C. *2018 Chief Executive Officer Evaluation and Compensation* (Board) (6:45 p.m.)*
- D. *2019 Chief Executive Officer Key Performance Indicators* (Board) (6:50 p.m.)*

XI. DIRECTOR COMMENTS (6:55 p.m.)

XII. ADJOURNMENT* (7:10 p.m.)

* *Denotes Action Items*

** *Denotes Possible Action Items*

AUTO BREAKDOWN SAFETY



1. Never get out of the vehicle to make a repair on a busy highway.
2. If you can't drive the vehicle, it is probably safer to stay in the vehicle and wait for help or use a cell phone to summon help. It is usually a bad idea to stand outside the vehicle in the flow of traffic.
3. Immediately turn on your hazard lights.
4. Use flares or triangles to mark your location once you are on the side of the road.
5. In the case of a blowout or a flat tire, move the vehicle to a safer place before attempting a repair—even if it means destroying the wheel getting there. The cost of a tire, rim or wheel is minor compared to endangering your safety.



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ANCHORAGE, ALASKA**

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XII. ADJOURNMENT* (7:10 p.m.)

* *Denotes Action Items*

** *Denotes Possible Action Items*

April 2019

March 2019							May 2019						
S	M	T	W	T	F	S	S	M	T	W	T	F	S
					1	2				1	2	3	4
3	4	5	6	7	8	9	5	6	7	8	9	10	11
10	11	12	13	14	15	16	12	13	14	15	16	17	18
17	18	19	20	21	22	23	19	20	21	22	23	24	25
24	25	26	27	28	29	30	26	27	28	29	30	31	
31													

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
31	<ul style="list-style-type: none"> 11:30AM CEO Evaluation Committee (Crawford, Chastain, Reeves) (BoardRoomCR) 1:00PM Mtg w/Diane Decker (Decker Coaching - Board Self-Assessment) (BoardroomCR) 2:00PM Mtg w/Bettina Chastain (Information Discussion - Board Self-Assessment Parameters) (Matt's Office) 1	2	3	4	5	6
7	8	9	10	<ul style="list-style-type: none"> 5:00PM REAP Energy Speaker Series - Carbon Sequestration (Anchorage Museum, 625 C Street) 11	12	13
14	15	Gettysburg Leadership Experience (He... ♦ Gettysburg, PA)			<ul style="list-style-type: none"> 1:45PM Teleconference w/ Henderson (ML&P Acquisition) [5067775] (BoardRoomCR) 4:00PM Board of Directors Candidate Forum (All) (boardroomcr) 18	20
21	<ul style="list-style-type: none"> 10:00AM Review Board Packet (Chastain/Reeves) [9295572] (LDT's Office) 4:30PM Operations Committee Meeting [7247029] (BoardroomCR) 22	<ul style="list-style-type: none"> 8:30AM Governance Committee Meeting [7161057] (BoardroomCR) 23	<ul style="list-style-type: none"> 10:30AM REAP Board of Directors Quarterly Mtg (Morse/Henderson) (600 E 36th Avenue - Redoubt Room) 4:00PM Regular Board of Directors Meeting (All) (BoardroomCR) 24	<ul style="list-style-type: none"> 5:00PM REAP Energy Speaker Series - Why You Should Care About an electric Transmission System (Anchorage Museum, 625 C Street) 25	26	27
28	29	<ul style="list-style-type: none"> 5:30PM Election Committee Meeting (Crawford) (BoardroomCR) 30	1	2	3	4

May 2019

April 2019							June 2019						
S	M	T	W	T	F	S	S	M	T	W	T	F	S
	1	2	3	4	5	6							1
7	8	9	10	11	12	13	2	3	4	5	6	7	8
14	15	16	17	18	19	20	9	10	11	12	13	14	15
21	22	23	24	25	26	27	16	17	18	19	20	21	22
28	29	30					23	24	25	26	27	28	29
							30						

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
		● 5:30PM - 6:30PM Election Committee Meeting (Crawford) (BoardroomCR)				
28	29	30	1	2	3	4
	● 2:00PM - 5:00PM APA Railbelt Issues Forum (Hollis/Henderson) (Chugach BoardroomCR)	● 5:30PM - 6:30PM Election Committee Meeting (Crawford) (BoardroomCR)	● 4:00PM - 7:00PM Audit and Finance (Internal Controls) Followed by Special Board of Directors Meeting (All) (BoardroomCR)			
5	6	7	8	9	10	11
		● 5:30PM - 6:30PM Election Committee Meeting (Crawford) (BoardroomCR)				
12	13	14	15	16	17	18
	● 10:00AM - 11:00AM Review Board Packet Material (Chastain & Reeves) (LDT's Office)	● 6:00PM - 9:00PM Annual Meeting (All) (Dena'ina Center)	● 4:00PM - 7:00PM Regular Board of Directors Meeting (All) (BoardroomCR)			
19	20	21	22	23	24	25
	Memorial Day ♦ Ur		● 4:00PM - 8:00PM Operations Committee Meeting (Boardroom)			
26	27	28	29	30	31	1

June 2019

May 2019							July 2019						
S	M	T	W	T	F	S	S	M	T	W	T	F	S
				1	2	3	4	1	2	3	4	5	6
5	6	7	8	9	10	11	7	8	9	10	11	12	13
12	13	14	15	16	17	18	14	15	16	17	18	19	20
19	20	21	22	23	24	25	21	22	23	24	25	26	27
26	27	28	29	30	31		28	29	30	31			

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
			● 4:00PM - 8:00PM Operations Committee Meeting (Boardroom)			
26	27	28	29	30	31	1
		APA Federal Legislative Conference (6/... ♦ Washington, DC)			Summer School for Di... ♦ Williamsburg, VA	
2	3	4	5	6	7	8
Summer School for Directotrs (6/7 - 6/12) ♦ Williamsburg, VA						
● 1:00PM - 5:00PM Chugach Picnic (Alaska Zoo)						
9	10	11	12	13	14	15
16	17	18	19	20	21	22
	● 4:00PM - 8:00PM Operations Committee Meeting (Boardroom)		● 4:00PM - 7:00PM Regular Board of Directors Meeting (All) (BoardroomCR)			
23	24	25	26	27	28	29
			Independence Day			
30	1	2	3	4	5	6

July 2019

June 2019						
S	M	T	W	T	F	S
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30						

August 2019						
S	M	T	W	T	F	S
				1	2	3
4	5	6	7	8	9	10
11	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		
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 (All) (BoardroomCR)	25	26	27
28	29	30	31	1	Summer School for Di... ♦ Branson, MO	3
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30	31	1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30	31	1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30
31	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30	31	1	2	3
4	5	6	7	8	9	10
11	12	13	14	15	16	17
18	19	20	21	22	23	24
25	26	27	28	29	30	31

August 2019

July 2019						
S	M	T	W	T	F	S
	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30	31			

September 2019						
S	M	T	W	T	F	S
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30					

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
					Summer School for Di... ♦ Branson, MO	
28	29	30	31	1	2	3
Summer School for Directors - 8/2 - 8/7 ♦ Branson, MO						
			4:00PM - 7:00PM Audit and Finance Committee Meeting (BoardroomCR)			
4	5	6	7	8	9	10
			4:00PM - 7:00PM Regular Board of Directors Meeting (BoardroomCR)	Strategic Planning (8/... ♦ 6591 A Street		
11	12	13	14	15	16	17
		APA Annual Meeting (August 20-23) ♦ Juneau, AK				
18	19	20	21	22	23	24
25	26	27	28	29	30	31

September 2019

August 2019							October 2019						
S	M	T	W	T	F	S	S	M	T	W	T	F	S
				1	2	3			1	2	3	4	5
4	5	6	7	8	9	10	6	7	8	9	10	11	12
11	12	13	14	15	16	17	13	14	15	16	17	18	19
18	19	20	21	22	23	24	20	21	22	23	24	25	26
25	26	27	28	29	30	31	27	28	29	30	31		

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
	Labor Day ♦ Unitec					
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	4:00PM - 7:00PM Regular Board of Directors Meeting (All) (BoardroomCR)	19	20	21
22	23	NRECA Region IX ♦ Spokane, WA			27	28
29	30	1	2	3	4	5

October 2019

September 2019						
S	M	T	W	T	F	S
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30					

November 2019						
S	M	T	W	T	F	S
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30						

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
29	30	1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30	31	1	2

4:00PM - 7:00PM
Regular Board of
Directors Meeting (All)
(BoardroomCR)

Gettysburg Leadership Experience for... ♦ Gettysburg, PA

November 2019

October 2019							December 2019						
S	M	T	W	T	F	S	S	M	T	W	T	F	S
		1	2	3	4	5	1	2	3	4	5	6	7
6	7	8	9	10	11	12	8	9	10	11	12	13	14
13	14	15	16	17	18	19	15	16	17	18	19	20	21
20	21	22	23	24	25	26	22	23	24	25	26	27	28
27	28	29	30	31			29	30	31				

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
27	28	29	30	31	1	2
3	4	● 4:00PM - 7:00PM Audit and Finance Committee Meeting (Budget and CIP) (BoardroomCR)	● 4:00PM - 7:00PM Audit and Finance Committee Meeting (BoardroomCR)	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	● 11:45AM - 1:45PM Chugach Legislative Reception (Embassy Suites) ● 4:00PM - 7:00PM Regular Board of Directors Meeting (BoardroomCR)		Thanksgiving Day	Thanksgiving Holiday	30
		26	27	28	29	

December 2019

November 2019						
S	M	T	W	T	F	S
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30

January 2020						
S	M	T	W	T	F	S
			1	2	3	4
5	6	7	8	9	10	11
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
1	2	3	4	5	6	7
8	9	10	APA December Meeting Series ♦ TBD		Winter School for Directors ♦ Nashville, TN	
Winter School for Directors - 12/13 - 12/18 ♦ Nashville, TN						
15	16	17	18	19	20	21
22	23	Christmas Eve ♦ U	Christmas Day ♦ U	26	27	28
29	30	New Year's Eve ♦ l	New Year's Day ♦ l	2	3	4

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

January 2020

December 2019						
S	M	T	W	T	F	S
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	31				

February 2020						
S	M	T	W	T	F	S
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
			New Year's Day ♦			
29	30	31	1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	4:00PM - 8:00PM Regular Board of Directors Meeting (Boardroom)	23	24	25
26	27	28	29	30	31	1

February 2020

January 2020							March 2020						
S	M	T	W	T	F	S	S	M	T	W	T	F	S
				1	2	3	4	1	2	3	4	5	6
5	6	7	8	9	10	11	8	9	10	11	12	13	14
12	13	14	15	16	17	18	15	16	17	18	19	20	21
19	20	21	22	23	24	25	22	23	24	25	26	27	28
26	27	28	29	30	31		29	30	31				

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
26	27	28	29	30	31	1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29

● 4:00PM - 8:00PM
Regular Board of
Directors Meeting
(Boardroom)

NRECA Annual Meeting - (2/27 - 03/04/... ♦ New Orleans, LA

March 2020

February 2020							April 2020						
S	M	T	W	T	F	S	S	M	T	W	T	F	S
						1				1	2	3	4
2	3	4	5	6	7	8	5	6	7	8	9	10	11
9	10	11	12	13	14	15	12	13	14	15	16	17	18
16	17	18	19	20	21	22	19	20	21	22	23	24	25
23	24	25	26	27	28	29	26	27	28	29	30		

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
NRECA Annual Meeting - (2/27 - 03/04/2020) ♦ New Orleans, LA						
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	● 4:00PM - 8:00PM Audit and Finance Followed by Special Board of Directors Meeting (Boardroom)	19	20	21
22	23	24	● 4:00PM - 8:00PM Regular Board of Directors Meeting (Boardroom)	26	27	28
29	30	31	1	2	3	4

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

March 26, 2019
Tuesday
(Immediately following the Operations Committee Meeting)

SPECIAL BOARD OF DIRECTORS' MEETING

Recording Secretary: Divina Portades

I. CALL TO ORDER

Chair Chastain called the Special Meeting of the Board of Directors to order at 7:32 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

Rachel Morse, Treasurer

Stuart Parks, Secretary

Harry Crawford, Director

Jim Henderson, Director

Harold Hollis, Director

Board Member Absent:

Susan Reeves, Vice Chair

Guests and Staff in Attendance:

Lee Thibert

Paul Risse

Sherri Highers

Brian Hickey

Mark Fouts

Arthur Miller

Tyler Andrews

Connie Owens

Matthew Clarkson

II. APPROVAL OF THE AGENDA

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

Director Henderson was not present at the time of the vote.

III. PERSONS TO BE HEARD

A. Member Comments

None

IV. CONSENT AGENDA

None

V. CEO REPORTS AND CORRESPONDENCE

None

VI. DIRECTOR REPORTS

None

VII. UNFINISHED BUSINESS

None

VIII. NEW BUSINESS

A. Accept the 2018 Independent Audited Financial Statements (KPMG)*

Director Morse moved and Director Hollis seconded the motion that the Board of Directors accept the 2018 Independent Audited Financial Statements of Chugach Electric Association, Inc. and footnotes as presented by KPMG and management. The motion passed unanimously.

Director Henderson was not present at the time of the vote.

B. December 31, 2018, SEC Form 10K Filing (Curran)*

Director Hollis moved and Director Henderson seconded the motion that the Board of Directors approve 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.

Director Henderson rejoined at 7:35 p.m.

C. Pre-Approval for FY2019 Audit Services (Highers)*

Director Morse moved and Director Henderson seconded the motion. that the Board of Directors approve the retention of KPMG for audit services for FY2019 in accordance with the fees outlined in KPMG's contract, due to expire April 15, 2021. The motion passed unanimously.

IX. EXECUTIVE SESSION

None

X. DIRECTOR COMMENTS

Director comments were made at this time.

XI. ADJOURNMENT

At 7:39 p.m., Director Morse moved and Director Hollis seconded the motion to adjourn. The motion passed unanimously.

Stuart Parks, Secretary

Date Approved: April 24, 2019

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

March 27, 2019
Wednesday
4:00 PM

REGULAR BOARD OF DIRECTORS' MEETING

Recording Secretary: Arden Quezon

I. CALL TO ORDER

Chair Chastain called the Regular Board of Directors' Meeting to order at 4:04 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*)

Stuart Parks, Secretary

Rachel Morse, Treasurer

Jim Henderson, Director (*arrived at 4:33 p.m.*)

Harry Crawford, Director

Harold Hollis, Director

Guests and Staff in Attendance:

Lee Thibert

Tyler Andrews

Andrew Laughlin

Brian Hickey

Paul Risse

Marty Freeman

Arthur Miller

Connie Owens

Sean Skaling

Sherri Highers

Julie Hasquet

Phil Steyer

Matthew Clarkson

Tom Schulman

Jody Wolfe

Mark Fouts

Josh Resnick

Renee Curran

C. Safety Minute

Marty Freeman, Safety discussed "*Distracted Driving*" to the Board.

II. APPROVAL OF THE AGENDA

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

Lee Thibert, Chief Executive Officer (CEO) requested to add HEA Litigation Update in executive session.

Vice Chair Reeves designated Director Parks to sign for her expense report.

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

Director Henderson was not present at the time of the vote.

III. PERSONS TO BE HEARD

- A. *Member Comments*
None

IV. CONSENT AGENDA

- A. *Board Calendar*
- B. *Training and Conferences*
 - 1. *APA Federal Legislative Conference – Washington D.C. (June 4-6, 2019)*
- C. *Minutes*
 - 1. *February 27, 2019, Regular Board of Directors' Meeting (Portades)*
- D. *Director Expenses*

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

Chair Chastain discussed the upcoming APA Legislative Conference in Washington D.C. and stated to let Connie know if interested in attending.

Chair Chastain called for a vote. The motion passed unanimously.

Director Henderson was not present at the time of the vote.

V. CEO REPORTS AND CORRESPONDENCE

- A. *1st Quarter 2019 Railbelt Bill Comparison (Skaling/Miller)*
Lee Thibert, CEO and Arthur Miller, Sr. VP Regulatory & External Affairs discussed the 1st Quarter 2019 Railbelt Bill Comparison and responded to questions from the Board.
- B. *2019 State Legislative Briefing (Steyer)*
Phil Steyer, Director, Government Relations discussed the 2019 State Legislative Briefing. Mr. Steyer, Arthur Miller, Sr. VP Regulatory & External Affairs and Matthew Clarkson, VP, General Counsel responded to questions from the Board.

VI. DIRECTOR REPORTS

- A. *Alaska Power Association (APA) Report*
Directors Hollis and Lee Thibert, CEO reported on the March 21, 2019 APA meeting.
- B. *Alaska Railbelt Cooperative Transmission & Electric Company (ARCTEC)*

Report

Director Crawford and Lee Thibert, CEO reported and discussed ARCTEC.

C. Renewable Energy Alaska Project (REAP) Report

Director Morse reported that the REAP Board and Policy meeting was cancelled but committee members were asked to provide comments and stated that it will be discussed at the next REAP Policy and REAP Quarterly meetings.

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

Director Morse reported on the March 25, 2019, Audit and Finance Committee meeting.

Director Parks reported on the March 26, 2019, Operations Committee meeting.

Director Reeves reported that there was no Governance Committee meeting but there was a Bylaws Committee meeting that Director Morse attended on her behalf.

Director Morse reported on the March 20, 2019, Bylaws Committee meeting.

E. Other Meeting Reports

Chair Chastain, Directors Reeves, Morse, Parks and Henderson reported on the March 7-13, 2019 NRECA Annual Meeting and Director Education in Orlando, FL.

VII. UNFINISHED BUSINESS

None

VIII. NEW BUSINESS

A. Bylaws Committee Ballot Proposal (Schulman)*

Director Morse moved and Director Reeves seconded the motion that the Board of Directors place the attached Bylaw proposal and comment, as revised, on the ballot for the 2019 Annual Membership Meeting for a vote by the membership.

Tom Schulman, Manager, Regulatory Legal and Matthew Clarkson, VP, General Counsel discussed the Bylaws Committee Ballot Proposal and responded to questions from the Board.

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

IX. EXECUTIVE SESSION

A. Capital Credit Retirement

B. Commercial Paper Backstop Facility

C. 1st Quarter 2019 Business and Sustainability Report

D. RRC/Transco Update

- E. HEA Litigation Update*
- F. Mergers and Acquisition Discussion*

At 4:47 p.m., Director Parks moved and Director Morse 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 5:39 p.m.

X. NEW BUSINESS

A. Capital Credit Retirement (Highers)*

Director Hollis moved and Director Parks seconded the motion that the Board of Directors approve the attached resolution authorizing a wholesale capital credit retirement to MEA and Seward. The motion passed unanimously.

B. Commercial Paper Backstop Facility (Highers)*

Director Parks moved and Director Hollis seconded the motion that the Board of Directors approve the attached resolution authorizing the Chief Executive Officer (CEO) to negotiate fees and finalize the terms and conditions of the renewal of Chugach's Commercial Paper Backstop Facility. The agreement will remain confidential until finalized. The motion passed unanimously.

XI. DIRECTOR COMMENTS

Director comments were made at this time.

XII. ADJOURNMENT

At 6:03 p.m., Chair Chastain called for adjournment. No objections were made and the motion passed unanimously.

Stuart Parks, Secretary

Date Approved: April 24, 2019

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

April 18, 2019
Thursday
4:00 p.m.

SPECIAL BOARD OF DIRECTORS' MEETING
CHUGACH CANDIDATE FORUM

Recording Secretary: Divina Portades

I. CALL TO ORDER

Director Parks called the Special Board of Directors' Meeting, Chugach Candidate Forum to order at 4:10 p.m. in the Boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

A. Roll Call

Board Members Present:

Bettina Chastain, Chair

Rachel Morse, Treasurer (*arrived at 4:22 p.m.*)

Stuart Parks, Secretary

Harry Crawford, Director

Jim Henderson, Director

Harold Hollis, Director

Board Member Absent:

Susan Reeves, Vice Chair

Guests and Staff in Attendance:

Guests and staff were in attendance.

II. APPROVAL OF THE AGENDA

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

Director Morse was not present at the time of the vote.

III. MODERATOR

Director Parks introduced Ashley Johnson, Member of the Nominating Committee as the Moderator.

A. Candidates

1. *Bettina Chastain*

2. *Harold Hollis*

3. *Mitchell Roth*

4. *Ron Stafford*

IV. INTRODUCTION AND EXPLANATION OF FORMAT (*Moderator*)

Ashely Johnson, moderator, introduced the Candidates and discussed the format of the Candidate Forum.

V. OPENING STATEMENTS (*4 minutes*)

- A. *Opening statements from each candidate (1 minute per candidate)*

Candidates' opening statements were made at this time.

VI. GROUP (SHOWS OF HANDS) (*4 minutes*)

- A. *The group responds by a show of hands to questions asked by the moderator*

The group responded to Moderator's show of hands questions at this time.

VII. EXPANDED RESPONSE (*4 minutes*)

- A. *Each candidate chooses one of the show of hands questions to speak to and expand upon (1 minute per candidate)*

Candidates responded to chosen show of hands questions and expanded upon at this time.

VIII. COMMON QUESTIONS FROM THE MODERATOR (*20 minutes*)

- A. *Each candidate responds to the same ten questions from the moderator (30 seconds per candidate)*

Candidates responded to Moderator's ten questions at this time.

IX. AUDIENCE QUESTIONS (*10 minutes*)

- A. *Candidates respond to questions submitted on cards by the audience (30 seconds per candidate)*

Candidates responded to questions submitted by the audience verbally at this time.

X. CLOSING STATEMENTS (*8 minutes*)

- A. *Each candidate is given time to make a closing statement (2 minutes per candidate)*

Candidates' closing statements were made at this time.

Ashley Johnson, Moderator, turned the Candidate Forum back over to Director Parks.

XI. ADJOURNMENT

At 5:00 p.m., Director Henderson moved and Director Morse seconded the motion to adjourn. The motion passed unanimously.

Stuart Parks, Secretary

Date Approved: April 24, 2019

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

REGULAR BOARD OF DIRECTORS' MEETING
AGENDA ITEM SUMMARY

April 24, 2019

ACTION REQUIRED

AGENDA ITEM NO. IV.D.

<u> </u>	Information Only
<u> X </u>	Motion
<u> </u>	Resolution
<u> </u>	Executive Session
<u> </u>	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

TO: Lee Thibert, CEO

FROM: Tyler Andrews, Vice President, Member and Employee Services

SUBJECT: 1st Quarter Safety Report 2019

1st Quarter Safety Report 2019

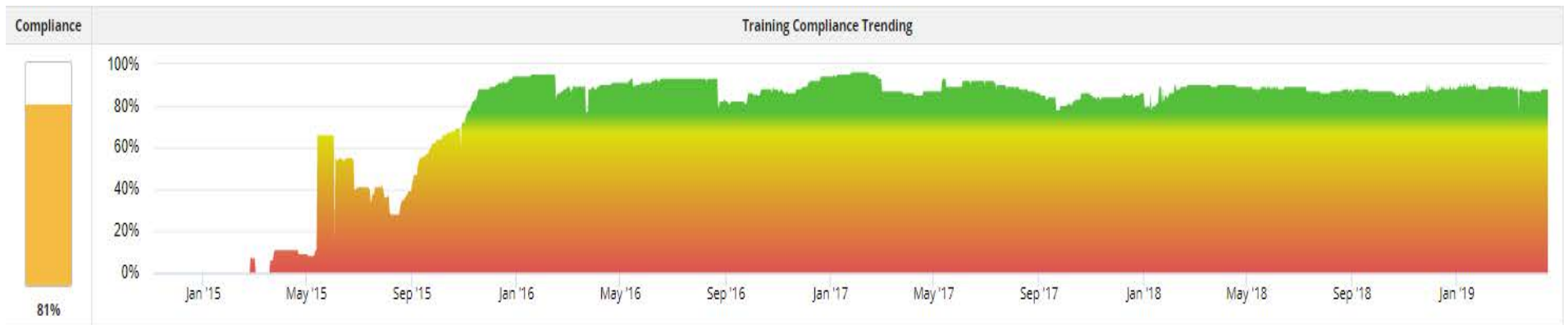
• Total Number of Recordable Injuries	3
• Number of Lost Work Day Recordable Injuries	0
• Preventable Incidents	0
• Lost Work Days	0
• Vehicle Incidents	0

Notable Items:

- Completed Target Operating Model and Charter for Safety and Security as functional lead.
- Provided electrical safety training to our linemen the week of April 1st through guest presenter Jim Vaughn of ISPC. Topics/training included Hazard Analysis, Review of Live-Line Tools, Principles of Grounding, Practical Safety for Crew Leadership and two days of crew field visits.
- Reviewed and updated Company Incident Management Plan with consideration given to lessons learned during November 2018 Earthquake.

Safety Training:

- A primary incident prevention effort from the Safety Department is the delivery of safety training. Safety training topics contribute to employee knowledge, hazard identification and mitigation, required safe work procedures, and safety regulations. To date 81% of our training plan has been completed.

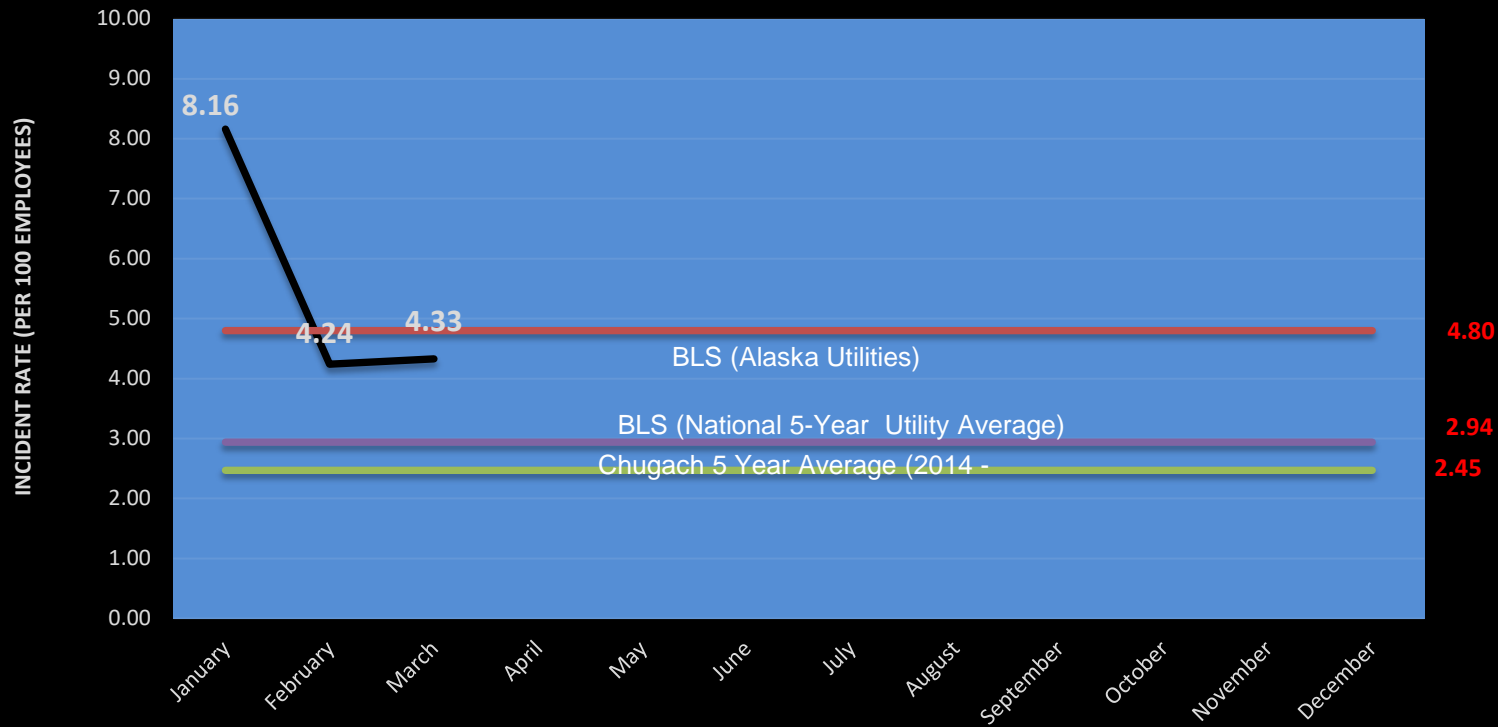


Account Specific Compliance

Table View: Supervisors & Personnel ▼

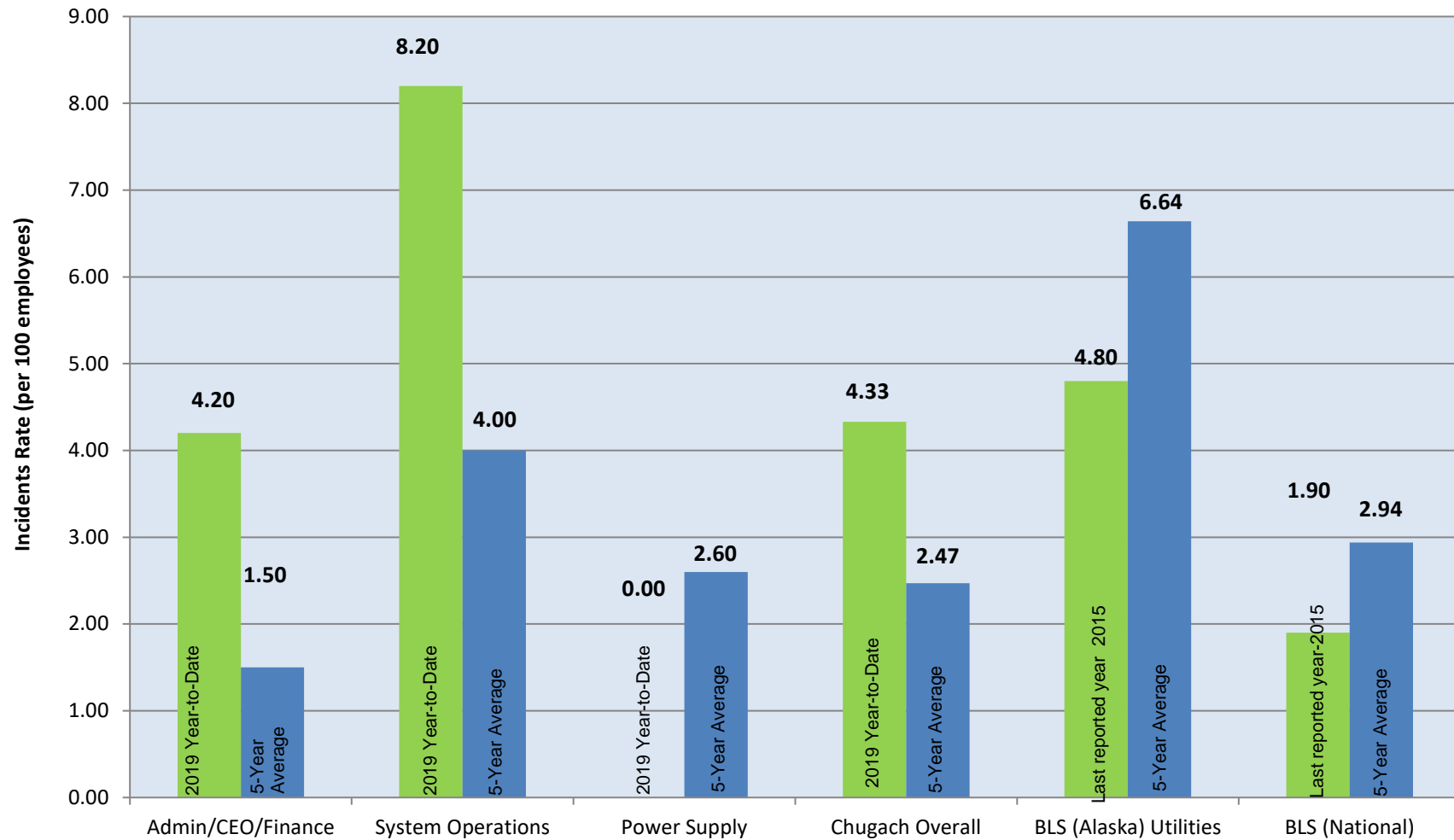
Account	# SUP	# PPL	Compliance
Chugach Electric Association Inc.	48	298	81%

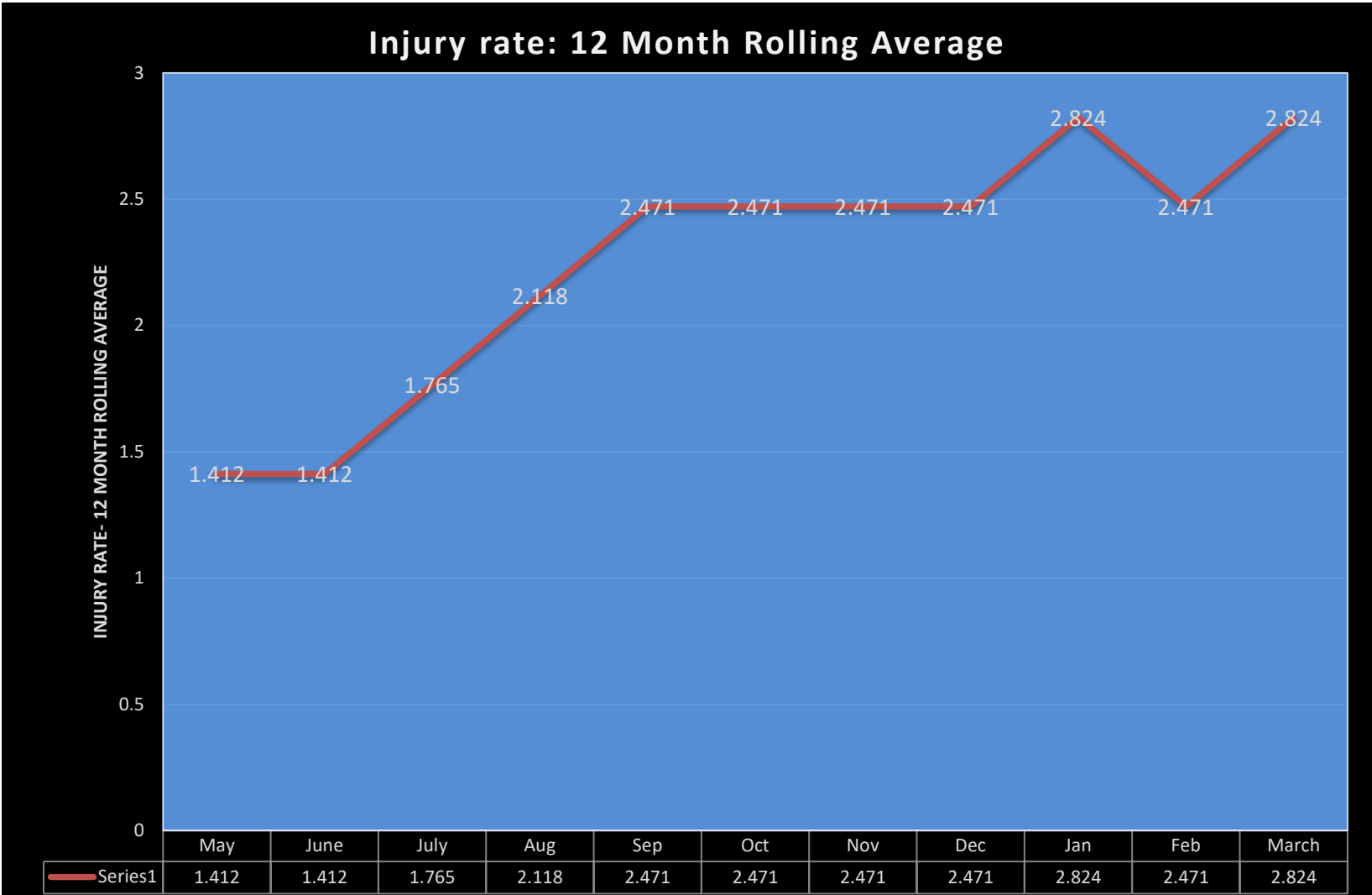
Recordable Incident Rate 2019



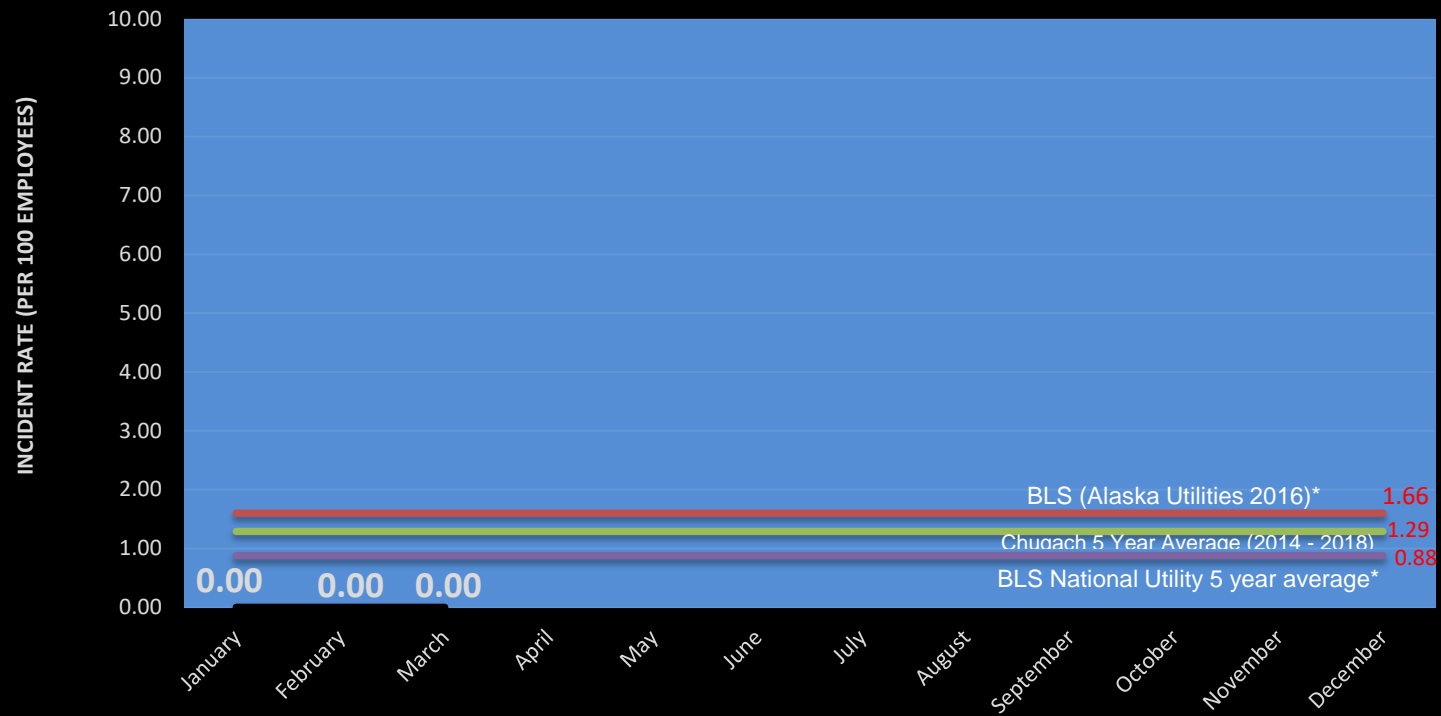
* Based on data reported to the Bureau of Labor Statistics (BLS) under NAICS Code 2211

Recordable Incident Rate 2019 by Group



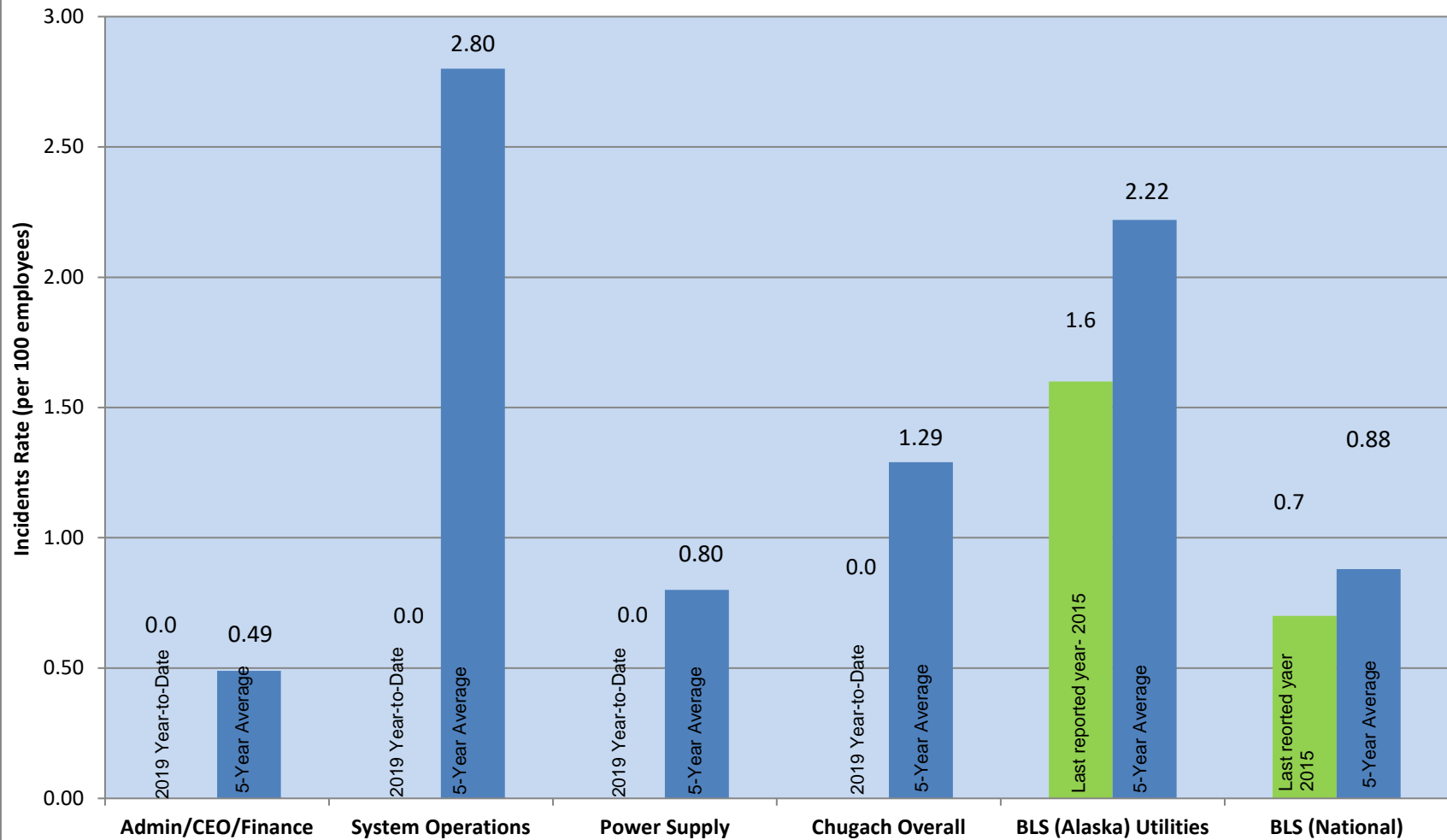


Lost Time Rate YTD 2019

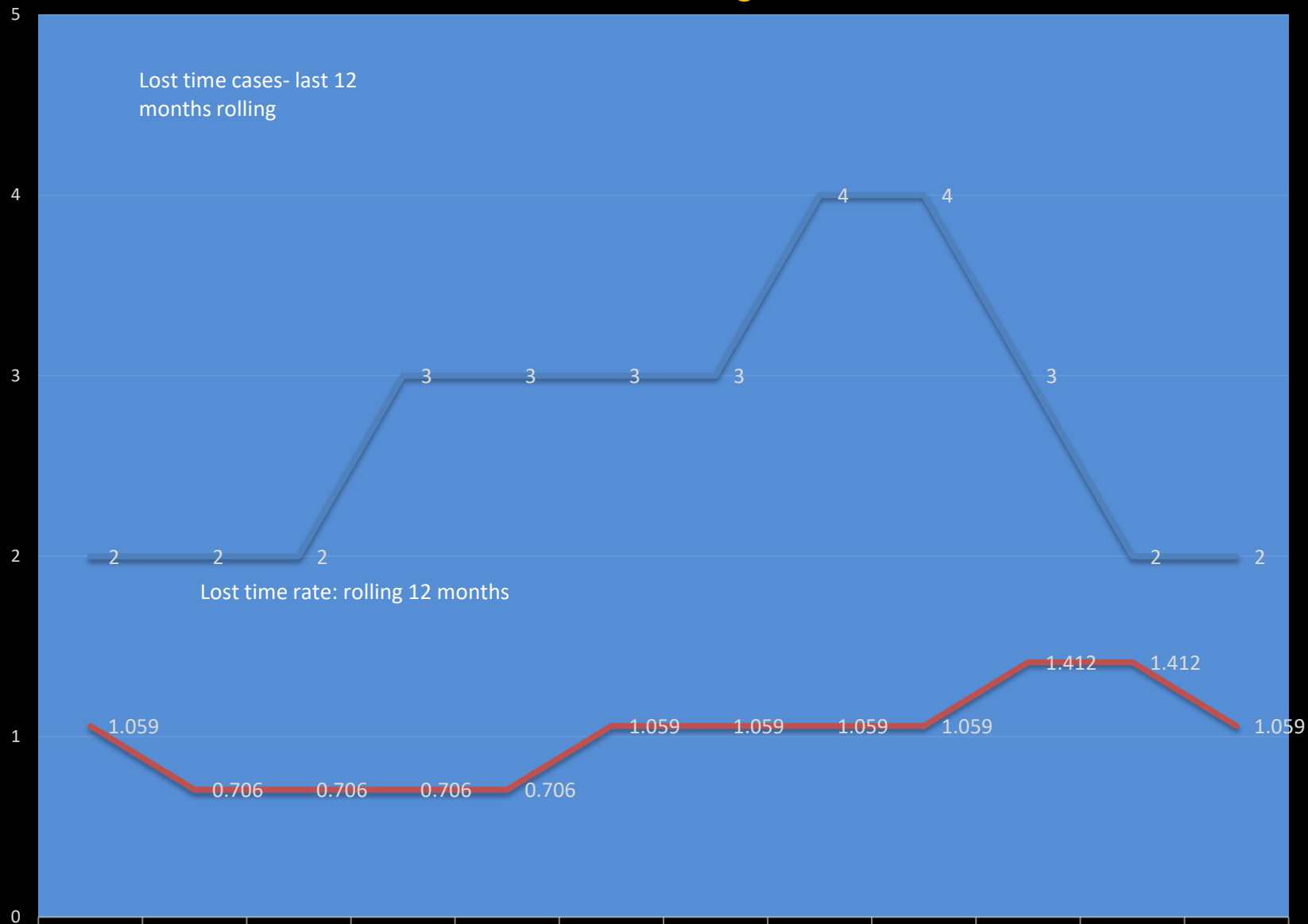


* Based on data reported to the Bureau of Labor Statistics (BLS) under NAICS Code 2211

Lost Time Rate 2019 YTD by Group

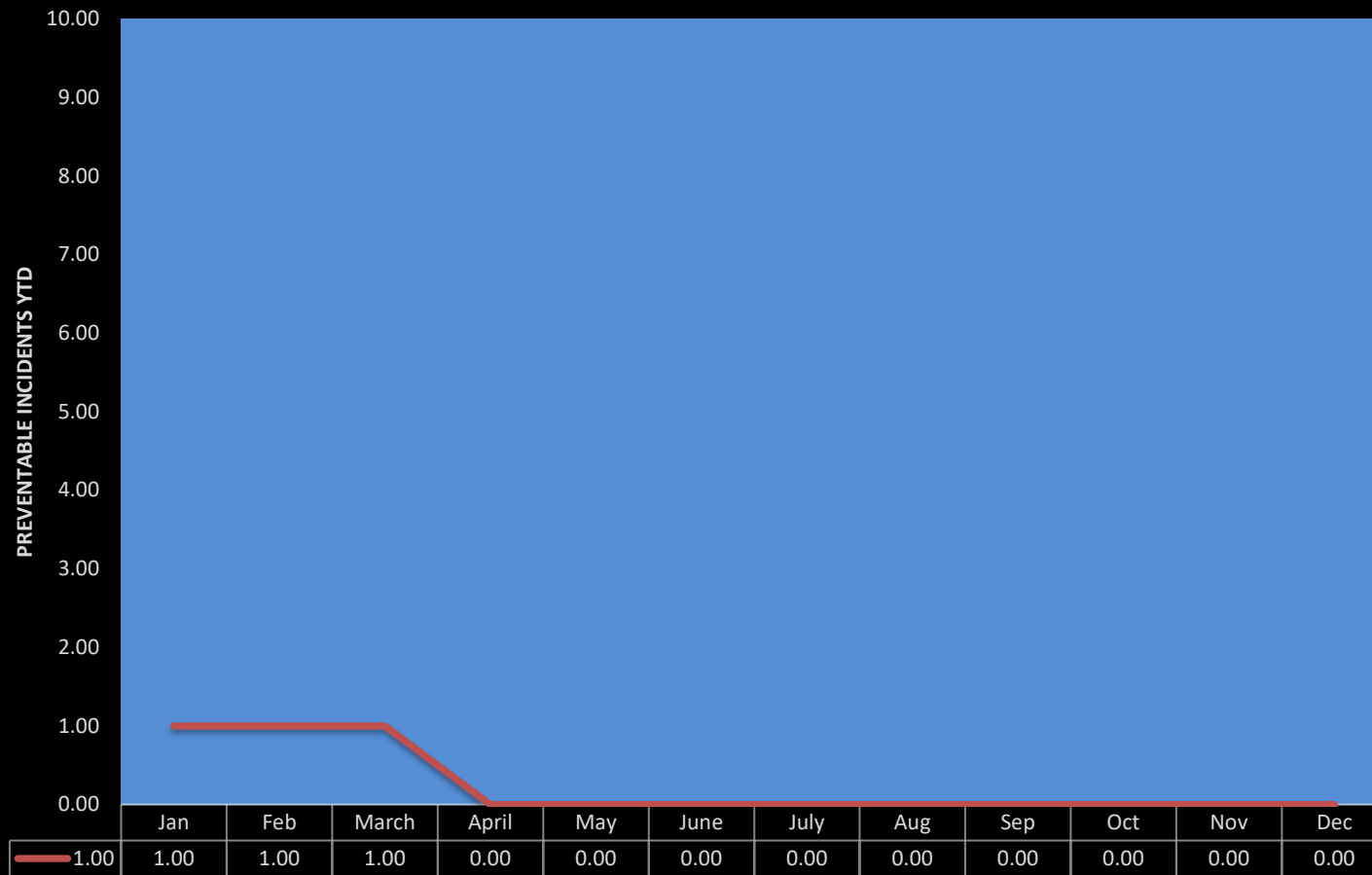


Lost time rate: rolling 12 months

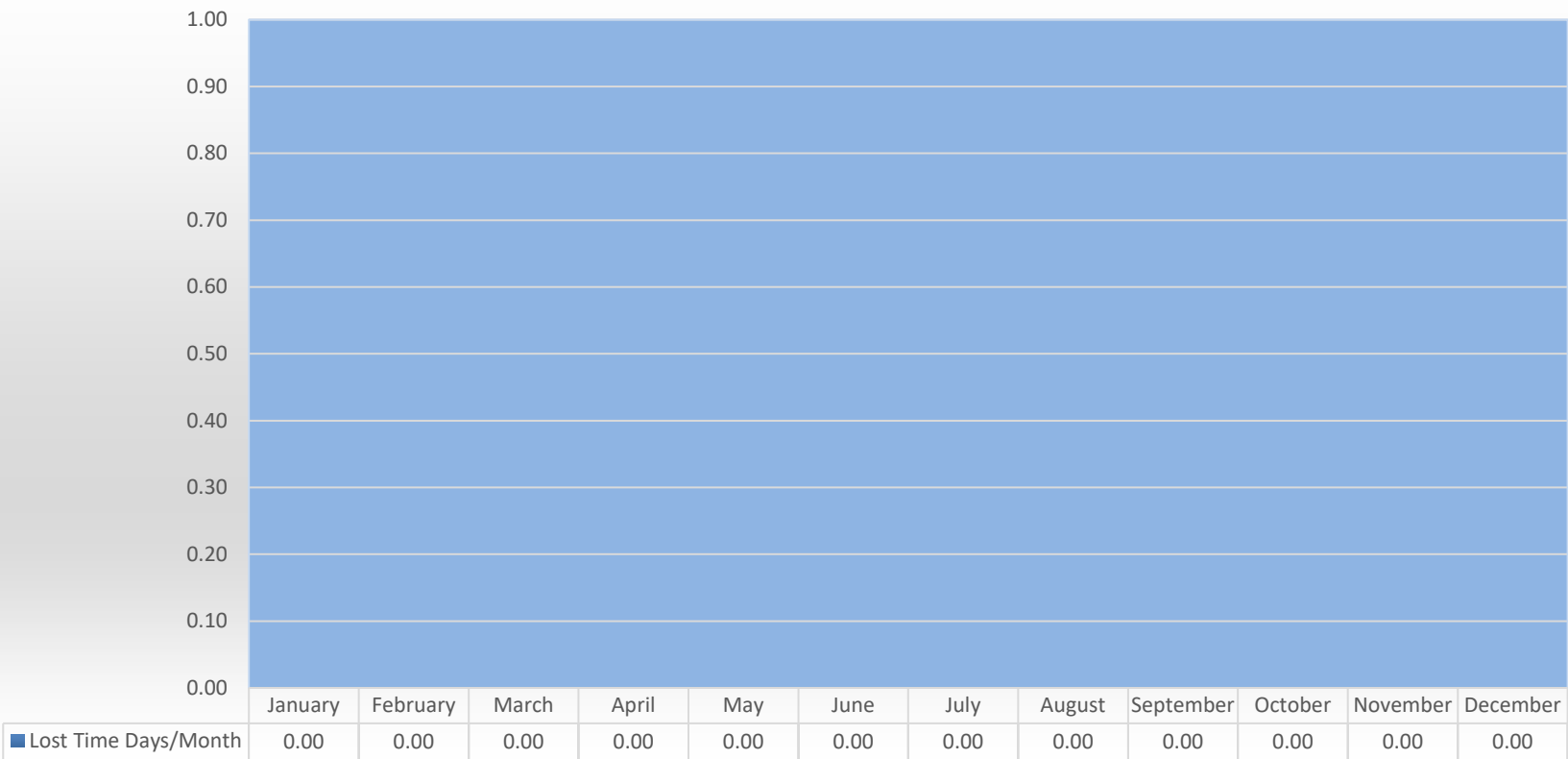


	Apr	May	June	July	Aug	Sep	Oct	Nov	Dec	Jan	Feb	March
	2	2	2	3	3	3	3	4	4	3	2	2
	1.059	0.706	0.706	0.706	0.706	1.059	1.059	1.059	1.059	1.412	1.412	1.059

Number of Preventable Incidents YTD 2019

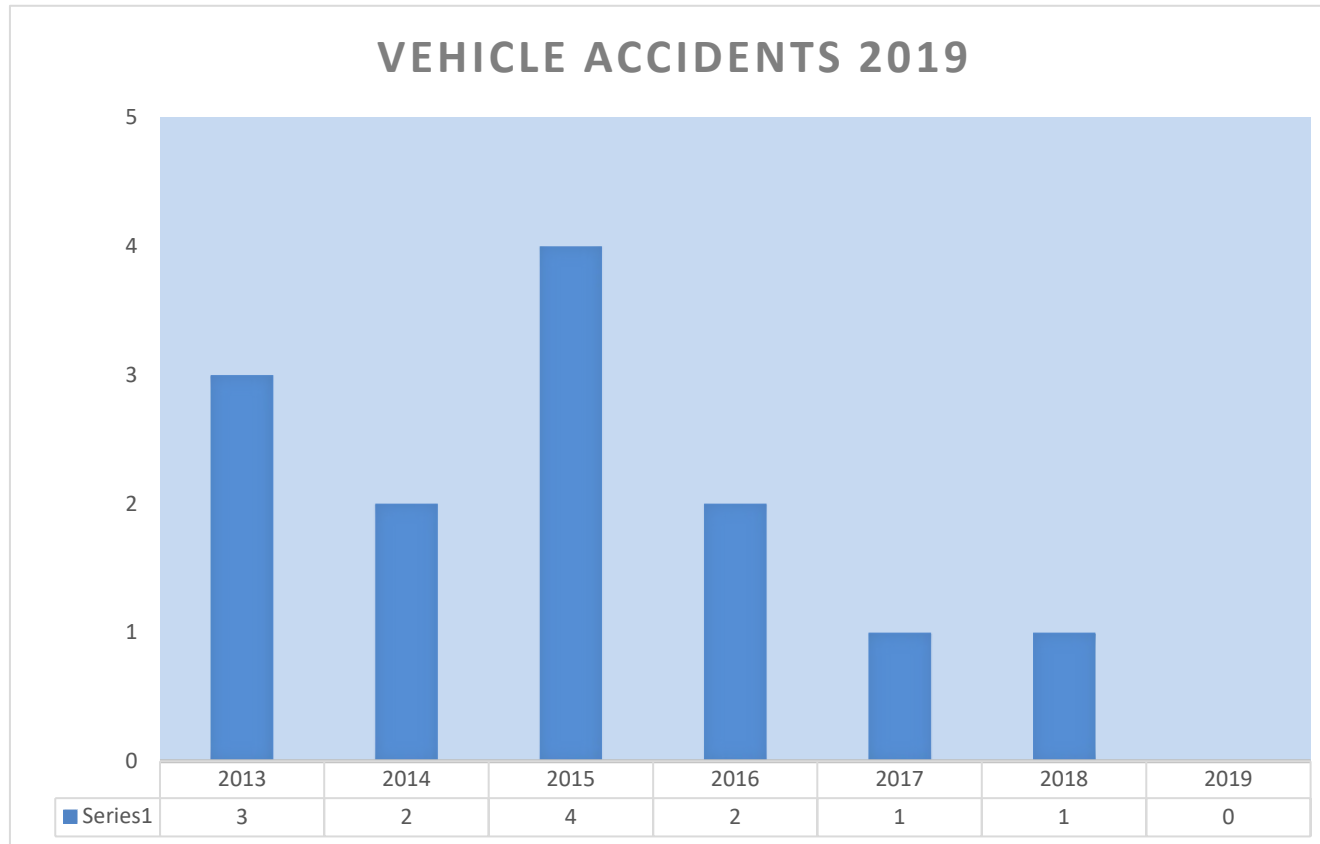


Lost work days by month 2019

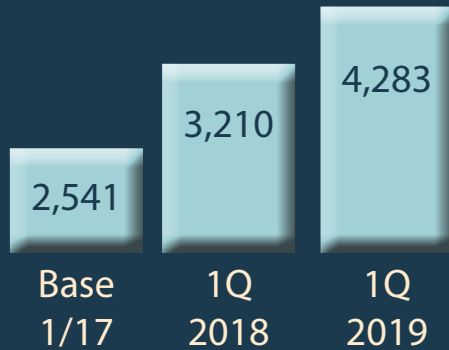


Vehicle Incidents

There has been 0 vehicle incidents year to date.



Facebook likes



Twitter followers



Facebook Highlights

- Video of Pt. MacKenzie transmission line work
- EV charger research program
- Annual Meeting awareness
- Go Red for Women

Tweet Highlights

- Scam Alert
- 115Kv Transmission project
- Board visit to Juneau
- Power Pledge Challenge student tour

Employee Communications/Events

- Employee Volunteer Program
- Logo refresh
- Spring party
- Integration updates

Website updates

- EV Charger Research Program
- Annual Meeting
- Project page updates
- Go Red for Women
- New logo applied

Outages

- Jan. 1, Cooper Landing
- Jan. 9, Turnagain/Spenard
- Jan. 25, Dowling/Campbell Airstrip triggered by Plant 2A/load shedding
- Jan. 29 Tyonek
- Mar. 10, Tyonek
- Mar. 14, Moose Pass
- Mar. 15, Tyonek
- Mar. 20, Klatt area

Media/Press Releases

- RCA filing
- Transco filing
- Reliability standard
- Prop. 8 Municipal Election
- Furie gas challenges

Chugach Electric Association, Inc.

Anchorage, Alaska

April 24, 2019

To: Lee Thibert, Chief Executive Officer

Through: Arthur Miller, Sr. VP Regulatory & External Affairs

From: Teresa Kurka, Director Member Services

Subject: ***Election Update 2019***

The 2019 election voting season begins Friday, April 19, 2019 at noon for both electronic and paper ballots. As of the April 4, 2019 date of record, we had 69,320 eligible member voters, 51,629 voter email addresses on file, and only 487 requests for paper ballots from our membership.

The election committee meets on Tuesday, April 30 to begin their election ballot audit work during the voting phase of the election. The election committee will meet weekly through May 20, the final week of the voting period.

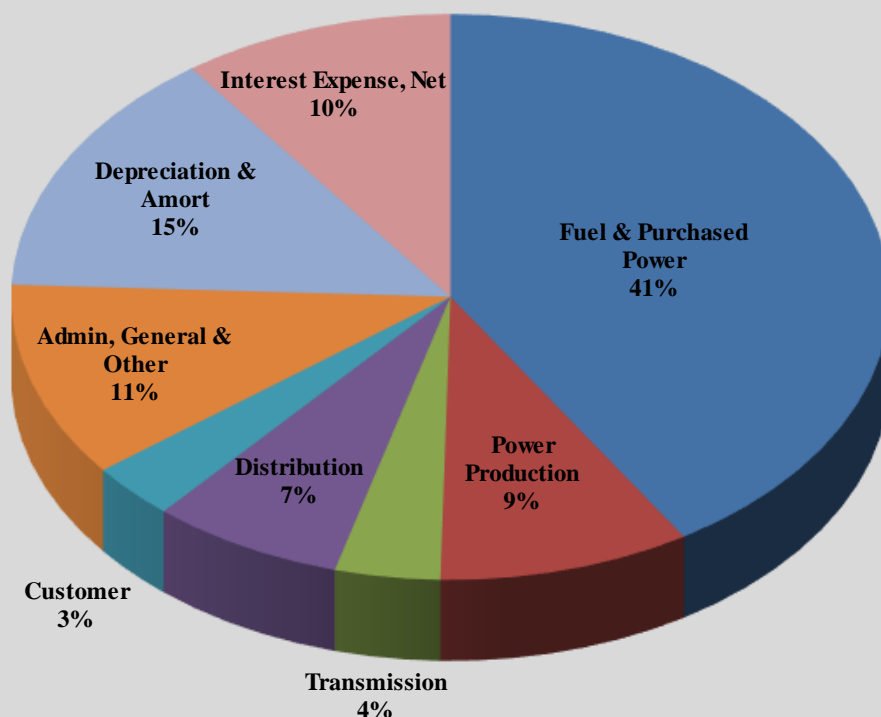
The early bird voting prizes this year include a DeWalt 18/20V Max Wet Dry Hepa Vacuum, a DeWalt 12v/18v/115v Compact Jobsite Radio, a Leaf Blower Kit, and a Flexvolt 60v String Trimmer Kit to be given away each Friday during the voting period. If you vote early, you may have up to 4 chances to win, as your name stays in the drawing “pool” unless you are a winner. Our first winner will be drawn on Friday, April 26.

As a reminder, mail and drop box ballots must be received by noon on Monday, May 20 and electronic voting ends at 4:00 p.m. on Tuesday, May 21. In person voting will be available by paper ballot or electronically at the Annual Meeting scheduled for the evening of May 21. Registration opens at 5:30 p.m. and the meeting begins at 6:30 p.m. at the Dena’ina Civic & Convention Center.

STATEMENT OF OPERATIONS

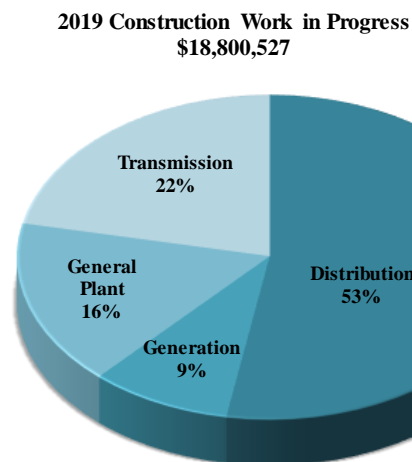
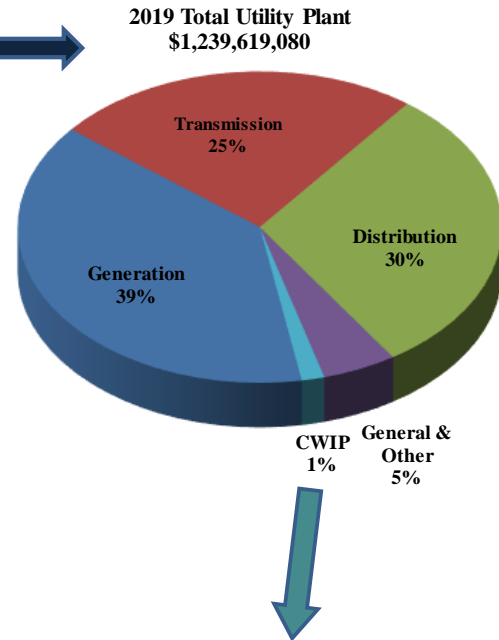
CATEGORY	2019 MTD ACTUAL	2019 MTD BUDGET	2019 MTD VARIANCE
Operating Revenue and Patronage Capital	\$ 19,760,148	\$ 19,535,477	\$ 224,671
Fuel and Purchased Power Expense	7,511,473	7,367,321	144,152
Power Production Expense	1,694,898	1,753,071	(58,173)
Transmission Expense	708,262	580,889	127,373
Distribution Expense	1,292,543	1,357,864	(65,321)
Customer Expense	582,865	546,805	36,060
Administrative, General and Other	2,044,122	2,306,995	(262,873)
Depreciation & Amortization Expense	2,610,251	2,556,329	53,922
Interest Expense, Net	1,835,121	1,730,486	104,635
Total Cost of Electric Service	\$ 18,279,535	\$ 18,199,760	\$ 79,775
Patronage Capital & Operating Margins	\$ 1,480,613	\$ 1,335,717	\$ 144,896
Non-Operating Margins - Interest	55,228	52,481	2,747
Allowance for Funds Used During Construction	13,153	14,846	(1,693)
Non-Operating Margins - Other	61,292	-	61,292
Patronage Capital or Margins	\$ 1,610,286	\$ 1,403,044	\$ 207,242

Total Cost of Electric Service (MTD Actual)



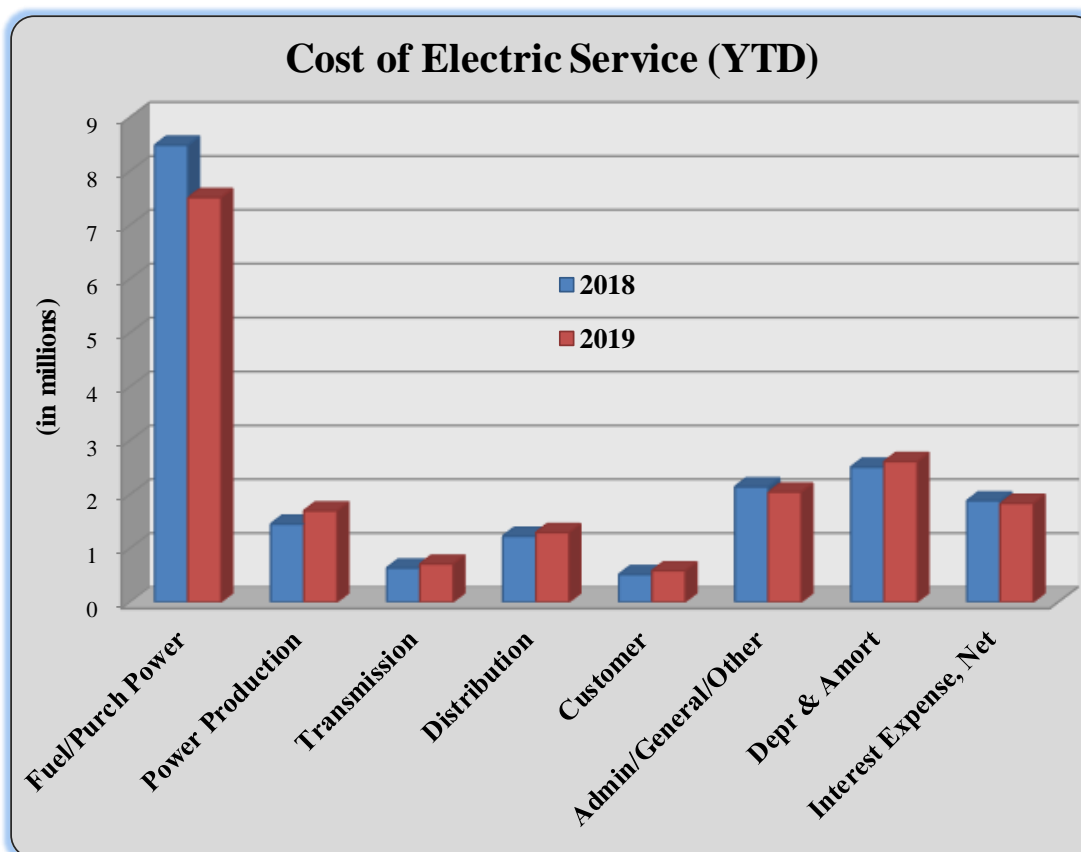
BALANCE SHEET

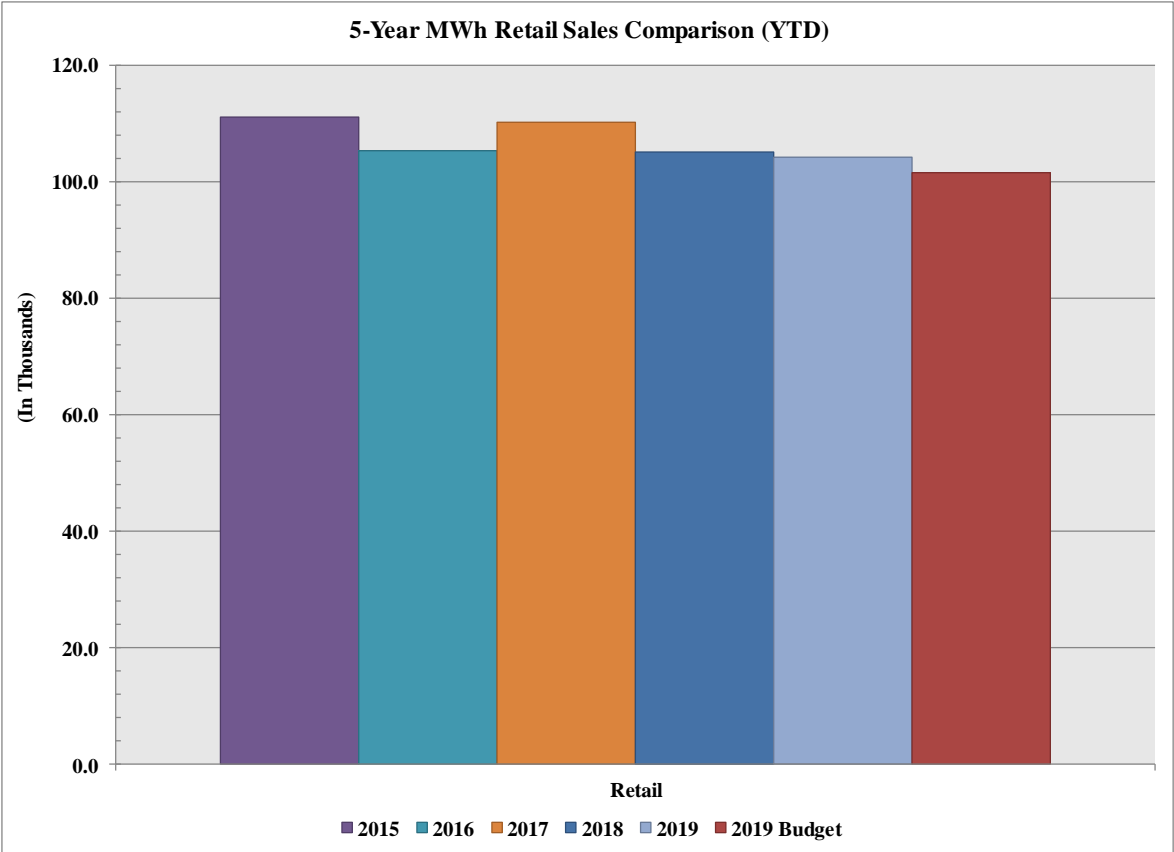
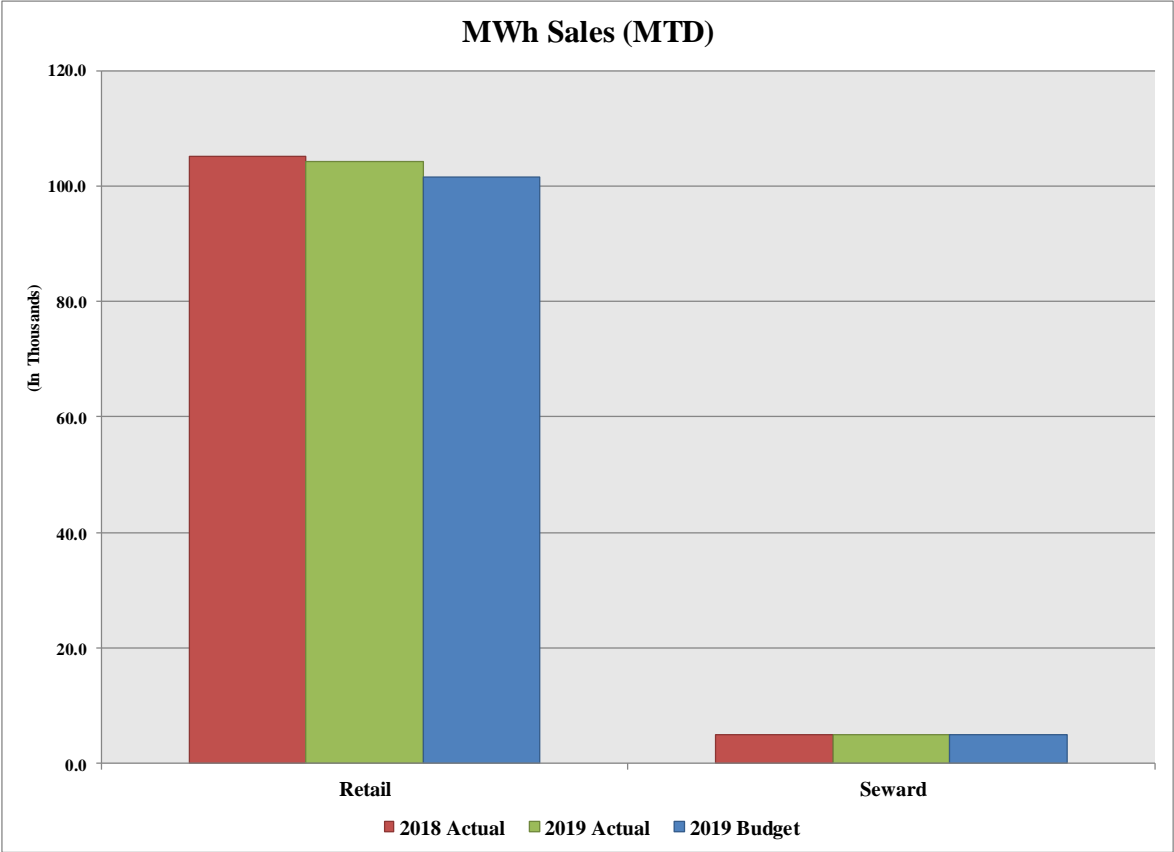
ASSETS & OTHER DEBITS	01/31/2019	12/31/18
Electric Plant in Service	1,220,818,553	1,216,663,092
Construction Work in Progress	18,800,527	17,272,307
Total Utility Plant	\$ 1,239,619,080	\$ 1,233,935,399
Accum. Prov. for Depreciation/Amortization	(531,256,742)	(529,099,451)
Net Utility Plant	\$ 708,362,338	\$ 704,835,948
Nonutility Property - Net	76,889	76,889
Investment in Assoc. Organizations	8,570,046	8,570,046
Special Funds	1,898,985	1,890,221
Restricted Cash & Other Investments	108,000	108,000
Total Other Property & Investments	\$ 10,653,920	\$ 10,645,156
Cash, Marketable Securities & Other	10,469,738	12,423,578
Special Deposits/Restricted Cash	1,270,392	1,268,274
Accounts Receivable - Net	29,674,569	31,165,249
Materials and Supplies, Fuel Stock	27,299,652	28,175,563
Prepayments	3,728,622	2,227,117
Other Current & Accrued Assets	278,339	241,279
Total Current & Accrued Assets	\$ 72,721,312	\$ 75,501,060
Deferred Debits	38,204,170	37,668,424
Total Assets & Other Debits	\$ 829,941,740	\$ 828,650,588
LIABILITIES & OTHER CREDITS	01/31/2019	12/31/18
Memberships	1,749,917	1,748,172
Pat. Capital, Margins & Equities	194,386,452	192,776,522
Total Margins & Equities	\$ 196,136,369	\$ 194,524,694
Long-Term Debt - Bonds	398,416,664	398,416,664
Long-Term Debt - Other	33,955,572	33,972,000
Unamortized Debt Issuance Costs	(2,405,042)	(2,425,247)
Total Long-Term Debt	\$ 429,967,194	\$ 429,963,417
Notes Payable	83,791,411	87,608,667
Accounts Payable	11,489,375	9,538,749
Consumer Deposits	4,709,198	4,845,611
Other Current & Accrued Liabilities	34,229,818	32,853,659
Total Current & Accrued Liabilities	\$ 134,219,802	\$ 134,846,686
Deferred Compensation	1,359,878	1,359,878
Other Liabilities, Non-Current	630,737	580,841
Deferred Liabilities	764,834	764,834
Patronage Capital Payable	3,393,253	3,393,253
Cost of Removal Obligation	63,469,673	63,216,985
Total Liabilities & Other Credits	\$ 829,941,740	\$ 828,650,588

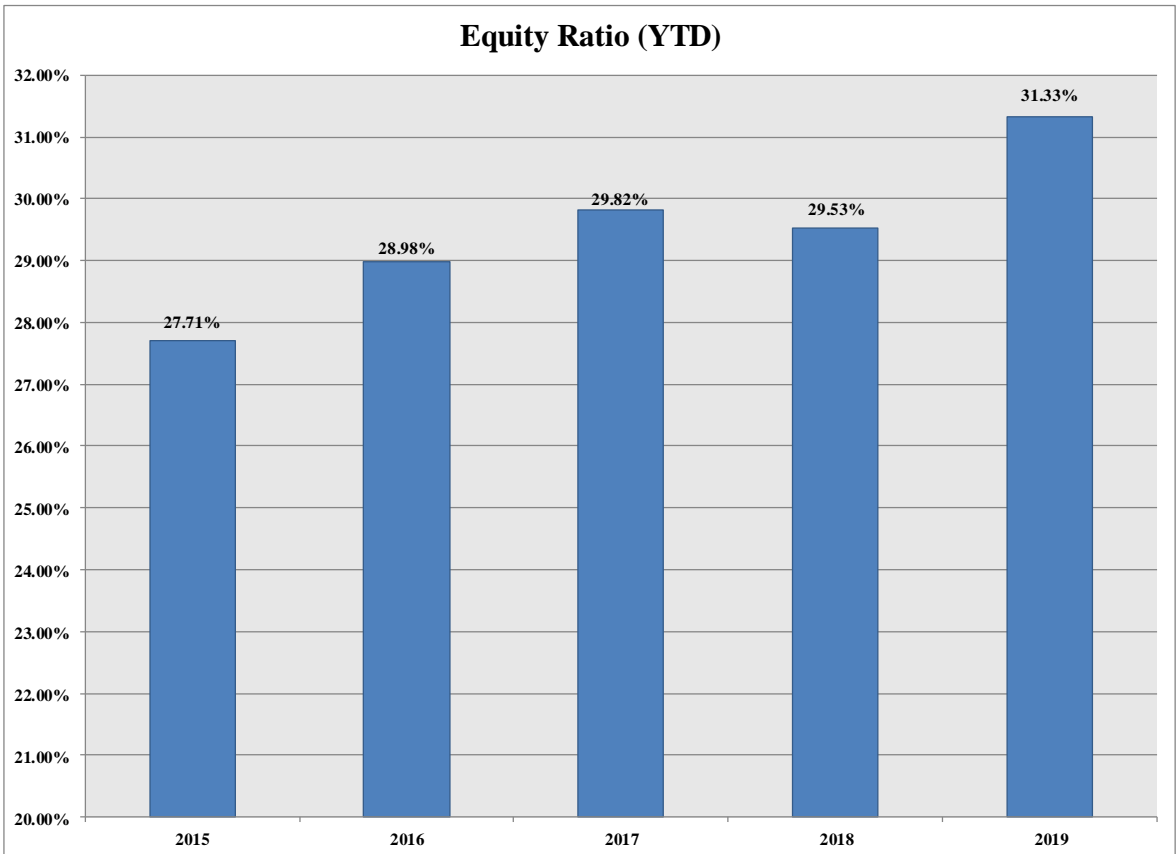
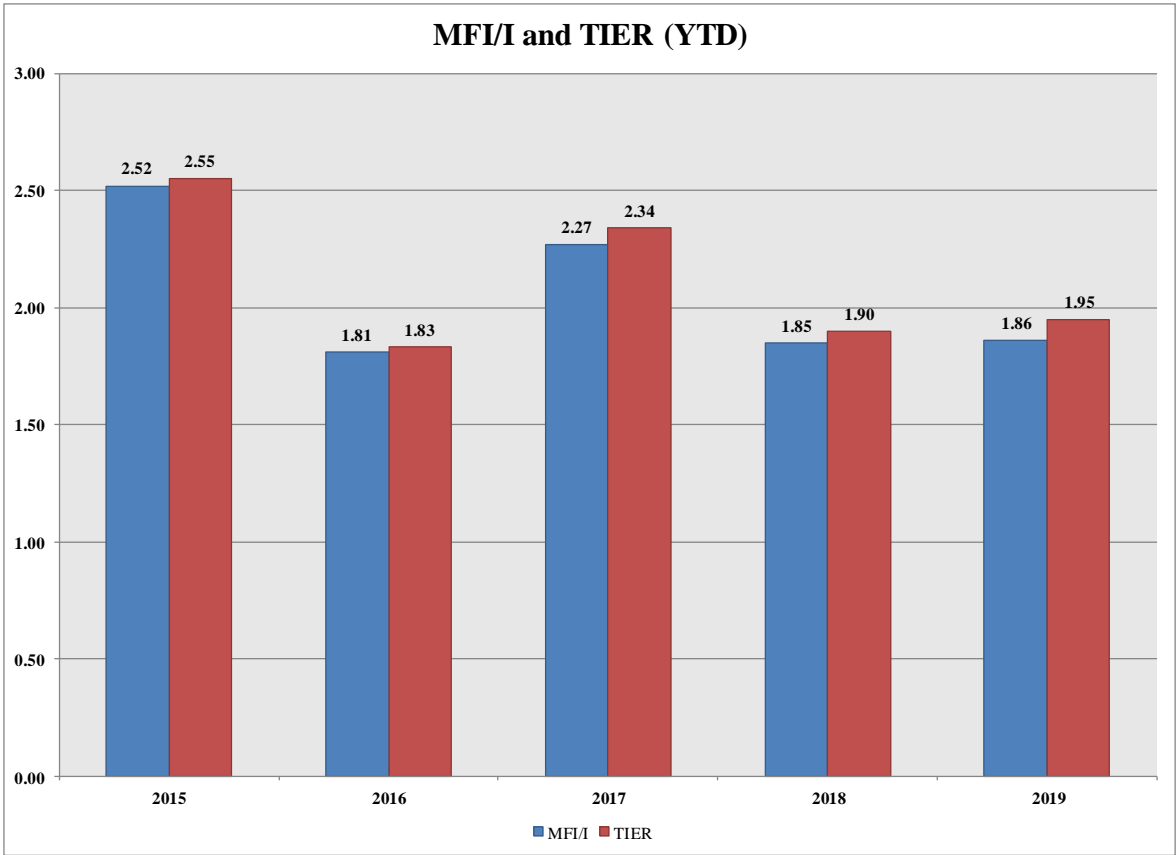


COMPARATIVE FINANCIAL REPORT STATEMENT OF OPERATIONS CURRENT TO PRIOR YTD ACTUAL

CATEGORY	2019 YTD ACTUAL	2018 YTD ACTUAL
Operating Revenue and Patronage Capital	\$ 19,760,148	\$ 20,400,586
Fuel and Purchased Power Expense	7,511,473	8,482,438
Power Production Expense	1,694,898	1,449,618
Transmission Expense	708,262	633,686
Distribution Expense	1,292,543	1,224,386
Customer Expense	582,865	512,658
Administrative, General and Other	2,044,122	2,141,479
Depreciation and Amortization Expense	2,610,251	2,507,733
Interest Expense, Net	1,835,121	1,881,824
Total Cost of Electric Service	\$ 18,279,535	\$ 18,833,822
Patronage Capital & Operating Margins	\$ 1,480,613	\$ 1,566,764
Non-Operating Margins - Interest	55,228	53,799
Allowance for Funds Used During Construction	13,153	7,671
Non-Operating Margins - Other	61,292	(13,241)
Patronage Capital or Margins	\$ 1,610,286	\$ 1,614,993
MFI/I	1.86	1.85
TIER	1.95	1.90







ENERGY SALES (kWh)

	<u>YTD Actual</u>	<u>YTD Budget</u>
Retail Energy Sales	104,277,338	101,488,693
Wholesale Energy Sales	<u>4,931,153</u>	<u>4,905,858</u>
Total Firm Energy Sales	109,208,491	106,394,551
Economy Energy Sales	<u>0</u>	<u>0</u>
Total Energy Sales	109,208,491	106,394,551

Firm energy sales totaled 109,208,491 kWh, which was a 2.6% favorable variance compared to budget. Retail energy sales were over budget 2.7%, primarily due to higher large general commercial sales. Wholesale energy sales were over budget by 0.5% which was not a significant variance.

ENERGY REVENUE (in millions)

	<u>YTD Actual</u>	<u>YTD Budget</u>
Retail Revenue	\$ 18.7	\$ 18.7
Wholesale Revenue	<u>0.5</u>	<u>0.5</u>
Total Firm Revenue	19.2	19.2
Economy/Other Energy Revenue	0.0	0.0
Other Operating Revenue	<u>0.6</u>	<u>0.3</u>
Total Revenue	\$ 19.8	\$ 19.5

Revenue from firm sales totaled \$19.2 million compared to \$19.2 million in the budget. While no overall variance, higher than anticipated commercial revenue was offset by lower than anticipated residential revenue.

Other operating revenue includes late fees, pole rental, wheeling, microwave, BRU royalties, miscellaneous service and other electric revenue. Other operating revenue totaled \$0.6 million compared to \$0.3 million in the budget, primarily due to higher than anticipated wheeling revenue.

FUEL AND PURCHASED POWER (in millions)

	<u>YTD Actual</u>	<u>YTD Budget</u>
Fuel	\$ 5.4	\$ 5.6
Purchased Power	<u>2.1</u>	<u>1.8</u>
Total	\$ 7.5	\$ 7.4

Fuel expense includes fuel, storage, transportation, and BRU operating costs. Fuel expense was \$5.4 million compared to \$5.6 million projected in the budget. This variance was primarily due to lower than anticipated storage expense and a lower average effective delivered price per MCF.

Actual fuel purchased for production was 700,354 MCF at an average effective delivered price of \$7.52 per MCF, compared to 612,597 MCF in the budget at an average effective delivered price of \$8.16 per MCF.

Purchased power expense represents energy purchased from Bradley Lake, Fire Island, and other utilities as needed, as well as costs associated with dispatching. Purchased power expense was \$2.1 million compared to \$1.8 million in the budget, due to higher than anticipated purchases at a higher average effective price.

Actual energy purchased was 24,074 MWh at an average effective price of 7.27 cents per kWh compared to 21,150 MWh budgeted at an average effective price of 6.92 cents per kWh.

POWER PRODUCTION (in millions)

	<u>YTD Actual</u>	<u>YTD Budget</u>
Total Power Production	\$ 1.7	\$ 1.8

Power production expense was \$1.7 million compared to \$1.8 million in the budget. This favorable variance is primarily due to lower than anticipated maintenance costs at SPP and Eklutna. These savings were somewhat offset by higher than anticipated expense labor relating to earthquake assessment as well as higher amortization expense associated with the Cooper Lake dredging project.

TRANSMISSION OPERATIONS AND MAINTENANCE (in millions)

	<u>YTD Actual</u>	<u>YTD Budget</u>
Total Transmission	\$ 0.7	\$ 0.6

Transmission operations and maintenance expense was \$0.7 million compared to \$0.6 million in the budget, primarily due to a shift in substation and line operations expense labor from distribution as a result of earthquake assessment and repairs.

DISTRIBUTION OPERATIONS AND MAINTENANCE (in millions)

	<u>YTD Actual</u>	<u>YTD Budget</u>
Total Distribution	\$ 1.3	\$ 1.4

Distribution operations and maintenance expense was \$1.3 million compared to \$1.4 million in the budget. This favorable variance is primarily due to lower than anticipated lease costs and a shift in expense labor to transmission.

CONSUMER ACCOUNTS / CUSTOMER INFORMATION (in millions)

	<u>YTD Actual</u>	<u>YTD Budget</u>
Total Consumer / Customer Information	\$ 0.6	\$ 0.5

Consumer accounts and customer information expense was \$0.6 million compared to \$0.5 million in the budget. This variance is primarily due to higher than anticipated credit card merchant fees.

ADMINISTRATIVE, GENERAL AND OTHER (in millions)

	<u>YTD Actual</u>	<u>YTD Budget</u>
Administrative, General and Other	\$ 2.0	\$ 2.3

Administrative, general and other expense includes tax, donations, other deductions associated with preliminary survey and investigation charges of projects, and obsolete inventory write-offs that are not attributable to operating or maintenance accounts, which was \$2.0 million compared to \$2.3 million in the budget. This favorable variance was primarily due to lower than anticipated consulting costs associated with fuel management, accounting, and safety.

SUMMARY

Depreciation, interest, and interest during construction expense totaled \$4.4 million compared to \$4.3 million in the budget. The unfavorable variance compared to budget was primarily due to higher than anticipated interest expense on short-term borrowings of commercial paper as well as increased depreciation expense.

All of the foregoing expenses resulted in total cost of electric service of \$18.3 million compared to \$18.2 million in the budget.

Non-operating margins include allowance for funds used during construction (AFUDC), capital credit and patronage capital allocations, extraordinary items, and interest income. Non-operating margins totaled \$129.7 thousand compared to \$67.3 thousand in the budget primarily due to the gain in value of marketable securities.

The net result of revenue and expenses was margins of \$1.6 million compared to projected margins of \$1.4 million in the budget. The current forecast projects year-end margins of \$5.8 million, an MFI/I of 1.28, and TIER of 1.30.

COMPARATIVE FINANCIAL REPORT STATEMENT OF OPERATIONS YEAR-END FORECAST

CATEGORY	2019 APPROVED BUDGET	2019 YTD ACTUALS	2019 REVISED FORECAST
Operating Revenue and Patronage Capital	\$ 207,385,275	\$ 19,760,148	\$ 208,669,321 ^{1 2}
Fuel and Purchased Power Expense	76,788,722	7,511,473	76,932,874 ¹
Power Production Expense	20,297,640	1,694,898	20,297,640
Transmission Expense	7,442,254	708,262	7,442,254
Distribution Expense	15,695,623	1,292,543	15,695,623
Customer Expense	7,089,507	582,865	7,089,507
Administrative, General & Other	24,398,225	2,044,122	24,398,225
Depreciation and Amortization Expense	30,612,717	2,610,251	30,612,717
Interest Expense, Net	20,112,012	1,835,121	21,276,022 ^{1 2}
Total Cost of Electric Service	\$ 202,436,700	\$ 18,279,535	\$ 203,744,862
Patronage Capital & Operating Margins	\$ 4,948,575	\$ 1,480,613	\$ 4,924,459
Non-Operating Margins - Interest	629,772	55,228	632,519 ¹
Allowance for Funds Used During Construction	178,150	13,153	176,457 ¹
Non-Operating Margins - Other	-	61,292	61,292 ¹
Patronage Capital or Margins	\$ 5,756,497	\$ 1,610,286	\$ 5,794,727
MF/I	1.28	1.86	1.28
TIER	1.30	1.95	1.30

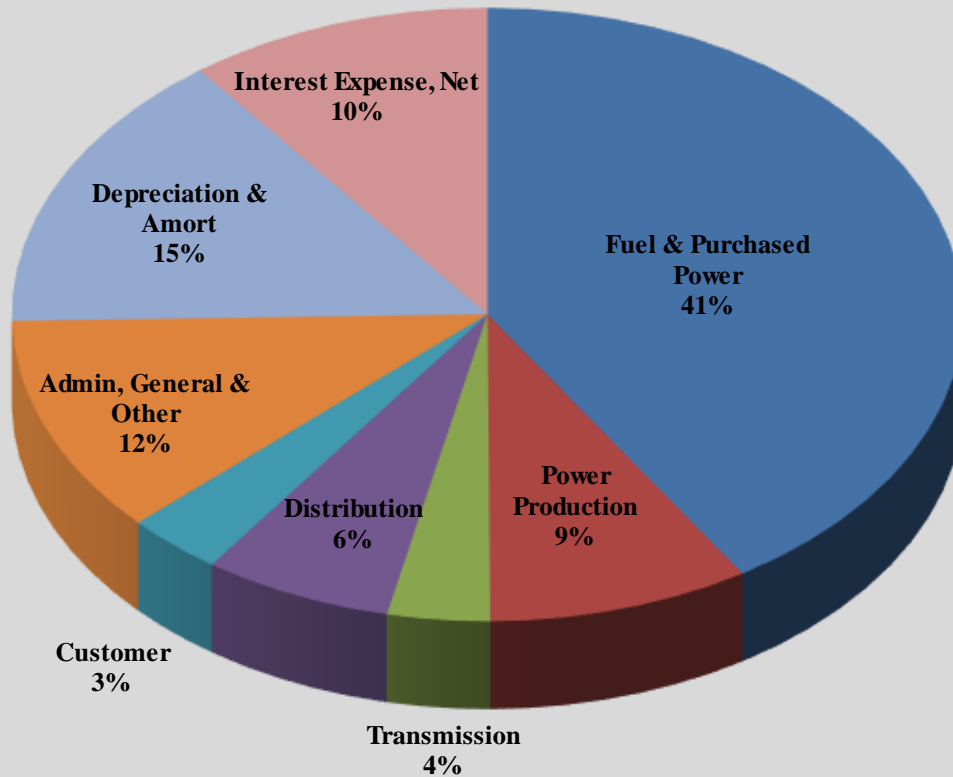
¹ Forecast based on 1 month actual and 11 month forecast

² Forecast has been adjusted to reflect anticipated changes

STATEMENT OF OPERATIONS

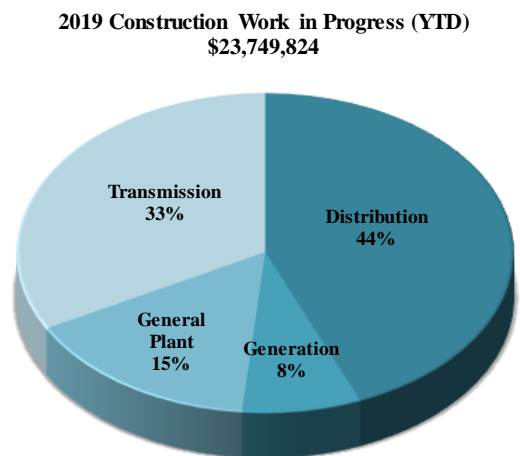
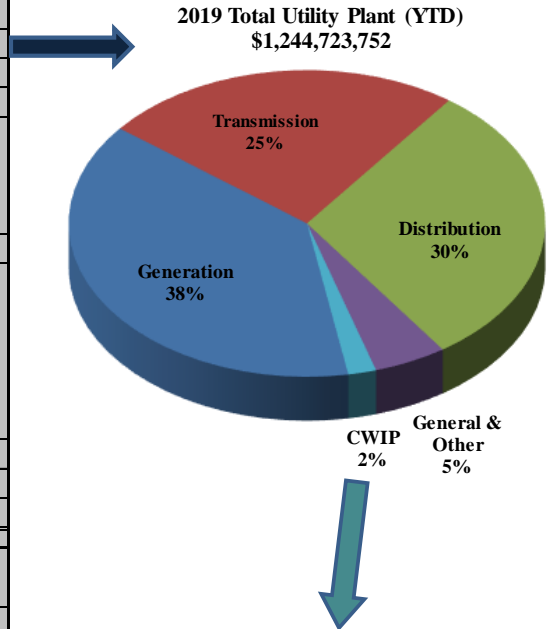
CATEGORY	2019 MTD ACTUAL	2019 MTD BUDGET	2019 MTD VARIANCE
Operating Revenue and Patronage Capital	\$ 17,928,444	\$ 16,896,446	\$ 1,031,998
Fuel and Purchased Power Expense	7,076,501	6,258,795	817,706
Power Production Expense	1,537,404	1,624,222	(86,818)
Transmission Expense	602,150	780,940	(178,790)
Distribution Expense	1,110,755	1,160,485	(49,730)
Customer Expense	566,737	528,100	38,637
Administrative, General and Other	1,991,819	1,984,782	7,037
Depreciation & Amortization Expense	2,588,652	2,540,983	47,669
Interest Expense, Net	1,785,690	1,725,916	59,774
Total Cost of Electric Service	\$ 17,259,708	\$ 16,604,223	\$ 655,485
Patronage Capital & Operating Margins	\$ 668,736	\$ 292,223	\$ 376,513
Non-Operating Margins - Interest	51,805	52,481	(676)
Allowance for Funds Used During Construction	16,510	14,846	1,664
Non-Operating Margins - Other	12,939	-	12,939
Patronage Capital or Margins	\$ 749,990	\$ 359,550	\$ 390,440

Total Cost of Electric Service (MTD Actual)



BALANCE SHEET

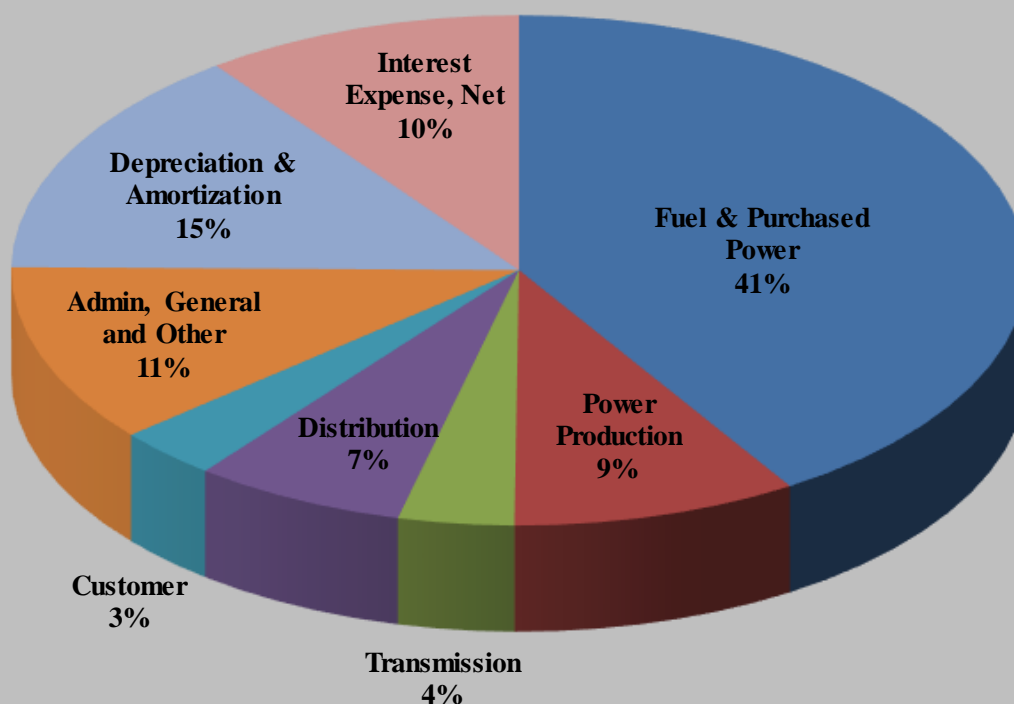
ASSETS & OTHER DEBITS	2/28/2019	12/31/18
Electric Plant in Service	1,220,973,928	1,216,663,092
Construction Work in Progress	23,749,824	17,272,307
Total Utility Plant	\$ 1,244,723,752	\$ 1,233,935,399
Accum. Prov. for Depreciation/Amortization	(533,423,226)	(529,099,451)
Net Utility Plant	\$ 711,300,526	\$ 704,835,948
Nonutility Property - Net	76,889	76,889
Investment in Assoc. Organizations	8,570,046	8,570,046
Special Funds	1,901,444	1,890,221
Restricted Cash & Other Investments	108,000	108,000
Total Other Property & Investments	\$ 10,656,379	\$ 10,645,156
Cash, Marketable Securities & Other	11,945,435	12,423,578
Special Deposits/Restricted Cash	1,271,724	1,268,274
Accounts Receivable - Net	29,198,072	31,165,249
Materials and Supplies, Fuel Stock	26,237,201	28,175,563
Prepayments	3,938,896	2,227,117
Other Current & Accrued Assets	315,366	241,279
Total Current & Accrued Assets	\$ 72,906,694	\$ 75,501,060
Deferred Debits	37,947,584	37,668,424
Total Assets & Other Debits	\$ 832,811,183	\$ 828,650,588
LIABILITIES & OTHER CREDITS	2/28/2019	12/31/18
Memberships	1,751,732	1,748,172
Pat. Capital, Margins & Equities	195,135,486	192,776,522
Total Margins & Equities	\$ 196,887,218	\$ 194,524,694
Long-Term Debt - Bonds	398,416,664	398,416,664
Long-Term Debt - Other	33,940,006	33,972,000
Unamortized Debt Issuance Costs	(2,411,683)	(2,425,247)
Total Long-Term Debt	\$ 429,944,987	\$ 429,963,417
Notes Payable	82,792,030	87,608,667
Accounts Payable	14,857,289	9,538,749
Consumer Deposits	4,499,128	4,845,611
Other Current & Accrued Liabilities	33,928,992	32,853,659
Total Current & Accrued Liabilities	\$ 136,077,439	\$ 134,846,686
Deferred Compensation	1,359,878	1,359,878
Other Liabilities, Non-Current	612,816	580,841
Deferred Liabilities	812,635	764,834
Patronage Capital Payable	3,393,253	3,393,253
Cost of Removal Obligation	63,722,957	63,216,985
Total Liabilities & Other Credits	\$ 832,811,183	\$ 828,650,588



**COMPARATIVE FINANCIAL REPORT
STATEMENT OF OPERATIONS
CURRENT YTD ACTUAL TO BUDGET VARIANCE**

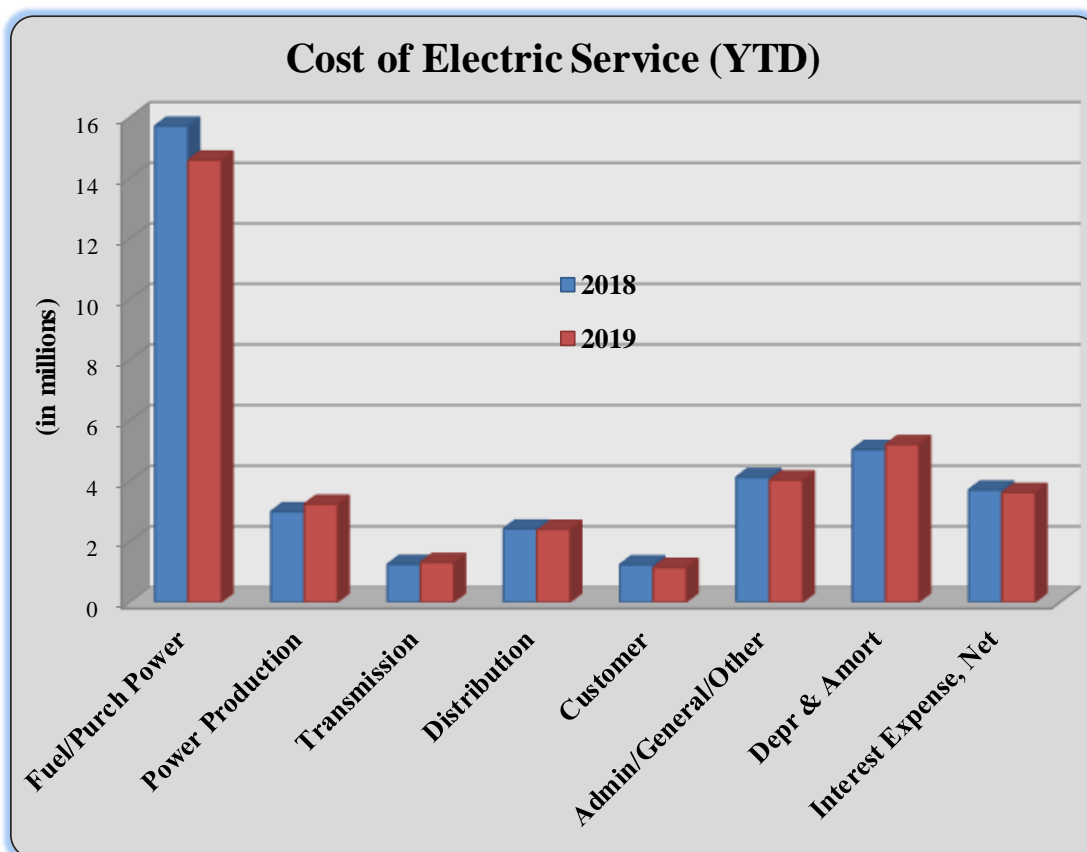
CATEGORY	2019 YTD ACTUAL	2019 YTD BUDGET	2019 YTD VARIANCE
Operating Revenue and Patronage Capital	\$ 37,688,592	\$ 36,431,923	\$ 1,256,669
Fuel and Purchased Power Expense	14,587,974	13,626,116	961,858
Power Production Expense	3,232,303	3,377,293	(144,990)
Transmission Expense	1,310,412	1,361,829	(51,417)
Distribution Expense	2,403,298	2,518,349	(115,051)
Customer Expense	1,149,601	1,074,905	74,696
Administrative, General and Other	4,035,941	4,291,777	(255,836)
Depreciation & Amortization Expense	5,198,903	5,097,312	101,591
Interest Expense, Net	3,620,810	3,456,402	164,408
Total Cost of Electric Service	\$ 35,539,242	\$ 34,803,983	\$ 735,259
Patronage Capital & Operating Margins	\$ 2,149,350	\$ 1,627,940	\$ 521,410
Non-Operating Margins - Interest	107,032	104,962	2,070
Allowance Funds Used During Const.	29,663	29,692	(29)
Non-Operating Margins - Other	74,231	-	74,231
Patronage Capital or Margins	\$ 2,360,276	\$ 1,762,594	\$ 597,682
MFI/I	1.64	1.50	
TIER	1.70	1.52	

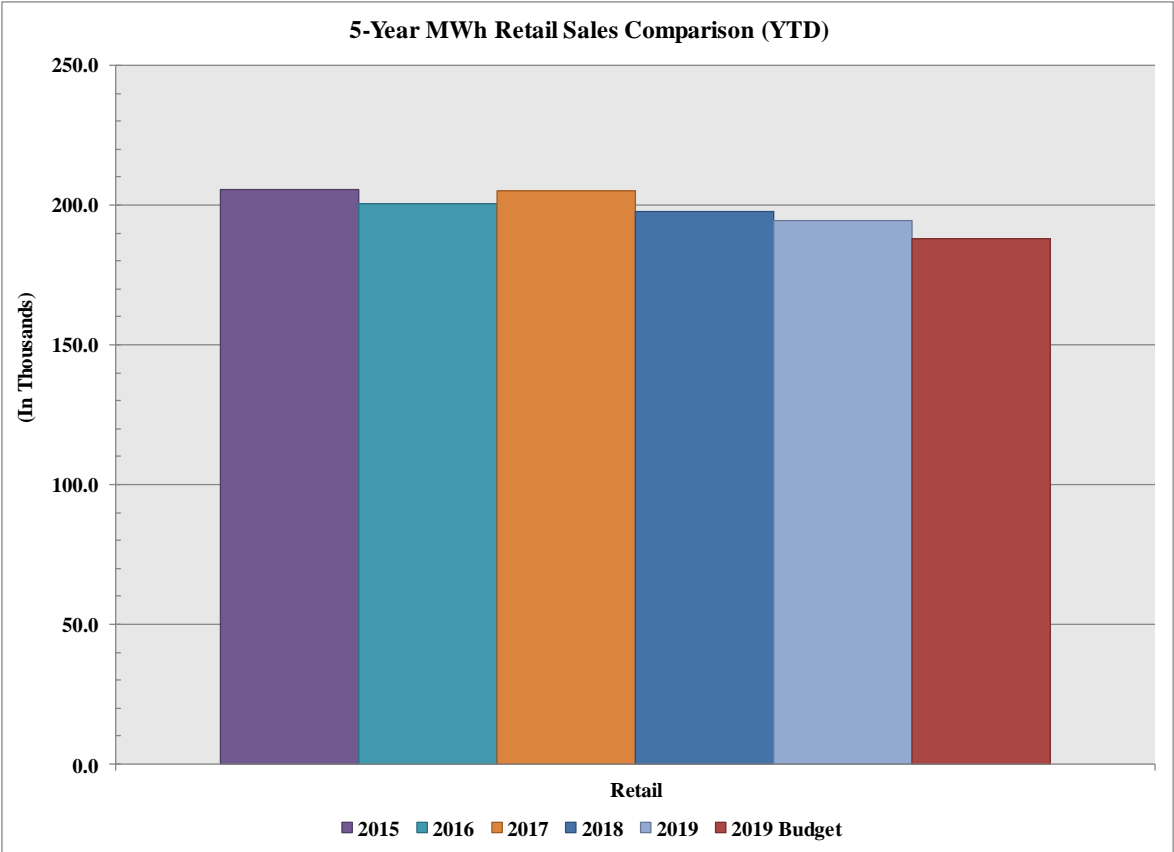
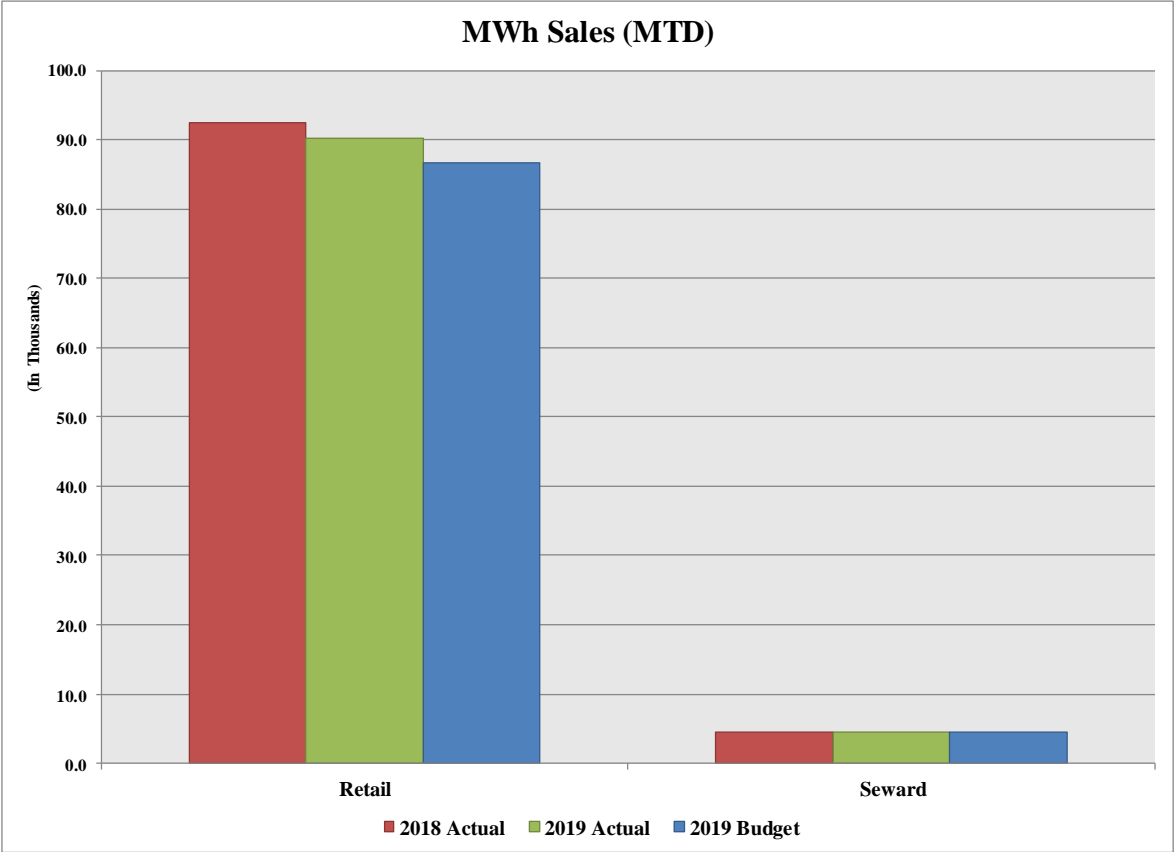
Total Cost of Electric Service (YTD Actual)

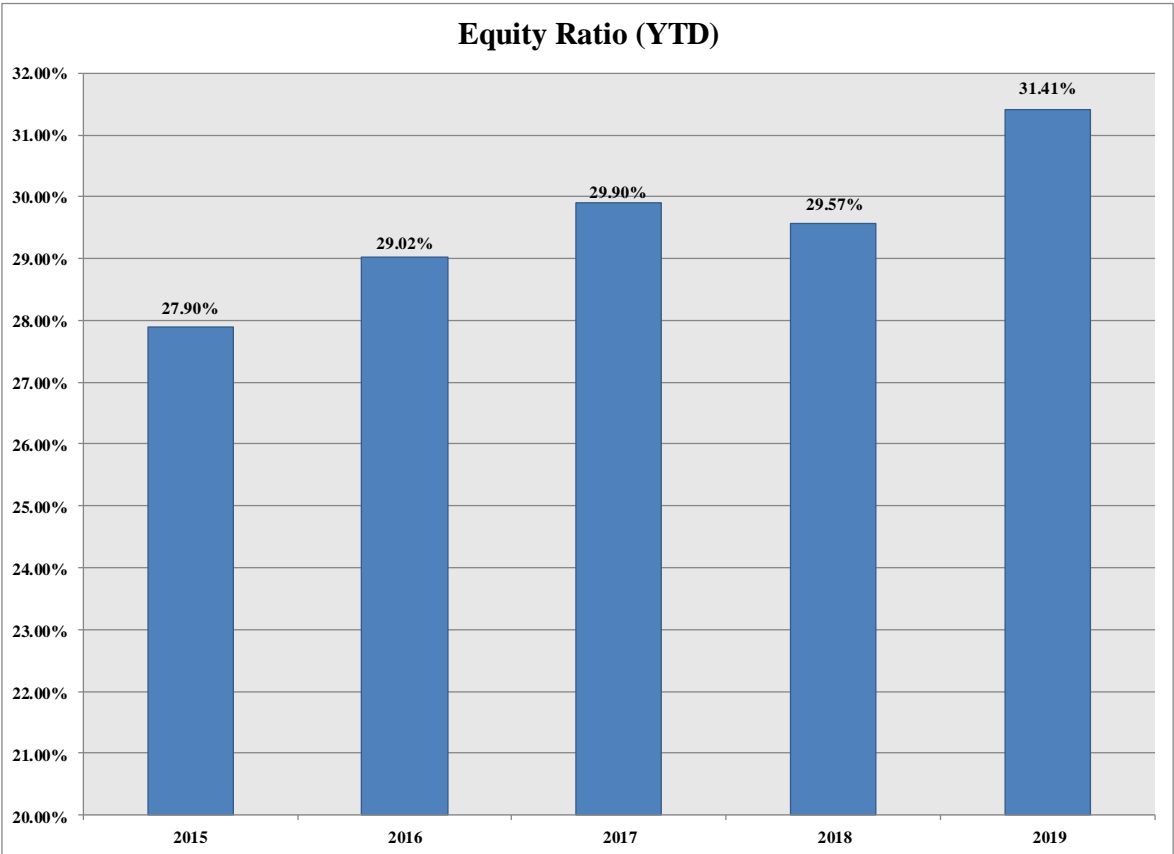
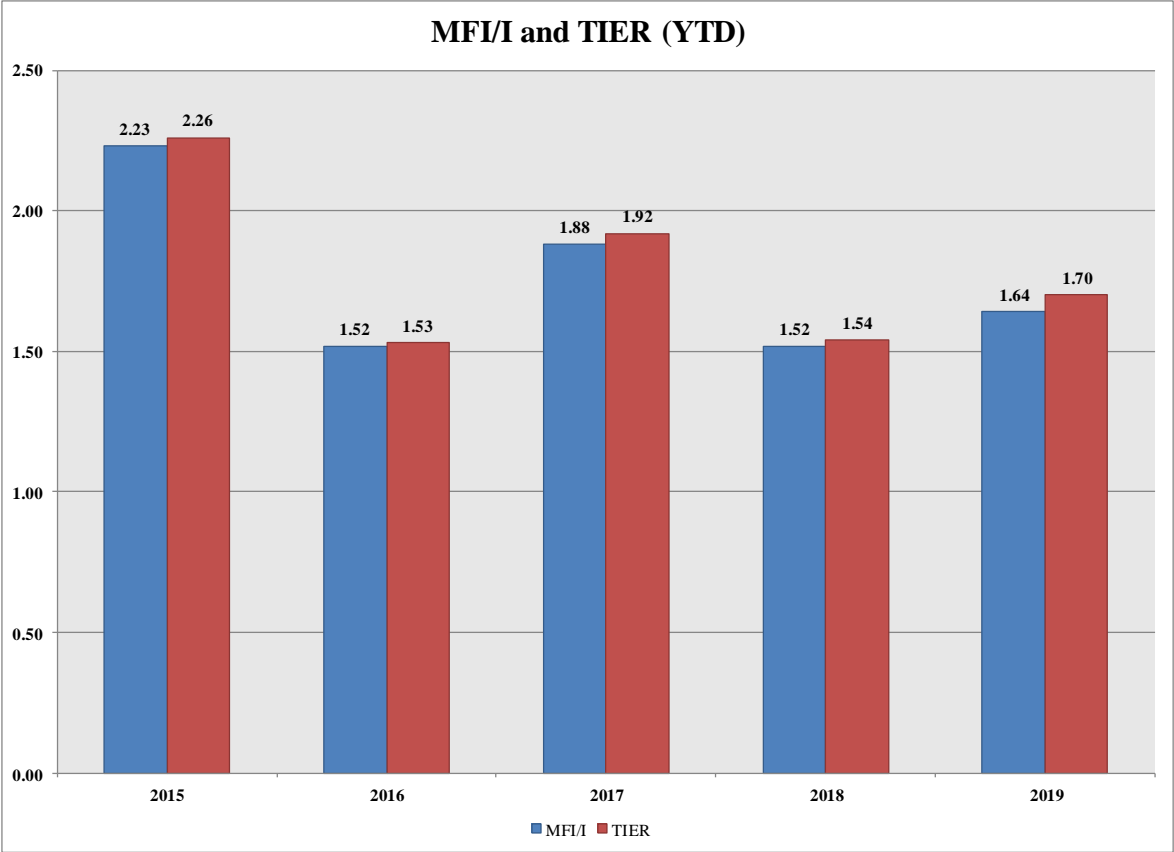


**COMPARATIVE FINANCIAL REPORT
STATEMENT OF OPERATIONS
CURRENT TO PRIOR YTD ACTUAL**

CATEGORY	2019 YTD ACTUAL	2018 YTD ACTUAL
Operating Revenue and Patronage Capital	\$ 37,688,592	\$ 38,329,050
Fuel and Purchased Power Expense	14,587,974	15,707,450
Power Production Expense	3,232,303	2,985,619
Transmission Expense	1,310,412	1,245,808
Distribution Expense	2,403,298	2,415,945
Customer Expense	1,149,601	1,234,664
Administrative, General and Other	4,035,941	4,117,065
Depreciation and Amortization Expense	5,198,903	5,032,409
Interest Expense, Net	3,620,810	3,703,000
Total Cost of Electric Service	\$ 35,539,242	\$ 36,441,960
Patronage Capital & Operating Margins	\$ 2,149,350	\$ 1,887,090
Non-Operating Margins - Interest	107,032	105,154
Allowance for Funds Used During Construction	29,663	15,604
Non-Operating Margins - Other	74,231	(74,649)
Patronage Capital or Margins	\$ 2,360,276	\$ 1,933,199
MFI/I	1.64	1.52
TIER	1.70	1.54







ENERGY SALES (kWh)

	<u>YTD Actual</u>	<u>YTD Budget</u>
Retail Energy Sales	194,529,973	188,139,319
Wholesale Energy Sales	<u>9,437,792</u>	<u>9,379,162</u>
Total Firm Energy Sales	203,967,765	197,518,481
Economy Energy Sales	<u>0</u>	<u>0</u>
Total Energy Sales	203,967,765	197,518,481

Firm energy sales totaled 203,967,765 kWh, which was a 3.3% favorable variance compared to budget. Retail energy sales were over budget 3.4% and wholesale energy sales were over budget by 0.6%, primarily due to colder than anticipated weather.

ENERGY REVENUE (in millions)

	<u>YTD Actual</u>	<u>YTD Budget</u>
Retail Revenue	\$ 35.7	\$ 34.8
Wholesale Revenue	<u>1.0</u>	<u>0.9</u>
Total Firm Revenue	36.7	35.7
Economy/Other Energy Revenue	0.0	0.0
Other Operating Revenue	<u>1.0</u>	<u>0.7</u>
Total Revenue	\$ 37.7	\$ 36.4

Revenue from firm sales totaled \$36.7 million compared to \$35.7 million in the budget. Firm revenue was higher than expected primarily due to higher than anticipated kWh sales and more purchased power costs recovered in revenue through the fuel and purchased power adjustment process.

Other operating revenue includes late fees, pole rental, wheeling, microwave, BRU royalties, miscellaneous service and other electric revenue. Other operating revenue totaled \$1.0 million compared to \$0.7 million in the budget, primarily due to higher than anticipated wheeling revenue.

FUEL AND PURCHASED POWER (in millions)

	<u>YTD Actual</u>	<u>YTD Budget</u>
Fuel	\$ 9.8	\$ 10.2
Purchased Power	<u>4.8</u>	<u>3.4</u>
Total	\$ 14.6	\$ 13.6

Fuel expense includes fuel, storage, transportation, and BRU operating costs. Fuel expense was \$9.8 million compared to \$10.2 million projected in the budget. This variance was primarily due to lower than anticipated storage expense and a lower average effective delivered price per MCF.

Actual fuel purchased for production was 1,337,276 MCF at an average effective delivered price of \$6.93 per MCF, compared to 1,104,418 MCF in the budget at an average effective delivered price of \$8.18 per MCF.

Purchased power expense represents energy purchased from Bradley Lake, Fire Island, and other utilities as needed, as well as costs associated with dispatching. Purchased power expense was \$4.8 million compared to \$3.4 million in the budget, due to higher than anticipated purchases at a higher average effective delivered price.

Actual energy purchased was 53,053 MWh at an average effective price of 7.83 cents per kWh compared to 40,803 MWh budgeted at an average effective price of 6.93 cents per kWh. Higher than anticipated purchases from ML&P resulted in a higher average effective price.

POWER PRODUCTION (in millions)

	<u>YTD Actual</u>	<u>YTD Budget</u>
Total Power Production	\$ 3.2	\$ 3.4

Power production expense was \$3.2 million compared to \$3.4 million in the budget. This favorable variance is primarily due to lower than anticipated maintenance costs at Beluga Power Plant and Eklutna. These savings were somewhat offset by higher than anticipated expense labor relating to earthquake assessment as well as higher amortization expense associated with the Cooper Lake dredging project.

TRANSMISSION OPERATIONS AND MAINTENANCE (in millions)

	<u>YTD Actual</u>	<u>YTD Budget</u>
Total Transmission	\$ 1.3	\$ 1.4

Transmission operations and maintenance expense was \$1.3 million compared to \$1.4 million in the budget, primarily due to lower than anticipated scheduled maintenance, clearing, and land lease fees. These were somewhat offset by a shift in substation and line operations labor from distribution as a result of earthquake assessment and repairs.

DISTRIBUTION OPERATIONS AND MAINTENANCE (in millions)

	<u>YTD Actual</u>	<u>YTD Budget</u>
Total Distribution	\$ 2.4	\$ 2.5

Distribution operations and maintenance expense was \$2.4 million compared to \$2.5 million in the budget. This favorable variance is primarily due to a shift in expense labor to transmission, lease costs, as well as lower materials and software expenses.

CONSUMER ACCOUNTS / CUSTOMER INFORMATION (in millions)

	<u>YTD Actual</u>	<u>YTD Budget</u>
Total Consumer / Customer Information	\$ 1.1	\$ 1.1

Consumer accounts and customer information expense was \$1.1 million compared to \$1.1 million in the budget, with no significant variance. Higher than anticipated credit card merchant fees were offset by lower than anticipated materials.

ADMINISTRATIVE, GENERAL AND OTHER (in millions)

	<u>YTD Actual</u>	<u>YTD Budget</u>
Administrative, General and Other	\$ 4.0	\$ 4.3

Administrative, general and other expense includes tax, donations, other deductions associated with preliminary survey and investigation charges of projects, and obsolete inventory write-offs that are not attributable to operating or maintenance accounts, which was \$4.0 million compared to \$4.3 million in the budget. This favorable variance was primarily due to lower than anticipated consulting costs associated with fuel management, accounting, and safety.

SUMMARY

Depreciation, interest, and interest during construction expense totaled \$8.8 million compared to \$8.6 million in the budget. The unfavorable variance compared to budget was primarily due to higher than anticipated interest expense on short-term borrowings of commercial paper as well as increased depreciation expense.

All of the foregoing expenses resulted in total cost of electric service of \$35.5 million compared to \$34.8 million in the budget.

Non-operating margins include allowance for funds used during construction (AFUDC), capital credit and patronage capital allocations, extraordinary items, and interest income. Non-operating margins totaled \$210.9 thousand compared to \$134.7 thousand in the budget primarily due to the gain in value of marketable securities.

The net result of revenue and expenses was margins of \$2.4 million compared to projected margins of \$1.8 million in the budget. The current forecast projects year-end margins of \$5.9 million, an MFI/I of 1.28, and TIER of 1.30.

COMPARATIVE FINANCIAL REPORT STATEMENT OF OPERATIONS YEAR-END FORECAST

CATEGORY	2019 APPROVED BUDGET	2019 YTD ACTUALS	2019 REVISED FORECAST
Operating Revenue and Patronage Capital	\$ 207,385,275	\$ 37,688,592	\$ 209,701,319 ^{1 2}
Fuel and Purchased Power Expense	76,788,722	14,587,974	77,750,580 ¹
Power Production Expense	20,297,640	3,232,303	20,297,640
Transmission Expense	7,442,254	1,310,412	7,442,254
Distribution Expense	15,695,623	2,403,298	15,695,623
Customer Expense	7,089,507	1,149,601	7,089,507
Administrative, General & Other	24,398,225	4,035,941	24,398,225
Depreciation and Amortization Expense	30,612,717	5,198,903	30,714,308 ¹
Interest Expense, Net	20,112,012	3,620,810	21,335,795 ^{1 2}
Total Cost of Electric Service	\$ 202,436,700	\$ 35,539,242	\$ 204,723,932
Patronage Capital & Operating Margins	\$ 4,948,575	\$ 2,149,350	\$ 4,977,387
Non-Operating Margins - Interest	629,772	107,032	631,842 ¹
Allowance for Funds Used During Construction	178,150	29,663	178,150
Non-Operating Margins - Other	-	74,231	74,231 ¹
Patronage Capital or Margins	\$ 5,756,497	\$ 2,360,276	\$ 5,861,610
MF/I	1.28	1.64	1.28
TIER	1.30	1.70	1.30

¹ Forecast based on 2 month actual and 10 month forecast

² Forecast has been adjusted to reflect anticipated changes

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

April 16, 2019

TO: Chugach Board of Directors
FROM: Lee D. Thibert, Chief Executive Officer
SUBJECT: *2019 State legislative session update*

The budget, including the balancing act between the size of the dividend and the amount budgeted for state government, continues to take much of the time available to legislators. Education funding and crime bills will also be areas of focus as the regular session winds down. The House and Senate each have ideas about the various amounts that should be budgeted for different departments, and reporting indicates their views are not exactly the same as those proposed by Governor Dunleavy.

PCE

As expected, the Governor introduced a pair of bills to repeal the Power Cost Equalization Endowment Fund and several other funds, with the balances to be transferred to the General Fund. The Senate version of the bill received two committee referrals. The House version was referred to five different committees, sending a strong signal that the legislation will have a tough time in that body.

“Road belt” transmission loop

HJR 10 has been passed out of both the House Energy and Resources committees. The resolution has been referred to House Rules to be scheduled for a vote by the House. The resolution would express the Legislature’s support for Alaska’s Congressional delegation to pursue development of new lines to link the Copper Valley and Tok areas to the Railbelt grid. Variants of the idea have been discussed for decades. Funding is a significant issue, with the lines estimated to cost \$200-300 million.

Nominees

A joint session of the House and Senate has been scheduled for April 17 to take action on the Governor’s nominees, including department heads.

Wildfire liability

An Alaska Power Association working group developed draft legislation to provide relief from wildfire liability in cases where vegetation outside a right of way or easement comes in contact with power lines. The proposal would amend an existing statute, AS 09.65.085 Civil Liability of Electric Utility. The APA board and managers were OK with a draft of the proposed statute change from the working group. APA will explore options for one or more sponsors for the bill(s) as well as the timing of its introduction. No significant action is expected before the 2020 session.

Willard E. Dunham Residence Hall

Senator Micciche introduced SB 100 to rename an existing building at the Alaska Vocational Technical Center in Seward in honor of Willard Dunham, former Seward Mayor and all-around Seward booster. Willard also served on the ARCTEC board for many years.

Session calendar

The Legislature has passed the 90-day statutory limit and is heading toward the 121-day constitutional limit. A bill passed last year will stop per diem payments after 121 days if the Legislature has not yet passed an operating budget. Members of each body have expressed the opinion they are on track to finish on time. It's not yet known whether or not one or more special sessions will follow adjournment of the regular session.

All Alaska Energy Project

AVEC CEO Meera Kohler was invited to make a presentation to the House Energy Committee on the idea of generating power on the North Slope with natural gas and then moving it around the state via a series of high-voltage, direct-current transmission lines. It is an idea she has discussed with various groups in recent years.

Legislation of interest

Bill	Primary sponsor	Short title	Referrals	Comments
HB 8	Rep Claman	EXCAVATOR LIABILITY	(H) JUD, RES	Would amend existing statutes regarding excavation around underground facilities. An excavator who requests a locate is not responsible for civil damages nor State penalty if the locate is either not done or is inaccurately marked.
HB 30	Rep Josephson	WORKERS' COMP: DEATH; PERM PARTIAL IMPAIR	(H) L&C , FIN	This bill would increase the compensation for a partial impairment and would require death benefits to be paid in prescribed sums to non-dependent family members or estates of workers with no spouse or dependents, among other changes.
HB 32	Rep Kreiss-Thompkins	AK ENERGY EFFICIENCY LOANS: ELIGIBILITY	(H) CRA , FIN	Would add tribes and certain tax-exempt entities to the list of those eligible

				for loans from the Alaska Energy Efficiency Revolving Loan Fund.
HB 87	Rep Thompson	LIQUEFIED NATURAL GAS STORAGE TAX CREDIT	(H) ENE , FIN	Would extend by 18 months (to June 30, 2021) the deadline to complete an LNG storage project and receive a tax credit already allowed in statute. Companion to SB 77.
HB 99	Rep Edgmon	NUYAKUK RIVER FALLS: HYDROELECTRIC SITE	(H) FIS, RES	Would allow the amendment of the management plan for the Wood-Tikchik State Park to permit the development and operation of a hydroelectric site at the Nuyakuk River Falls.
HB 130	House Rules by request of the Governor	REPEALING FUNDS; COMMUNITY ASSISTANCE	(H) ENE, EDC, CRA, JUD, FIN	Would repeal the Power Cost Equalization Endowment Fund and several other funds, with the balances to be transferred to the General Fund.
HJR 10	Rep Talerico	SUPPORTING ROAD BELT ELECTRICAL LINE	(H) ENE , RES , RLS	A resolution expressing support for additional transmission and subtransmission lines to link the Copper Valley and Tok areas to the Railbelt grid. Encourages members of the Congressional contingent to pursue development.
SB 48	Sen Begich	ENERGY POLICY: PUB. BLDGS/CLEAN ENERGY	(S) CRA, RES	Says the state energy policy is that by 2025 at least 50 percent of the energy used by the state and state-funded facilities come from clean energy sources.
SB 49	Sen Begich	ENERGY EFFICIENCY OF PUBLIC BUILDINGS	(S) CRA, STA	Expresses the goal that by 2025 the state enter into \$100,000 of energy service performance contracts to retrofit public facilities and school buildings to achieve net savings in energy costs

				within 15 years. Also calls for energy audits of public facilities.
SB 51	Senate Resources	NATL. RES. WATER NOMINATION/ DESIGNATION	(S) RES, FIN	Water of the state must be approved by the legislature before it can be designated “outstanding national resource water”. The state departments of Natural Resources, Fish & Game and Environmental Conservation must agree to recommendations.
SB 77	Sen Bishop	LIQUEFIED NATURAL GAS STORAGE TAX CREDIT	(S) FIN	Would extend by 18 months (to June 30, 2021) the deadline to complete an LNG storage project and receive a tax credit already allowed in statute. Companion to HB 87.
SB 81	Sen Hughes	TELEPHONE COOPERATIVES; TELECOMMUNICATIONS	(S) L&C	This effort to modernize AS 10.25, the “Electric & Telephone Cooperative Act” is led by the telecommunications industry. Most of the proposed edits seek to recognize the fact that these companies provide offerings beyond telephone service.
SB 91	Sen Hoffman	NUYAKUK RIVER: HYDROELECTRIC SITE	(S) RES, FIN	Companion to HB 99
SB 110	Senate Rules by request of the Governor	REPEALING FUNDS; COMMUNITY ASSISTANCE	(S) CRA, FIN	Companion to HB 130

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

REGULAR BOARD OF DIRECTORS' MEETING
AGENDA ITEM SUMMARY

April 24, 2019

ACTION REQUIRED

AGENDA ITEM NO. X.A.

<u> </u>	Information Only
<u> X </u>	Motion
<u> X </u>	Resolution
<u> </u>	Executive Session
<u> </u>	Other

TOPIC

2019 Wholesale Capital Credit Retirement Payment

DISCUSSION

The attached resolution authorizes a retirement payment of capital credits to HEA, MEA and Seward.

The Board of Directors has determined that this retirement payment will not impair the financial condition of the Association.

The amount of the retirement payment to HEA, MEA and Seward is \$2,000,000, \$6,080,914.54 and \$281,043.46, respectively.

MOTION

Move that the Board of Directors approve the attached resolution authorizing a capital credit retirement payment to HEA, MEA and Seward of \$2,000,000, \$6,080,914.54 and \$281,043.46, respectively. This capital credit retirement payment will be distributed immediately.

RESOLUTION

Wholesale Capital Credit Retirement Payment

WHEREAS, the Board of Directors desires to proceed with a wholesale capital credit retirement payment to HEA, MEA and Seward; and

WHEREAS, the Board of Directors has determined that this retirement payment will not impair the financial condition of the Association;

NOW THEREFORE BE IT RESOLVED, Chugach establishes the amount of the payment to HEA, MEA and Seward of \$2,000,000, \$6,080,914.54 and \$281,043.46, respectively.

BE IT FURTHER RESOLVED, that the retirement payments will be distributed immediately.

CERTIFICATION

I, Stuart Parks, do hereby certify that I am the Secretary of Chugach Electric Association, Inc., an electric non-profit cooperative membership corporation organized and existing under the laws of the State of Alaska: that the foregoing is a complete and correct copy of a resolution adopted at a meeting of the Board of Directors of this corporation, duly and properly called and held on the 24th day of April, 2019; that a quorum was present at the meeting; that the resolution is set forth in the minutes of the meeting and has not been rescinded or modified.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of this corporation the 24th day of April, 2019.

Secretary

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

REGULAR BOARD OF DIRECTORS' MEETING
AGENDA ITEM SUMMARY

April 24, 2019

ACTION REQUIRED

AGENDA ITEM NO. X.B.

<u> </u>	Information Only
<u> X </u>	Motion
<u> </u>	Resolution
<u> </u>	Executive Session
<u> </u>	Other

TOPIC

IMO Professional Service Contract Extension for RGP

DISCUSSION

This motion is to receive approval of funding for M&A management and change management services for the integration program. The funding request is greater than \$1.0 million and requires Board approval. Chugach has a professional services agreement with Resources Global Professionals (RGP), has been actively engaged with RGP to manage the integration program and would like to continue retaining RGP to finish and implement the Integration Work Plan.

The Chugach-RGP agreement currently has a not-to-exceed amount of \$655,200.00 for the period of February 18, 2019 through May 10, 2019. Chugach would like to increase the funding by \$1,677,648.00 for the period from May 11, 2019 through October 1, 2019. The total contract amount is \$2,332,848.00 and within funding including in the 2019-2023 Five-Year Capital Improvement Plan as approved by the Board on December 19, 2018.

MOTION

Move that the Board of Directors authorize the Chief Executive Officer to execute an extension of the IMO Professional Service Contract with RGP for consulting services to increase the funding by \$1,677,648.00 for the period from May 11, 2019 through October 1, 2019, not-to-exceed total contract amount of \$2,332,848.00.

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

REGULAR BOARD OF DIRECTORS' MEETING
AGENDA ITEM SUMMARY

April 24, 2019

ACTION REQUIRED

AGENDA ITEM NO. X.C.

<u> </u>	Information Only
<u> X </u>	Motion
<u> </u>	Resolution
<u> </u>	Executive Session
<u> </u>	Other

TOPIC

2018 Chief Executive Officer Evaluation and Compensation

DISCUSSION

At the March 26, 2019 and April 22, 2019, Operations Committee Meeting, the Committee discussed the 2018 Chief Executive Officer Evaluation and Compensation. As part of the discussion in executive session and to comply with SEC reporting requirements, the motion the board passes in regard to the CEO compensation package needs to include the following information:

- the amount
- who was involved in the decision (within Chugach, or outside - this would include a compensation consultant)
- how the amount was determined
- were there any goals or targets (either individual or company wide they used to evaluate him on; amount not tied directly to each goal is determined to be discretionary)
- timeline(s) (for payment, measurement, evaluation)
- any gross up

MOTION

Move that the Board of Directors approve the 2018 CEO evaluation and compensation. A merit increase in the amount of ____% of base salary, and a performance payment in the amount of ____% of base salary is authorized by the Board of Directors. This amount was determined without input from an outside compensation consultant. The amount was based on companywide and individual goals that were previously developed and discussed and supplemented by the Board of the Directors during Executive Session. The amount was tied directly to these individual and companywide goals. The timeline for payment is on or before May 1, 2019 and does not include any gross up.

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

REGULAR BOARD OF DIRECTORS' MEETING
AGENDA ITEM SUMMARY

April 24, 2019

ACTION REQUIRED

AGENDA ITEM NO. X.D.

<u> </u>	Information Only
<u> X </u>	Motion
<u> </u>	Resolution
<u> </u>	Executive Session
<u> </u>	Other

TOPIC

2019 Chief Executive Officer Key Performance Indicators

DISCUSSION

At the March 26, 2019, and April 22, 2019, Operations Committee Meeting, the Committee discussed the 2019 Chief Executive Officer Key Performance Indicators in executive session.

MOTION

Move that the Board of Directors approve the 2019 Chief Executive Officer Key Performance Indicators as discussed in executive session.