



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

**REGULAR BOARD OF DIRECTORS' MEETING**

**AGENDA**

Bettina Chastain, Chair  
Rachel Morse, Vice Chair  
Harold Hollis, Treasurer  
James Henderson, Secretary

Sam Cason, Director  
Mark Wiggin, Director  
Erin Whitney, Director

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**May 26, 2021**

**4:00 p.m.**

**Chugach Board Room**


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- I. CALL TO ORDER (4:00 p.m.)
  - A. Pledge of Allegiance
  - B. Roll Call
  - C. Safety Minute – “Questions to Ask Before a Work Task” (Andrews)
- 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 Virtual Federal Legislative Conference (June 15-17, 2021, Virtual)
  - C. Minutes
    - 1. April 28, 2021, Regular Board of Directors’ Meeting (Bigelow/Quezon)
    - 2. May 18, 2021, Regular Board of Directors’ Meeting (Bigelow)
  - D. Director Expenses
  - E. UHF Land Mobile Radio System Replacement Phase II Contract Authorization (Johnson/Hickey)
  - F. Daves Creek 352 Reliability Improvements-Phase I Project Authorization (Laughlin/Hickey)
  - G. May 1, 2021 - April 30, 2022 Chief Executive Officer – Project Specific Initiatives and Priority Area Goals (Board)
  - H. Approve Amendment to Board Policy 207 – Audit and Finance Committee (Highers)
- V. CEO REPORTS AND CORRESPONDENCE (4:15 p.m.)
  - A. 2021 State Legislative Update (Steyer) (4:15 p.m.)
  - B. Board Policy Scheduled Tasks/Reports (Board/Staff) (4:25 p.m.)

- VI. DIRECTOR REPORTS (4:35 p.m.)
- A. *Alaska Power Association (APA) Report*
  - B. *Alaska Railbelt Cooperative Transmission & Electric Company (ARCTEC) Report*
  - C. *Renewable Energy Alaska Project (REAP) Report*
  - D. *Board Committee Reports (Audit and Finance, Operations & Governance)*
  - E. *Other Meeting Reports*
- VII. UNFINISHED BUSINESS (none)
- VIII. NEW BUSINESS\* (scheduled) (4:55 p.m.)
- A. *Discussion - Board Officer Election Procedures (Foster) (4:55 p.m.)*
  - B. *Board of Directors - Election of Officers\* (Board) (5:05 p.m.)*
  - C. *Adopt 2021-2022 Calendar of Regular Meetings of the Board of Directors\* (Owens/Thibert) (5:20 p.m.)*
  - D. *Appointment of REAP Member and Alternate Representatives\* (Board) (5:25 p.m.)*
  - E. *Appointment of APA Member and Alternate Representatives\* (Board) (5:35 p.m.)*
  - F. *Appointment of ARCTEC Member, Management and Alternate Representatives\* (Board) (5:45 p.m.)*
- IX. EXECUTIVE SESSION\* (scheduled) (6:00 p.m.)
- A. *Railbelt Reliability Council (RRC) Regulations Update (6:00 p.m.)*
  - B. *Board Budget Discussion (6:30 p.m.)*
  - C. *Beluga River Unit (BRU) Development Planning (7:00 p.m.)*
- X. NEW BUSINESS\*\* (scheduled) (7:15 p.m.)
- A. *Beluga River Unit (BRU) Development Planning\*\* (Fouts)*
- XI. DIRECTOR COMMENTS (7:20 p.m.)
- XII. ADJOURNMENT\* (7:30 p.m.)

\* *Denotes Action Items*

\*\* *Denotes Possible Action Items*

A photograph of a worker in a hard hat standing inside a large tunnel. The tunnel walls are lined with metal mesh and pipes. The scene is overlaid with colorful, wavy, abstract shapes in shades of red, orange, yellow, green, and blue. The text is centered in the upper half of the image.

# ENSURING YOUR SAFETY: QUESTIONS TO ASK YOURSELF BEFORE PERFORMING A WORK TASK



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Do I understand the work task?

---

Do I understand the hazards associated with the work?

---

What can injure me?

---

Do I have the necessary training needed for the task?

---

Do I have all the tools needed to do the job?

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Are the right personnel involved in the task?



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- XI. DIRECTOR COMMENTS (7:20 p.m.)
- XII. ADJOURNMENT\* (7:30 p.m.)

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\*\* *Denotes Possible Action Items*

# May 2021

May 2021							June 2021						
Su	Mo	Tu	We	Th	Fr	Sa	Su	Mo	Tu	We	Th	Fr	Sa
						1			1	2	3	4	5
2	3	4	5	6	7	8	6	7	8	9	10	11	12
9	10	11	12	13	14	15	13	14	15	16	17	18	19
16	17	18	19	20	21	22	20	21	22	23	24	25	26
23	24	25	26	27	28	29	27	28	29	30			
30	31												

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
Apr 25	26	27	28	29	30	May 1
2	3	4 12:00pm CEO Evaluation Committee (Morse, Chastain,) 5:30pm Election Committee Meeting (Morse) (Boardroom) -	5 3:30pm Video - Treasurer's Report (Hollis) (Gonzalez Marketing (2804 W. Northern Lights)) - Connie Owens	6 2:00pm Mtg w/Tom Walsh (PRA - BRU Development) (Wiggin) (South White CR (previously known as Engineering Conference	7 11:00am CEO Evaluation Committee (Morse, Chastain, Hollis) (Teleconference) - Connie Owens	8
9	10	NWPPA Annual Meeting (May 11-13) (Virtual)			14	15
		11 4:00pm CEO Evaluation Cmte Mtg w/Lee (Morse, Chastain,) 5:30pm Election Committee Mtg (Morse)	12 4:00pm Operations Committee Meeting (StarLeaf Cloud) - Connie Owens	13 3:30pm REAP Public Policy Committee (Morse/Wiggin) (Zoom Meeting)		
16	17 1:30pm Mtg w/Harold (Review Finance Cmte Packet) (SH Office) 2:30pm APA member pre-DOT meeting (Microsoft Teams Meeting) - Crystal	18 5:30pm 2021 Chugach Electric virtual Annual Meeting and Regular Meeting of the Board of Directors (https://meet.star	19 4:00pm Audit and Finance Committee Meeting (BoardroomCR)	20 9:00am Review Board Packet w/Chair 2:30pm Mtg w/Erin Whitney (iPad/Paperwork) 3:00pm APA: AK DOT - Utility	21	22
23	24 9:00am Chastain/Hollis/Whitney (Rustic Goat) - Connie Owens	25	26 4:00pm Regular Board of Directors Meeting (Boardroom) - CCBOD	27	28 8:00am 1:1 w/Whitney & Thibert (LDT's Office) - Connie 9:00am Tour of South Facilities (Whitney) (LDT's Office) - Connie	29
30	31 Memorial Day	Jun 1	2	3	4	5

# June 2021

June 2021						July 2021							
Su	Mo	Tu	We	Th	Fr	Sa	Su	Mo	Tu	We	Th	Fr	Sa
		1	2	3	4	5					1	2	3
6	7	8	9	10	11	12	4	5	6	7	8	9	10
13	14	15	16	17	18	19	11	12	13	14	15	16	17
20	21	22	23	24	25	26	18	19	20	21	22	23	24
27	28	29	30				25	26	27	28	29	30	31

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
May 30	31	<b>Jun 1</b> 3:30pm REAP Public Policy Committee (RPS) (Wiggin/Morse)	2	3	4	5
6	7	8	4:00pm Operations Committee Meeting (BoardroomCR) - Connie Owens	10	11	12
13	14	3:30pm REAP Public Policy Committee (RPS) (Wiggin/Morse)	4:00pm Governance Committee Meeting (Board Room CR) - CCBOD	17	9:30am Review Board Packet w/Chair	19
20 11:00am Chugach Annual Picnic (Alaska Zoo) - Connie Owens	21	22	23 4:00pm Regular Board of Directors Meeting (BoardromCR) - Connie Owens	24	25	26
27	28	29	30	Jul 1	2	3



# July 2021

July 2021						August 2021							
Su	Mo	Tu	We	Th	Fr	Sa	Su	Mo	Tu	We	Th	Fr	Sa
				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	31	29	30	31				

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
Jun 27	28	29	30	Jul 1	2	3
4 4th of July	5 Observance 4th of July	6	7	8	9	10
11	12	13	14 4:00pm Operations Committee Meeting (BoardroomCR) - Connie Owens	15	16	17
18	19	20	21 4:00pm Audit and Finance Committee (Internal Controls Workshop) (Board Room CR) - Connie Owens	22	23 9:30am Review Board Packet w/Chair	24
25	26	27	28 4:00pm Board of Directors Meeting (Regular Board Meeting) - CCBOD	29	30	31

# August 2021

August 2021

Su	Mo	Tu	We	Th	Fr	Sa
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 2021

Su	Mo	Tu	We	Th	Fr	Sa
			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
Aug 1	2	3	4	5	6	7
8	9	10	11 4:00pm Operations Committee Meeting (BoardroomCR) - Connie Owens	12	13	14
15	16 4:00pm Audit and Finance Committee Meeting (BoardroomCR) - Connie Owens	17-20: APA Annual Meeting (Land's End Resort) (Homer, AK) - Connie Owens				21
22	23 9:30am Review Board Packet w/Chair	24	25 4:00pm Regular Board of Directors Meeting (BoardroomCR) - Connie Owens	26	27	28
29	30	31	Sep 1	2	3	4

# September 2021

September 2021

Su	Mo	Tu	We	Th	Fr	Sa
			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		

October 2021

Su	Mo	Tu	We	Th	Fr	Sa
						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	
Aug 29	30	31	Sep 1	2	3	4	
5	6 Labor Day	7	8 4:00pm Operations Committee Meeting (BoardroomCR) - Connie Owens	9	10	11	
12	13	14	15 4:00pm Governance Committee Meeting (Board Room CR) - CCBOD	16	17 9:30am Review Board Packet w/Chair	18	
19	20	21	22 4:00pm Regular Board of Directors Meeting (Boardroom)	23	24	25	
26	27	NRECA Region IX (Meeting Dates: Sept 28-30 - Director Education 9/28) (Las Vegas, NV)				Oct 1	2

# October 2021

October 2021						
Su	Mo	Tu	We	Th	Fr	Sa
					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						

November 2021						
Su	Mo	Tu	We	Th	Fr	Sa
	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
Sep 26	27	28	29	30	Oct 1	2
3	4	5	6	7	8	9
10	11	12	13 4:00pm Operations Committee Meeting (Board Room CR) - Connie Owens	14	15	16
17	18	19	20	21	22 9:30am Review Board Packet w/Chair	23
24	25	26	27 4:00pm Regular Board of Directors Meeting (BoardroomCR) - Connie Owens	28	29	30
31	Nov 1	2	3	4	5	6

# November 2021

November 2021

Su	Mo	Tu	We	Th	Fr	Sa
	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				

December 2021

Su	Mo	Tu	We	Th	Fr	Sa
			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
Oct 31	Nov 1	2	3	4	5	6
7	8	9	10 4:00pm Operations Committee Meeting (BoardroomCR) - Connie Owens	11	12	13
14	15 4:00pm Audit Committee Meeting (Budget) (BoardroomCR) - Connie Owens	16 4:00pm Audit and Finance Committee (10Q) (BoardroomCR) - Connie Owens	17	18	19 9:30am Review Board Packet w/Chair	20
21	22 4:00pm Regular Board of Directors Meeting (BoardroomCR) - Connie Owens	23	24	25 Thanksgiving Holiday	26	27
28	29	30	Dec 1	2	3	4

# December 2021

December 2021

Su	Mo	Tu	We	Th	Fr	Sa
			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	

January 2022

Su	Mo	Tu	We	Th	Fr	Sa
						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
Nov 28	29	30	Dec 1 4:00pm Governance Committee Meeting (Board Room CR) - CCBOD	2	3	4
5	6	7	8 4:00pm Operations Committee Meeting (BoardroomCR) - Connie Owens	9 9:30am Review Packet w/Chair	10-11 Directors Winter School (12/10-12/14) (Nashville, TN)	
12-13 Directors Winter School (12/10-12/14) (Nashville, TN)			15 4:00pm Regular Board of Directors Meeting (BoardroomCR) - Connie Owens	16	17	18
19	20	21	22	23-24 Christmas Holiday Observed		25 Christmas Day
26	27	28	29	30-31 New Year's Holiday Observed		Jan 1, 22

# January 2022

January 2022

Su	Mo	Tu	We	Th	Fr	Sa
						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 2022

Su	Mo	Tu	We	Th	Fr	Sa
		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					

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
Dec 26	27	28	29	30	31	Jan 1, 22 New Years Day
2	3	4	5	6	7	8
9	10	11	12 4:00pm Operations Committee Meeting (BoardRoomCR)	13	14	15
16	17	18	19	20	21 9:30am Review Board Packet w/Chair (LDT's Office)	22
23	24	25	26 4:00pm Regular Board of Directors Meeting (Boardroom)	27	28	29
30	31	Feb 1	2	3	4	5

# February 2022

February 2022

Su	Mo	Tu	We	Th	Fr	Sa
		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					

March 2022

Su	Mo	Tu	We	Th	Fr	Sa
		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
Jan 30	31	Feb 1	2	3	4	5
6	7	8	9 4:00pm Operations Committee Meeting	10	11	12
13	14	15	16 4:00pm Governance Committee Meeting (Board Room CR) - CCBOD	17	18 9:30am Review Board Packet w/Chair	19
20	21	22	23 4:00pm Regular Board of Directors Meeting (Boardroom)	24	25	26
27	28	Mar 1	2	3	4	5



# March 2022

March 2022							April 2022						
Su	Mo	Tu	We	Th	Fr	Sa	Su	Mo	Tu	We	Th	Fr	Sa
		1	2	3	4	5						1	2
6	7	8	9	10	11	12	3	4	5	6	7	8	9
13	14	15	16	17	18	19	10	11	12	13	14	15	16
20	21	22	23	24	25	26	17	18	19	20	21	22	23
27	28	29	30	31			24	25	26	27	28	29	30

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
Feb 27	28	Mar 1	2	3	4	5
NRECA Annual Meeting (March 3-9, 2022) (Nashville, TN) - Connie Owens						
6	7	8	9	10	11	12
NRECA Annual Meeting (March 3-9, 2022) (Nashville, TN) - Connie Owens						
13	14	15	16	17	18	19
			4:00pm Operations Committee Meeting		9:30am Review Board Packet w/Chair	
20	21	22	23	24	25	26
			4:00pm Regular Board of Directors Meeting (Boardroom)			
27	28	29	30	31	Apr 1	2

# April 2022

April 2022						May 2022							
Su	Mo	Tu	We	Th	Fr	Sa	Su	Mo	Tu	We	Th	Fr	Sa
					1	2	1	2	3	4	5	6	7
3	4	5	6	7	8	9	8	9	10	11	12	13	14
10	11	12	13	14	15	16	15	16	17	18	19	20	21
17	18	19	20	21	22	23	22	23	24	25	26	27	28
24	25	26	27	28	29	30	29	30	31				

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
Mar 27	28	29	30	31	Apr 1	2
3	4	5	6	7	8	9
10	11	12	13 4:00pm Operations Committee Meeting	14	15	16
17	18	19	20 4:00pm Governance Committee Meeting	21	22 9:30am Review Board Packet w/Chair	23
24	25	26	27 4:00pm Regular Board of Directors Meeting (Boardroom)	28	29	30



**Alaska Power Association & ARECA Insurance Exchange meetings and events:**

APA Federal Legislative Conference	June 15-17, 2021	Online
APA/AIE Annual Membership Meetings	Aug. 17-20, 2021	Homer, AK

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

**April 28, 2021**  
**Wednesday**  
**4:00 p.m.**

**REGULAR BOARD OF DIRECTORS' MEETING**

Recording Secretary: Danielle Bigelow/Arden Quezon

**I. CALL TO ORDER**

Chair Chastain called the Regular Board of Directors' Meeting to order at 4:08 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

*A. Pledge of Allegiance*

Chair Chastain lead the Board in the Pledge of Allegiance.

*B. Roll Call*

*Board Members:*

Bettina Chastain, Chair

Rachel Morse, Vice Chair

James Henderson, Secretary

Harold Hollis, Treasurer

Stuart Parks, Director

Sam Cason, Director

Mark Wiggin, Director (*absent*)

*Guests and Staff Attendance*

*Present:*

Lee Thibert

Sherri Highers

Sean Skaling

Matthew Clarkson

Arthur Miller

Phil Steyer

Tyler Andrews

*Via Teleconference:*

Arden Quezon

Mark Fouts

Pete Smithson

Brian Hickey

Kathy Harris

Nabi Qureshi, Member

Connie Owens

Renee Curran

Michael Rovito, APA

Mark Fouts

Andrew Laughlin

*C. Safety Minute*

Tyler Andrews, Executive VP Employee Services and Communication discussed "Safe Lifting/Protecting Your Back."

**II. APPROVAL OF AGENDA**

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

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

None

### **IV. CONSENT AGENDA**

- A. *Board Calendar*
- B. *Training and Conferences*
  - 1. *NWPPA Annual Meeting, (May 12, 2021, Virtual)*
  - 2. *Alaska Power Association Annual Meeting, (August 17-20, 2021, Homer, AK)*
  - 3. *NRECA Region IX Meeting (September 28-30, 2021, Sacramento, CA)*
- C. *Minutes*
  - 1. *March 24, 2021, Regular Board of Directors' Meeting (Abruzzino)*
- D. *Director Expenses*
- E. *Arctic Boulevard Undergrounding Project (Laughlin/Hickey)*
- F. *O'Malley Road Undergrounding Project (Laughlin/Hickey)*

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

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

- A. *2021 State Legislative Update (Steyer)*  
Phil Steyer, Director, Government Relations discussed the 2021 State Legislative Update.
- B. *1<sup>st</sup> Quarter 2021 Safety Report (Freeman)*  
Tyler Andrews, Executive VP, Member Relations and Communication discussed the 1<sup>st</sup> Quarter 2021 Safety Report.
- C. *1<sup>st</sup> Quarter 2021 Communications Report (Hasquet)*  
Tyler Andrews, Executive VP, Member Relations and Communication discussed the 1<sup>st</sup> Quarter 2021 Communications Report.
- D. *January 2021 Financial Statement and Variance Report (Highers)*  
Sherri Highers, Chief Financial Officer (CFO) and Executive VP, Finance and Administration discussed the January 2021 Financial Statements and Variance Report and responded to questions from the Board.
- E. *February 2021 Financial Statement and Variance Report (Highers)*  
Sherri Highers, CFO and Executive VP, Finance and Administration discussed the February 2021 Financial Statements and Variance Report and responded to questions from the Board.
- F. *Board Policy Scheduled Tasks/Reports (Board/Staff)*  
Lee Thibert, Chief Executive Officer (CEO), gave a summary on the Board Policy Scheduled Tasks/Reports.

### **VI. DIRECTOR REPORTS**

- A. *Alaska Power Association (APA) Report*  
Michael Rovito, Alaska Power Association provided an update on APA activities, upcoming events.

Lee Thibert, CEO, stated that an infrastructure projects report from all the Railbelt utilities was forwarded to Crystal Enkvist at APA. The report was then submitted to Alaska Energy Authority which was combined with statewide infrastructure effort. And a copy of the report will be provided to the Board.

- B. Alaska Railbelt Cooperative Transmission & Electric Company (ARCTEC) Report*  
Lee Thibert, CEO stated that ARCTEC has not met but stated that he received a letter from David Glines, MEA ARCTEC member.

Director Henderson discussed ARCTEC status on future meetings.

- C. Renewable Energy Alaska Project (REAP) Report*  
Director Morse reported on the April 22, REAP meeting.

- D. Board Committee Reports (Audit and Finance, Operations & Governance)*  
Director Hollis reported on the March 31, 2021, Audit and Finance Committee meeting and that the next meeting is scheduled for May 19, 2021.

Director Parks reported on the April 1 and April 14, 2021, Operations Committee meeting.

Director Morse stated that the next Governance Committee meeting is scheduled for June 16, 2021. She stated that the NRECA Resolutions draft are due to NRECA on June 11, 2021 and suggested to check availability earlier in June for the Governance Committee meeting.

- E. Other Meeting Reports*  
Director Morse reported on the April 27, 2021, Election Committee meeting. Lee Thibert, CEO and Director Morse responded to questions from the Board.

Director Chastain reported on the April 8-9, 2021, NRECA Succession Planning training.

## **VII. UNFINISHED BUSINESS**

## **VIII. NEW BUSINESS**

## **IX. EXECUTIVE SESSION**

- A. 2021 Budget Analysis and Forecast Discussion*  
*B. May 1, 2021 – April 30, 2022, Chief Executive Officer – Project Specific Initiatives and Priority Area Goals*  
*C. 2020 Chief Executive Officer Evaluation and Compensation*  
*D. Renewable Portfolio Standard*

At 5:02 p.m., Director Morse moved and Director Cason seconded the motion that pursuant to Alaska Statute 10.25.175 (c)(1) and (2), 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

personnel matters that may tend to prejudice the reputation or character of a person; however, the person may request a public discussion. The motion passed unanimously.

*The meeting reconvened in open session at 7:16 p.m.*

## **X. NEW BUSINESS**

### *A. 2020 Chief Executive Officer Evaluation and Compensation (Board)*

Director Morse moved and Director Henderson seconded the motion that the Board of Directors approve the 2020 Chief Executive Officer Evaluation and Compensation as discussed in executive session. The motion passed unanimously.

After approval of agenda item X.B., Director Morse moved and Director Hollis seconded the motion that the Board of Directors reconsider the original motion to approve the 2020 Chief Executive Officer Evaluation and Compensation. The reconsideration passed unanimously.

Director Morse moved and Director Cason seconded the motion that the Board of Directors approve the 2020 CEO evaluation and compensation. A merit increase in the amount of 3% of base salary, and a performance payment in the amount of 30% 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, 2021 and does not include any gross up. The motion passed unanimously.

### *B. Meeting Attendance (Clarkson)*

Director Cason moved and Director Hollis seconded the motion that the Board of Directors approve the attached resolution approving the termination of its COVID-19 Resolution No. 1 and No. 2; and the Board of Directors shall resume in-person Board meeting attendance consistent with the requirements of the Associations Bylaws and the April 23, 2021 Board Room Meetings Memorandum (Appendix A). The motion passed unanimously.

## **XI. DIRECTOR COMMENTS**

Director comments were made at this time.

## **XII. ADJOURNMENT**

At 7:36 p.m., Director Parks moved and Director Hollis seconded the motion to adjourn. The motion passed unanimously.

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James Henderson, Secretary  
Date Approved: May 26, 2021

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

**May 18, 2021**

**Wednesday**

**Immediately Following the Virtual Annual Membership Meeting**

**REGULAR BOARD OF DIRECTORS' MEETING**

Recording Secretary: Danielle Bigelow

**I. CALL TO ORDER**

Chair Chastain called the Regular Board of Directors' Meeting to order at 5:47 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

*A. Roll Call*

*Board Members:*

Bettina Chastain, Chair  
Rachel Morse, Vice Chair  
James Henderson, Secretary  
Harold Hollis, Treasurer  
Sam Cason, Director  
Mark Wiggin, Director  
Erin Whitney, Director

*Guests and Staff Attendance*

*Present:*

Lee Thibert	Julie Hasquet	Jake Kolipano, BDO
Matthew Clarkson	Rodney Kaas	Barbara Simpson-Kraft,
Brian Hickey	Dawn Bundick, Master	Parliamentarian
Sherri Highers	Election Judge	Leslie Krusen, Chugach
		Board Candidate

*Via Teleconference:*

Tyler Andrews	Beverly Jones	Connie Owens
Teresa Kurka	Bonnie Maxwell	Arden Quezon

**II. ADMINISTER OATH OF OFFICE TO NEWLY ELECTED BOARD MEMBERS**

Matthew Clarkson, Executive VP, General Counsel, administered the Oath of Office to the elected Board member Ms. Erin Whitney.

**III. APPROVAL OF AGENDA**

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



**IV. PERSONS TO BE HEARD**

None

**V. CONSENT AGENDA**

None

**VI. CEO REPORTS AND CORRESPONDENCE**

*A. CEO Report*

Lee Thibert, Chief Executive Officer (CEO) delivered the CEO Report to the Board and membership.

**VII. DIRECTOR REPORTS**

*A. Chair Report*

Chair Chastain delivered the Chair Report presentation to the Board and membership.

*B. Treasurer Report*

Director Hollis delivered the Treasurer Report presentation to the Board and membership.

**VIII. UNFINISHED BUSINESS**

None

**IX. NEW BUSINESS**

*A. Respond to member Pre-Submitted Questions (Board)*

Lee Thibert, CEO, read and answered pre-submitted questions from the membership.

Julie Hasquet, Sr. Manager Corporate Communication, announced winners for the one year free electricity up to 10,000 kilowatt-hours and other door prizes.

**X. DIRECTOR COMMENTS**

Director comments were made at this time.

**XI. ADJOURNMENT**

At 7:05 p.m., Director Hollis moved and Director Henderson seconded the motion to adjourn. The motion passed unanimously.

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James Henderson, Secretary

Date Approved: May 26, 2021

CHUGACH ELECTRIC ASSOCIATION, INC.  
Anchorage, Alaska

**REGULAR BOARD OF DIRECTORS' MEETING**  
**AGENDA ITEM SUMMARY**

May 26, 2021

**ACTION REQUIRED**

AGENDA ITEM NO. IV.D.

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

**TOPIC**

Director Expenses

**DISCUSSION**

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

**MOTION**

*(Consent Agenda)*

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

**REGULAR BOARD OF DIRECTORS' MEETING**  
**AGENDA ITEM SUMMARY**

**May 26, 2021**

**ACTION REQUIRED**

**AGENDA ITEM NO. IV.E.**

**Information Only**  
 **Motion**  
 **Resolution**  
 **Executive Session**  
 **Other**

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**TOPIC**

UHF Land Mobile Radio System Replacement Phase II Contract Authorization

**DISCUSSION**

Chugach utilizes a UHF Land Mobile Radio System to provide critical communications for system operations across our entire service territory. The existing mobile radio system was placed in service in 2002 and has reached the end of its serviceable life. The manufacturer of the system is no longer in business and spare parts and technical support are no longer available. Additionally, the system cannot be expanded to accommodate additional usage that will result from the acquisition of ML&P.

In February 2020, the Chugach Board of Directors approved contract to successful proposer RACOM in the amount of \$1,454,133.16 in response to RFP 19-24. The RACOM contract included the option to purchase additional mobile and portable radio equipment as a second project phase to replace North District mobile and portable radios in support of consolidated North/South District operations after July 2021.

The initial phase of this project replaces 14 fixed repeater sites and approximately 340 mobile and portable radios. To date, the vendor has completed system design, coverage maps, system drawings, system programming of mobile and portable radios, dispatch control stations, and repeaters. Chugach has completed installation and testing of the system, with installation of vehicle radios and system cutover scheduled for July 2021.

Chugach is currently leasing use of the Municipality of Anchorage Wide Area Radio Network (AWARN) system for North District Operations at a monthly cost of \$10,000. After finalizing radio quantities the contract amount for Ph II is \$428,075.07.

Funding for Ph II of the project for deployment of mobile and portable radios was included in the approved 2021-2025 Capital Improvement Plan. This motion is for an increase to the services contract with RACOM to include all mobile and portable radios for deployment of Ph II.

At the May 12, 2021, Operations Committee meeting, the committee recommended the Board of Directors approve the resolution authorizing the Chief Executive Officer to execute an increase to the services contract with RACOM to replace Chugach's UHF Land Mobile Radio System in the amount of \$428,075.07 for a new Contract NTE amount of \$1,882,208.23

**MOTION**

*(Consent Agenda)*



## RESOLUTION

### **UHF Land Mobile Radio System Replacement Ph II Contract Authorization**

WHEREAS, Chugach Electric Association, Inc. (Chugach) has identified the need to replace the UHF Land Mobile Radio System to increase safety and reliability;

WHEREAS, the UHF Land Mobile Radio System is critical to the operation of the Bulk Electric System;

WHEREAS, the existing UHF Land Mobile Radio System has reached the end of its serviceable life;

WHEREAS, Chugach's Board of Directors authorized contract in February 2020 in the amount of \$1,454,133.16, for the replacement of the mobile radio system;

WHEREAS, the contract included a pricing option to purchase additional radio equipment for Ph II deployment in support of consolidating South/North District system operations after purchase of ML&P with an estimated cost of \$460,796;

WHEREAS, Chugach's ML&P purchase integration work plans included deployment of mobile radios in the North District to replace use of the leased Municipality of Anchorage AWARD mobile radio system;

WHEREAS, Chugach has included this project in the approved 2021 Annual Operating Budget which includes funding for Ph II deployment; and

WHEREAS, final pricing for the Ph II radio system deployment based on final radio counts and contract pricing has been determined to be \$428,075.07;

NOW, THEREFORE, BE IT RESOLVED, that the Chugach Board of Directors authorizes the Chief Executive Officer to execute an amendment to the services contract with RACOM to replace the UHF Land Mobile Radio system in the amount of \$428,075.07 for a total contract NTE amount of \$1,882,208.23

## CERTIFICATION

I, James Henderson 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 26<sup>th</sup> day of May 2021; 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 on the 26<sup>th</sup> day of May 2021.

\_\_\_\_\_  
Secretary

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

**REGULAR BOARD OF DIRECTORS' MEETING**  
**AGENDA ITEM SUMMARY**

**May 26, 2021**

**ACTION REQUIRED**

**AGENDA ITEM NO. IV.F.**

**Information Only**  
 **Motion**  
 **Resolution**  
 **Executive Session**  
 **Other**

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**TOPIC**

Daves Creek 352 Reliability Improvements Phase I - Project Authorization

**DISCUSSION**

Daves Creek Substation feeder 352 serves Cooper Landing. The distribution line has a history of reliability issues with long restoration times because of the travel time required to dispatch line crews from Anchorage. The physical arrangements of the line have caused nuisance tripping and heavy loading have operationally constrained the line. Due to age, most of the overhead construction does not meet current avian protection standards.

This project will reconstruct approximately four and a half miles of distribution line from Daves Creek substation to Sunrise Inn. Poles will be replaced or added as needed to correct span or uplift issues. All pole top assemblies will be reframed using current avian protection standards. Dead-ends and line switches will be added to reduce affected meters per outage and to reduce line patrol and restoration time. The conductors will be upgraded to provide additional capacity for future load growth. Three phase power will be made available to Cooper Landing, allowing load re-allocation to addressing voltage sag complaints.

The cost of the project is estimated at \$1,600,000.

At the May 12, 2021 Operations Committee meeting, the Committee recommended to move that the Board of Directors authorize the Chief Executive Officer to proceed with the Daves Creek 352 Reliability Improvements Phase I project at an estimated total cost of \$1,600,000.

**MOTION**

*(Consent Agenda)*



## RESOLUTION

### **Daves Creek 352 Reliability Improvements Phase I - Project Authorization**

WHEREAS, Chugach Electric Association, Inc. (Chugach) has identified the need to reconstruct the DCSS 352 feeder from the Dave's Creek Substation to Sunrise Inn;

WHEREAS, the project was budgeted in the 2021 Capital Improvement Plan;

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors authorizes the Chief Executive Officer to proceed with Daves Creek 352 Reliability Improvements – Phase I estimated amount of \$1,600,000.

## CERTIFICATION

I, James Henderson 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 26<sup>th</sup> day of May 2021; 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 on the 26<sup>th</sup> day of May 2021.

\_\_\_\_\_  
Secretary

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

**REGULAR BOARD OF DIRECTORS' MEETING**  
**AGENDA ITEM SUMMARY**

**May 26, 2021**

**ACTION REQUIRED**

**AGENDA ITEM NO. IV.H.**

Information Only  
 Motion  
 Resolution  
 Executive Session  
 Other

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**TOPIC**

Board Policy 207 – Audit and Finance Committee

**DISCUSSION**

The Audit and Finance Committee meets annually to review their governing policy.

Section III, Item 9 of Board Policy 207 is being amended to remove the requirement to meet quarterly with the independent auditor and removed the references to filing Form 10Q and Form 10K, Securities and Exchange Commission (SEC) reports.

Attached is a redlined version of the proposed change to Board Policy 207.

At the May 19, 2021, Audit and Finance Committee meeting, the Committee moved to recommend the Board of the Directors' approve the revision to Board Policy 207 – Audit and Finance Committee, as shown in the attached draft policy.

**MOTION**

*(Consent Agenda)*



## CHUGACH ELECTRIC ASSOCIATION, INC.

### BOARD POLICY: 207

#### AUDIT AND FINANCE COMMITTEE

##### I. PURPOSE

The purpose of the Audit and Finance Committee is to assist the Board of Directors in fulfilling its oversight responsibilities by reviewing the Association's systems of internal controls regarding finance, accounting, and legal compliance and the Association's auditing, accounting and financial reporting processes, results and reports. The Audit and Finance Committee's responsibilities are to:

- A. Act consistent with the Association's Board Policy 100, *Code of Ethics*, in particular to create, promote and maintain a culture of honesty and high ethical standards.
- B. Review and oversee the Association's financial reporting process, results and reports as they apply to internal controls to prevent, deter and detect fraud.
- C. Review the performance of the Association's independent registered public accounting firm ("independent auditor" or "auditor").
- D. Ensure open communication between the Association's independent auditor, management and the Board of Directors.

The Audit and Finance Committee shall also:

- A. Make recommendations to the Board regarding Section II. B. of Board Policy 103.
- B. Review annually, objectives and goals in areas assigned to this Committee and makes appropriate recommendations to the Board.
- C. Review and complete such other matters as may be specifically assigned to it by the Board.

The Audit and Finance Committee will fulfill these responsibilities as enumerated in Section III of this Policy.

## II. COMPOSITION

The Audit and Finance Committee shall be comprised of three or more directors as determined by the Board. Committee members may enhance their familiarity with finance and accounting by participating in educational programs conducted by the Association or an outside consultant or other programs. The Committee may also retain the services of a qualified accounting professional with auditing expertise to assist it in the performance of its responsibilities.

The Board Chair shall appoint the Board Treasurer as Audit and Finance Committee chairperson. The Audit and Finance Committee shall elect from its membership a vice chair and appoint a recording secretary as needed.

## III. RESPONSIBILITIES

The responsibilities of the Committee are to:

1. Recommend to the Board of Directors the selection of the independent auditor, it being understood that the Board of Directors has the ultimate authority and responsibility to select, evaluate and, where appropriate, replace the independent auditor.
2. Receive annually a report of, and review and discuss with the independent auditor, all significant relationships they have with the Association, including the fees and other compensation paid to them, to verify their independence.
3. Ensure the receipt of, and evaluate the written disclosures and the letter that the independent auditor submits to the Audit and Finance Committee regarding the auditor's independence in accordance with Independence Standards Board Standard No. 1, discuss such reports with the auditor and, if so determined by the Audit and Finance Committee in response to such reports, recommend that the Board of Directors take appropriate action to address issues raised by such evaluation.
4. Discuss with the independent auditor the matters required to be discussed by applicable auditing standards.
5. Instruct the independent auditor that the Committee expects to be advised if there are any areas that require special attention.
6. Meet with management and the independent auditor to discuss the annual financial statements and the report of the independent auditor thereon, and to discuss significant issues encountered in the course of the audit work, including restrictions on the scope of activities, access to required information and the adequacy of internal financial controls.

7. Review the management letter delivered by the independent auditor in connection with the audit.
8. Each year, confirm the level of financial information to include in the Association's annual report.
9. Meet quarterly with management to review and discuss the quarterly financial statements and meet annually with management and the independent auditor to review and discuss the annual financial statements.
10. At least annually, meet with the independent auditor out of the presence of management to discuss internal controls and to review the fullness and accuracy of the Association's financial statements.
11. When necessary, meet in separate executive sessions with management and the independent auditor to discuss matters the immediate knowledge of which would clearly have an adverse effect on the finances of the cooperative, or when such an executive session would otherwise be necessary to comply with the open meeting requirements of the Association.
12. Have such meetings with management, the independent auditor and the internal auditor, if applicable, as the Audit and Finance Committee deems appropriate, to discuss significant financial risk exposures facing the Association, and steps management has taken or should be taken to monitor and control such exposures.
13. Review the scope and results of internal audits, if applicable.
14. Evaluate the performance of the independent auditor and, if so determined by the Audit and Finance Committee, recommend to the Board of Directors replacement of the independent auditor.
15. At the request of Association counsel, review with Association counsel legal and regulatory procedures that may have a significant impact on the Association's financial statements, compliance policies or programs.
16. Conduct or authorize such inquiries into matters within the Committee's scope of responsibility as the Committee deems appropriate.
17. Provide minutes of Audit and Finance Committee meetings to the Board of Directors, and report to the Board of Directors on any significant matters arising from the Committee's work.
18. Review with the independent auditors and management the extent to which any changes or improvements in financial or accounting practices, as recommended by the independent auditors and approved by the Board, have been implemented.
19. At least annually, review and reassess this Policy and, if appropriate, recommend proposed changes to the Board of Directors.

Date Approved:

Attested: \_\_\_\_\_  
James Henderson  
Secretary of the Board

*In the performance of its responsibilities, the Audit and Finance Committee is a representative of the members. However, it is not the responsibility of the Audit and Finance Committee to plan or conduct audits, or to determine whether the Association's financial statements are complete and accurate or in accordance with generally accepted accounting principles. It is not the responsibility of the Audit and Finance Committee to conduct inquiries, to resolve disagreements, if any, between management and the independent auditor, or to assure compliance with laws, regulations or any company compliance policies or programs.*



**TO:** Board of Directors  
**FROM:** Lee D. Thibert, Chief Executive Officer  
**DATE:** May 19, 2021  
**SUBJECT:** *Legislative Update*

Here are updates on some items of interest in the current legislative session.

As of the date of this memo, the Legislature is quickly approaching the end of its probable 121-day session on May 19. Much work remains to be done on budgets and a PFD. A confounder in the budget process is the prospect of using a portion of federal funds that will come to Alaska under the American Rescue Plan Act to cover some expenses that would otherwise be met with unrestricted general funds. Federal guidance on the use of ARPA funds was just released on May 10. Legislators have signaled their intent to have a say in how ARPA funds are used. At this point it appears likely there may be one or more special sessions to address the use of ARPA funds, the PFD and possibly other issues not taken up during the regular session.

Senator Micciche has expressed support for consideration of some ARPA funds going to utilities to help them cope with the financial impacts of COVID-19. On behalf of the electric utilities, the Alaska Power Association circulated and then sent the senator's office proposed draft language to consider. It remains to be seen whether any ARPA funds might be available for this purpose.

The House and Senate met in joint session to take confirmation action on dozens of appointees to boards and commissions, as well as some members of the governor's cabinet. The governor had re-appointed Bob Pickett and appointed Keith Kurber to commissioner vacancies on the Regulatory Commission of Alaska. Both were confirmed during the joint session.

Here is the status of some bills of interest, current as of the date of this memo.

**Senate Bill 69** (exemption from regulation for certain renewable projects) ... passed both bodies and awaiting transmittal to the governor.

**House Joint Resolution 14** (encouraging Congress to allow conventional banking for marijuana businesses in states where it is legal) ... passed both bodies and awaiting transmittal to the governor.

**House Bill 29 and Senate Bill 110** (the companion bills that would clarify utility liability when vegetation comes in contact with power lines) ... HB 29 remains in the House Judiciary

***Legislative Update***

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Committee and SB 110 remains in the Senate Resources Committee. Both are the first committees of referral for the respective bills.

**House Bill 104** (motor fuels tax; EV registration fees) ... passed out of the House Transportation Committee and is currently in the House Finance Committee, which has held two hearings on the bill.

**Senate Bill 17** (energy efficiency in public buildings) ... passed out of the Senate Community & Regional Affairs and Labor & Commerce committees, and has been referred to the Senate Finance Committee

For additional background, the APA bill-tracking document is attached.

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

**REGULAR BOARD OF DIRECTORS' MEETING**  
**AGENDA ITEM SUMMARY**

**May 26, 2021**

**ACTION REQUIRED**

**AGENDA ITEM NO. VIII.B.**

- Information Only**
  - Motion**
  - Resolution**
  - Executive Session**
  - Other (Nominations and Elections)**
- 

**TOPIC**

Election of Officers:

- a. Chair of the Board
- b. Vice-Chair of the Board
- c. Secretary of the Board
- d. Treasurer of the Board

**DISCUSSION**

The Bylaws, Article VI, Officers, Section 2, Election and Tenure of Office, provides that officers of the board are to be elected annually by and from the board of directors. The election is to be conducted by open vote in such a manner that the members may know the vote of each director. Each officer shall hold office until the first meeting of the board of directors following the next succeeding annual meeting of the members, or until his or her successor is elected.

**MOTION**

By the Board Chair: The floor is open to nominations for:

- 1. Chair of the Board
- 2. Vice Chair of the Board
- 3. Secretary of the Board
- 4. Treasurer of the Board

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

**REGULAR BOARD OF DIRECTORS' MEETING  
AGENDA ITEM SUMMARY**

**May 26, 2021**

**ACTION REQUIRED**

**AGENDA ITEM NO. VIII.C.**

     Information Only  
  X   Motion  
  X   Resolution  
     Executive Session  
     Other

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**TOPIC**

Adoption of 2021-2022 Calendar of Regular Meetings of the Board of Directors

**DISCUSSION**

Article V, Section 1 of the Bylaws provides, in part:

“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.”

The attached resolution adopts the Board Calendar for the forthcoming Board year, in compliance with the Bylaws.

**MOTION**

Move that the Board of Directors approve the attached resolution which adopts a schedule for regular meetings of the Board as reflected in the Board Calendar.





## RESOLUTION

### **Adoption of 2021-2022 Calendar of Regular Meetings of the Board of Directors**

WHEREAS, the Association has recently conducted the Annual Meeting of the Association;

WHEREAS, Article IV, Section 1 of the Bylaws of the Association vests authority for management of the Association in the Board of Directors;

WHEREAS, the Membership of the Association has elected a new Director to serve on the Board of Directors; and,

WHEREAS, Article V, Section 1 of the Bylaws of the Association requires the Board of Directors to provide by resolution for regular meetings of the Board;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors adopts a schedule for regular meetings of the Board as reflected in the attached Board Calendar.

## CERTIFICATION

I, James Henderson, 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 26th day of May 2021; 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 on the 26th day of May 2021.

\_\_\_\_\_  
Secretary

# May 2021

May 2021							June 2021						
Su	Mo	Tu	We	Th	Fr	Sa	Su	Mo	Tu	We	Th	Fr	Sa
						1			1	2	3	4	5
2	3	4	5	6	7	8	6	7	8	9	10	11	12
9	10	11	12	13	14	15	13	14	15	16	17	18	19
16	17	18	19	20	21	22	20	21	22	23	24	25	26
23	24	25	26	27	28	29	27	28	29	30			
30	31												

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
Apr 25	26	27	28	29	30	May 1
2	3	4 12:00pm CEO Evaluation Committee (Morse, Chastain,) 5:30pm Election Committee Meeting (Morse) (Boardroom) -	5 3:30pm Video - Treasurer's Report (Hollis) (Gonzalez Marketing (2804 W. Northern Lights)) - Connie Owens	6 2:00pm Mtg w/Tom Walsh (PRA - BRU Development) (Wiggin) (South White CR (previously known as Engineering Conference	7 11:00am CEO Evaluation Committee (Morse, Chastain, Hollis) (Teleconference) - Connie Owens	8
9	10	NWPPA Annual Meeting (May 11-13) (Virtual)			14	15
		11 4:00pm CEO Evaluation Cmte Mtg w/Lee (Morse, Chastain,) 5:30pm Election Committee Mtg (Morse)	12 4:00pm Operations Committee Meeting (StarLeaf Cloud) - Connie Owens	13 3:30pm REAP Public Policy Committee (Morse/Wiggin) (Zoom Meeting)		
16	17 1:30pm Mtg w/Harold (Review Finance Cmte Packet) (SH Office) 2:30pm APA member pre-DOT meeting (Microsoft Teams Meeting) - Crystal	18 5:30pm 2021 Chugach Electric virtual Annual Meeting and Regular Meeting of the Board of Directors (https://meet.star	19 4:00pm Audit and Finance Committee Meeting (BoardroomCR)	20 9:00am Review Board Packet w/Chair 2:30pm Mtg w/Erin Whitney (iPad/Paperwork) 3:00pm APA: AK DOT - Utility	21	22
23	24 9:00am Chastain/Hollis/Whitney (Rustic Goat) - Connie Owens	25	26 4:00pm Regular Board of Directors Meeting (Boardroom) - CCBOD	27	28 8:00am 1:1 w/Whitney & Thibert (LDT's Office) - Connie 9:00am Tour of South Facilities (Whitney) (LDT's Office) - Connie	29
30	31 Memorial Day	Jun 1	2	3	4	5

# June 2021

June 2021						July 2021							
Su	Mo	Tu	We	Th	Fr	Sa	Su	Mo	Tu	We	Th	Fr	Sa
		1	2	3	4	5					1	2	3
6	7	8	9	10	11	12	4	5	6	7	8	9	10
13	14	15	16	17	18	19	11	12	13	14	15	16	17
20	21	22	23	24	25	26	18	19	20	21	22	23	24
27	28	29	30				25	26	27	28	29	30	31

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
May 30	31	<b>Jun 1</b> 3:30pm REAP Public Policy Committee (RPS) (Wiggin/Morse)	2	3	4	5
6	7	8	4:00pm Operations Committee Meeting (BoardroomCR) - Connie Owens	10	11	12
13	14	3:30pm REAP Public Policy Committee (RPS) (Wiggin/Morse)	4:00pm Governance Committee Meeting (Board Room CR) - CCBOD	17	9:30am Review Board Packet w/Chair	19
20 11:00am Chugach Annual Picnic (Alaska Zoo) - Connie Owens	21	22	23 4:00pm Regular Board of Directors Meeting (BoardromCR) - Connie Owens	24	25	26
27	28	29	30	Jul 1	2	3

# July 2021

July 2021						August 2021							
Su	Mo	Tu	We	Th	Fr	Sa	Su	Mo	Tu	We	Th	Fr	Sa
				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	31	29	30	31				

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
Jun 27	28	29	30	Jul 1	2	3
4 4th of July	5 Observance 4th of July	6	7	8	9	10
11	12	13	14 4:00pm Operations Committee Meeting (BoardroomCR) - Connie Owens	15	16	17
18	19	20	21 4:00pm Audit and Finance Committee (Internal Controls Workshop) (Board Room CR) - Connie Owens	22	23 9:30am Review Board Packet w/Chair	24
25	26	27	28 4:00pm Board of Directors Meeting (Regular Board Meeting) - CCBOD	29	30	31

# August 2021

August 2021

Su	Mo	Tu	We	Th	Fr	Sa
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 2021

Su	Mo	Tu	We	Th	Fr	Sa
				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
Aug 1	2	3	4	5	6	7
8	9	10	11 4:00pm Operations Committee Meeting (BoardroomCR) - Connie Owens	12	13	14
15	16 4:00pm Audit and Finance Committee Meeting (BoardroomCR) - Connie Owens	17-20: APA Annual Meeting (Land's End Resort) (Homer, AK) - Connie Owens				21
22	23 9:30am Review Board Packet w/Chair	24	25 4:00pm Regular Board of Directors Meeting (BoardroomCR) - Connie Owens	26	27	28
29	30	31	Sep 1	2	3	4

# September 2021

September 2021

Su	Mo	Tu	We	Th	Fr	Sa
			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		

October 2021

Su	Mo	Tu	We	Th	Fr	Sa
						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	
Aug 29	30	31	Sep 1	2	3	4	
5	6 Labor Day	7	8 4:00pm Operations Committee Meeting (BoardroomCR) - Connie Owens	9	10	11	
12	13	14	15 4:00pm Governance Committee Meeting (Board Room CR) - CCBOD	16	17 9:30am Review Board Packet w/Chair	18	
19	20	21	22 4:00pm Regular Board of Directors Meeting (Boardroom)	23	24	25	
26	27	NRECA Region IX (Meeting Dates: Sept 28-30 - Director Education 9/28) (Las Vegas, NV)				Oct 1	2

# October 2021

October 2021						
Su	Mo	Tu	We	Th	Fr	Sa
					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						

November 2021						
Su	Mo	Tu	We	Th	Fr	Sa
	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
Sep 26	27	28	29	30	Oct 1	2
3	4	5	6	7	8	9
10	11	12	13 4:00pm Operations Committee Meeting (Board Room CR) - Connie Owens	14	15	16
17	18	19	20	21	22 9:30am Review Board Packet w/Chair	23
24	25	26	27 4:00pm Regular Board of Directors Meeting (BoardroomCR) - Connie Owens	28	29	30
31	Nov 1	2	3	4	5	6

# November 2021

November 2021

Su	Mo	Tu	We	Th	Fr	Sa
	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				

December 2021

Su	Mo	Tu	We	Th	Fr	Sa
			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
Oct 31	Nov 1	2	3	4	5	6
7	8	9	10 4:00pm Operations Committee Meeting (BoardroomCR) - Connie Owens	11	12	13
14	15 4:00pm Audit Committee Meeting (Budget) (BoardroomCR) - Connie Owens	16 4:00pm Audit and Finance Committee (10Q) (BoardroomCR) - Connie Owens	17	18	19 9:30am Review Board Packet w/Chair	20
21	22 4:00pm Regular Board of Directors Meeting (BoardroomCR) - Connie Owens	23	24	25 Thanksgiving Holiday	26	27
28	29	30	Dec 1	2	3	4



# December 2021

December 2021

Su	Mo	Tu	We	Th	Fr	Sa
			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	

January 2022

Su	Mo	Tu	We	Th	Fr	Sa
						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
Nov 28	29	30	Dec 1 4:00pm Governance Committee Meeting (Board Room CR) - CCBOD	2	3	4
5	6	7	8 4:00pm Operations Committee Meeting (BoardroomCR) - Connie Owens	9 9:30am Review Packet w/Chair	10-11 Directors Winter School (12/10-12/14) (Nashville, TN)	
12-13 Directors Winter School (12/10-12/14) (Nashville, TN)			15 4:00pm Regular Board of Directors Meeting (BoardroomCR) - Connie Owens	16	17	18
19	20	21	22	23-24 Christmas Holiday Observed		25 Christmas Day
26	27	28	29	30-31 New Year's Holiday Observed		Jan 1, 22

# January 2022

January 2022

Su	Mo	Tu	We	Th	Fr	Sa
						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 2022

Su	Mo	Tu	We	Th	Fr	Sa
		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					

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
Dec 26	27	28	29	30	31	Jan 1, 22 New Years Day
2	3	4	5	6	7	8
9	10	11	12 4:00pm Operations Committee Meeting (BoardRoomCR)	13	14	15
16	17	18	19	20	21 9:30am Review Board Packet w/Chair (LDT's Office)	22
23	24	25	26 4:00pm Regular Board of Directors Meeting (Boardroom)	27	28	29
30	31	Feb 1	2	3	4	5

# February 2022

February 2022

Su	Mo	Tu	We	Th	Fr	Sa
		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					

March 2022

Su	Mo	Tu	We	Th	Fr	Sa
		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
Jan 30	31	Feb 1	2	3	4	5
6	7	8	9 4:00pm Operations Committee Meeting	10	11	12
13	14	15	16 4:00pm Governance Committee Meeting (Board Room CR) - CCBOD	17	18 9:30am Review Board Packet w/Chair	19
20	21	22	23 4:00pm Regular Board of Directors Meeting (Boardroom)	24	25	26
27	28	Mar 1	2	3	4	5

# March 2022

March 2022							April 2022						
Su	Mo	Tu	We	Th	Fr	Sa	Su	Mo	Tu	We	Th	Fr	Sa
		1	2	3	4	5						1	2
6	7	8	9	10	11	12	3	4	5	6	7	8	9
13	14	15	16	17	18	19	10	11	12	13	14	15	16
20	21	22	23	24	25	26	17	18	19	20	21	22	23
27	28	29	30	31			24	25	26	27	28	29	30

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
Feb 27	28	Mar 1	2	3	4	5
NRECA Annual Meeting (March 3-9, 2022) (Nashville, TN) - Connie Owens						
6	7	8	9	10	11	12
NRECA Annual Meeting (March 3-9, 2022) (Nashville, TN) - Connie Owens						
13	14	15	16	17	18	19
			4:00pm Operations Committee Meeting		9:30am Review Board Packet w/Chair	
20	21	22	23	24	25	26
			4:00pm Regular Board of Directors Meeting (Boardroom)			
27	28	29	30	31	Apr 1	2

# April 2022

April 2022						May 2022							
Su	Mo	Tu	We	Th	Fr	Sa	Su	Mo	Tu	We	Th	Fr	Sa
					1	2	1	2	3	4	5	6	7
3	4	5	6	7	8	9	8	9	10	11	12	13	14
10	11	12	13	14	15	16	15	16	17	18	19	20	21
17	18	19	20	21	22	23	22	23	24	25	26	27	28
24	25	26	27	28	29	30	29	30	31				

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
Mar 27	28	29	30	31	Apr 1	2
3	4	5	6	7	8	9
10	11	12	13 4:00pm Operations Committee Meeting	14	15	16
17	18	19	20 4:00pm Governance Committee Meeting	21	22 9:30am Review Board Packet w/Chair	23
24	25	26	27 4:00pm Regular Board of Directors Meeting (Boardroom)	28	29	30

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

**REGULAR BOARD OF DIRECTORS' MEETING**  
**AGENDA ITEM SUMMARY**

**May 26, 2021**

**ACTION REQUIRED**

**AGENDA ITEM NO. VIII.D.**

Information Only  
 Motion  
 Resolution  
 Executive Session  
 Other

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**TOPIC**

Appointment of REAP Member and Alternate Representatives

**DISCUSSION**

Board Policy 107, Authority of the Association-Appointed Representative Regarding Jointly Owned and Operated Assets, Section II.A. – II.B., states:

- A. The Association's representatives on a jointly owned asset management committee (whether the appointed representative or the alternate) are empowered and required to represent the Association's best interests in all votes taken by the management committee(s). The Association- representatives or alternates are required to obtain approval of the Association Board of Directors in advance of all votes on issues meeting the criteria set out below. The Association representatives or alternates are required to vote consistent with the direction of the Association Board on:
1. Decisions that cost the Association \$5,000,000 or more.
  2. Additions of participants in the ownership of jointly operated assets unless already provided for in agreements.
  3. Approval of annual operating and capital budgets that exceed \$10,000,000 net to the Association.
  4. Amendments to any joint operating or participation agreement relating to the jointly operated assets.
  5. Bonding for projects that could have a direct or indirect significant effect on the finances of the Association.

- B. The Association-appointed management committee representative(s) shall keep the Association Board and management fully informed of all significant jointly - operated activities or matters undertaken or contemplated. The form of this communication is at the discretion of the Association Board. The Association Board shall be provided access to all written or visual materials provided to, or prepared by, the management committee(s), its board(s), employees, agents, consultants or contractors, subject to any applicable confidentiality agreement or requirements.

**MOTION**

Move that the Board of Directors appoint Director \_\_\_\_\_ as the REAP Member Representative and Director \_\_\_\_\_ as the Alternate Representative.



May 26, 2021

Mr. Chris Rose  
Executive Director  
Renewable Energy Alaska Project (REAP)  
308 G Street, Suite #225  
Anchorage, Alaska 99501

Subject: REAP Member and Alternate Representatives

Dear Mr. Rose:

Pursuant to Chugach Electric Association, Inc.'s Board Policy 107 (BP 107), Authority of the Association-Appointed Representative regarding Jointly Owned and Operated Assets, Section II.A. – II.B., appoints \_\_\_\_\_ as the Member Representative and \_\_\_\_\_ as the Alternate Representative to REAP.

These appointments shall continue until superseded by action of the Board.

I certify that these appointments have been approved in accordance with BP 107 and accepted by the Board of Directors of Chugach Electric Association, Inc.

Sincerely,

Lee D. Thibert  
Chief Executive Officer  
Chugach Electric Association, Inc.

Chugach Electric Association, Inc.

5601 Electron Drive, P.O. Box 196300, Anchorage, Alaska 99519-6300 • (907) 563-7494 Fax (907) 562-0027 • (800) 478-7494  
[www.chugachelectric.com](http://www.chugachelectric.com) • [info@chugachelectric.com](mailto:info@chugachelectric.com)



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

**REGULAR BOARD OF DIRECTORS' MEETING**  
**AGENDA ITEM SUMMARY**

**May 26, 2021**

**ACTION REQUIRED**

**AGENDA ITEM NO. VIII.E.**

Information Only  
 Motion  
 Resolution  
 Executive Session  
 Other

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**TOPIC**

Appointment of Alaska Power Association (APA) Member and Alternate Representatives

**DISCUSSION**

Board Policy 107, Authority of the Association-Appointed Representative Regarding Jointly Owned and Operated Assets, Section II.A. – II.B., states:

- A. The Association's representatives on a jointly owned asset management committee (whether the appointed representative or the alternate) are empowered and required to represent the Association's best interests in all votes taken by the management committee(s). The Association- representatives or alternates are required to obtain approval of the Association Board of Directors in advance of all votes on issues meeting the criteria set out below. The Association representatives or alternates are required to vote consistent with the direction of the Association Board on:
1. Decisions that cost the Association \$5,000,000 or more.
  2. Additions of participants in the ownership of jointly operated assets unless already provided for in agreements.
  3. Approval of annual operating and capital budgets that exceed \$10,000,000 net to the Association.
  4. Amendments to any joint operating or participation agreement relating to the jointly operated assets.
  5. Bonding for projects that could have a direct or indirect significant effect on the finances of the Association.

- B. The Association-appointed management committee representative(s) shall keep the Association Board and management fully informed of all significant jointly - operated activities or matters undertaken or contemplated. The form of this communication is at the discretion of the Association Board. The Association Board shall be provided access to all written or visual materials provided to, or prepared by, the management committee(s), its board(s), employees, agents, consultants or contractors, subject to any applicable confidentiality agreement or requirements.

**MOTION**

Move that the Board of Directors appoint \_\_\_\_\_ as the APA Member Representative and \_\_\_\_\_ as the Alternate Representative.



May 26, 2021

Ms. Crystal Enkvist  
Executive Director  
Alaska Power Association (APA)  
703 West Tudor Road, Suite 200  
Anchorage, Alaska 99503-6650

Subject: APA Member and Alternate Representatives

Dear Ms. Enkvist:

Pursuant to Chugach Electric Association, Inc.'s Board Policy 107 (BP 107), Authority of the Association-Appointed Representative regarding Jointly Owned and Operated Assets, Section II.A. – II.B., appoints \_\_\_\_\_ as the Member Representative and \_\_\_\_\_ as the Alternate Representative to APA.

These appointments shall continue until superseded by action of the Board.

I certify that these appointments have been approved in accordance with BP 107 and accepted by the Board of Directors of Chugach Electric Association, Inc.

Sincerely,

Lee D. Thibert  
Chief Executive Officer  
Chugach Electric Association, Inc.

Chugach Electric Association, Inc.

5601 Electron Drive, P.O. Box 196300, Anchorage, Alaska 99519-6300 • (907) 563-7494 Fax (907) 562-0027 • (800) 478-7494  
www.chugachelectric.com • info@chugachelectric.com

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

**REGULAR BOARD OF DIRECTORS' MEETING**  
**AGENDA ITEM SUMMARY**

**May 26, 2021**

**ACTION REQUIRED**

**AGENDA ITEM NO. VIII.F.**

- Information Only  
 Motion  
 Resolution  
 Executive Session  
 Other
- 

**TOPIC**

Appointment of ARCTEC Member, Management and Alternate Representatives

**DISCUSSION**

Article III, Section 7 of the Bylaws of the Alaska Railbelt Cooperative Transmission & Electric Company, Inc., ("ARCTEC") requires the Board of Directors of Chugach Electric Association to appoint in accordance with a resolution of the Board, the Member Representative, Management Representative and Alternate Representative of Chugach to the ARCTEC Board of Directors.

The Board of Directors adopts the attached Resolution appointing \_\_\_\_\_, as Chugach's Member Representative, Lee Thibert as Management Representative and \_\_\_\_\_ as Alternate Representative to the ARCTEC Board of Directors.

**MOTION**

Move that the Board of Directors adopt the Resolution appointing \_\_\_\_\_ as Chugach's Member Representative, Lee Thibert as Management Representative and \_\_\_\_\_ as Alternate Representative to the ARCTEC Board of Directors.



## RESOLUTION

### **Appointment of ARCTEC Member, Management and Alternate Representatives**

WHEREAS, Chugach Electric Association, Inc., is a member of the Alaska Railbelt Cooperative Transmission & Electric Company (“ARCTEC”); and

WHEREAS, pursuant to Article III, Section 7 of the Bylaws of ARCTEC, each member must formally appoint the Member Representative, Management Representative and Alternate Representative to the Board of Directors of ARCTEC; and

WHEREAS, pursuant to Board Policy 107, Authority of the Association-Appointed Representative Regarding Jointly Owned and Operated Assets, Section II.A. – II.B., states:

- A. The Association's representatives on a jointly owned asset management committee (whether the appointed representative or the alternate) are empowered and required to represent the Association's best interests in all votes taken by the management committee(s). The Association- representatives or alternates are required to obtain approval of the Association Board of Directors in advance of all votes on issues meeting the criteria set out below. The Association representatives or alternates are required to vote consistent with the direction of the Association Board on:
  1. Decisions that cost the Association \$5,000,000 or more.
  2. Additions of participants in the ownership of jointly operated assets unless already provided for in agreements.
  3. Approval of annual operating and capital budgets that exceed \$10,000,000 net to the Association.
  4. Amendments to any joint operating or participation agreement relating to the jointly operated assets.
  5. Bonding for projects that could have a direct or indirect significant effect on the finances of the Association.
  
- B. The Association-appointed management committee representative(s) shall keep the Association Board and management fully informed of all significant jointly - operated activities or matters undertaken or contemplated. The form of this communication is at the discretion of the Association Board. The Association Board shall be provided access to all written or visual materials provided to, or prepared by, the management committee(s), its board(s), employees, agents, consultants or contractors, subject to any applicable confidentiality agreement or requirements.

WHEREAS, Chugach wishes to actively participate in ARCTEC and the management of that organization; and

WHEREAS, the Member Representative and Alternate Representative will serve on the ARCTEC Board of Directors subject to any restrictions or limitations imposed by Chugach Bylaws or Board Policies;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors appoints \_\_\_\_\_ as the Member Representative to ARCTEC and appoints Lee Thibert, Chief Executive Officer to serve as the Management Representative to ARCTEC; and

BE IT, FURTHER RESOLVED, that the Board of Directors appoints \_\_\_\_\_ as the Alternate Representative to ARCTEC.

**CERTIFICATION**

I, James Henderson, 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 26th day of May 2021; 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 26th day of May 2021.

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Secretary



May 26, 2021

Secretary  
Alaska Railbelt Cooperative  
Transmission & Electric Company, Inc.  
c/o Alaska Power Association, Inc.  
703 West Tudor, Suite 200  
Anchorage, AK 99503

Secretary:

Pursuant to Article III, Section 7 of the Bylaws of the Alaska Railbelt Cooperative Transmission & Electric Company, Inc., ("ARCTEC") the Board of Directors of Chugach Electric Association, Inc., appoints \_\_\_\_\_ as the Member Representative, Lee Thibert, Chief Executive Officer to serve as the Management Representative and \_\_\_\_\_ as the Alternate Representative to ARCTEC.

These appointments shall continue until superseded by action of the Board.

I certify that these appointments have been approved in accordance with a resolution duly adopted by the Board of Directors of Chugach Electric Association, Inc.

Sincerely,

\_\_\_\_\_  
Chair of the Board of Directors  
Chugach Electric Association, Inc.

\_\_\_\_\_  
Secretary of the Board of Directors  
Chugach Electric Association, Inc.

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

**REGULAR BOARD OF DIRECTORS' MEETING**  
**AGENDA ITEM SUMMARY**

**May 26, 2021**

**ACTION REQUIRED**

**AGENDA ITEM NO. X.A.**

Information Only  
 Motion  
 Resolution  
 Executive Session  
 Other

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**TOPIC**

Beluga River Unit Agreement

**DISCUSSION**

As discussed in Executive Session.

**MOTION**

Move that the Board of Directors adopt and approve the attached resolution approving the form, terms, and provisions of the Beluga River Unit Agreement attached thereto as Exhibit A. The resolution and attached Exhibit A shall remain confidential until such time as Chugach and Hilcorp mutually agree otherwise.