

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

ANNUAL MEMBERSHIP MEETING

AGENDA

Mark Wiggin, Chair
Sisi Cooper, Vice Chair
Rachel Morse, Treasurer
Susanne Fleek-Green, Secretary

Bettina Chastain, Director
Jim Nordlund, Director
Dan Rogers, Director

May 30, 2025

4:00 p.m.

ChangePoint Alaska

- I. CALL TO ORDER (*Mark Wiggin, Board Chair*)
 - II. OPENING CEREMONIES
 - A. *Presentation of Colors (Alaska Military Youth Academy, Color Guard)*
 - B. *National Anthem (Lisa Herring)*
 - C. *Pledge of Allegiance (Mark Wiggin, Board Chair)*
 - D. *Land Acknowledgement (Mark Wiggin, Board Chair)*
 - E. *Announcements (Julie Hasquet, Emcee)*
 - F. *Introductions (Julie Hasquet, Emcee)*
 - III. QUORUM REPORT (*Dawn Bundick, Master Election Judge*)
 - IV. APPROVAL OF ANNUAL MEETING MINUTES*
 - A. *May 17, 2024, Annual Meeting Minutes*
 - V. UNFINISHED BUSINESS (*none*)
 - VI. NEW BUSINESS (*none*)
 - VII. MEMBER COMMITTEE REPORTS
 - A. *Nominating Committee (Louise Lazur, Nominating Committee Vice Chair)*
 - B. *Bylaws Committee (Jim Strandberg, Bylaws Committee Chair)*
 - VIII. ELECTION OF DIRECTORS
 - A. *Introduction of Candidates (Julie Hasquet, Emcee)*
- 10 Minute Recess – Last Chance to Register and Vote
- B. *Close of Registration and Voting (Mark Wiggin, Board Chair)*

* *Denotes Action Items*

** *Denotes Possible Action Items*

- IX. OFFICER REPORTS
 - A. *Board Report and Video (Mark Wiggin, Board Chair)*
 - B. *Treasurer's Report (Rachel Morse, Board Treasurer)*
 - C. *Chief Executive Officer's Report (Arthur Miller, CEO)*
- X. MEMBER QUESTIONS AND COMMENTS (*Arthur Miller, CEO/Julie Hasquet, Emcee*)
- XI. DOOR PRIZES (*Julie Hasquet, Emcee*)
- XII. REPORT ON ELECTION RESULTS (*Dawn Bundick, Master Election Judge*)
- XIII. SURPLUS VEHICLE DRAWING (*Julie Hasquet, Emcee*)
- XIV. ADJOURNMENT* (8:00 p.m.)

* *Denotes Action Items*

** *Denotes Possible Action Items*

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

May 17, 2024
Friday
6:00 P.M.

ANNUAL MEMBERSHIP MEETING

**I. CALL TO ORDER, PRESENTATION OF COLORS, NATIONAL ANTHEM,
PLEDGE OF ALLEGIANCE, WELCOME, INTRODUCE MASTER OF
CEREMONIES**

Vice Chair Cooper convened the Annual Membership Meeting of Chugach Electric Association, Inc., at 6:02 p.m. at ChangePoint Alaska, 6689 Changepoint Drive, Anchorage, Alaska.

Vice Chair Cooper led the audience in the Pledge of Allegiance to the flag of the United States of America.

The following board members were present:

Sisi Cooper, Vice Chair
Rachel Morse, Treasurer
Susanne Fleek-Green, Secretary
Mark Wiggin, Director
Bettina Chastain, Director
Jim Norlund, Director
Sam Cason, Chair, *Excused*

The following participants in the program were present:

Arthur Miller, Chief Executive Officer (CEO)
Julie Hasquet, Emcee, Sr. Manager of Corporate Communications
Dawn Bundick, Master Election Judge
Heidi Hansen, Nominating Committee Chair
Jim Strandberg Bylaws Committee Chair
Barbara Simpson Kraft, Parliamentarian
Todd Lindley, Member and Candidate
Dan Rogers, Member and Candidate

II. LAND ACKNOWLEDGMENT

Vice Chari Cooper acknowledged that we gather today on the traditional lands of the Dena'ina Athabascans. For thousands of years, the Dena'ina have been and continue to be the stewards of this land. It is with gratitude and respect that we recognize the contributions, innovations, and contemporary perspectives of the upper Cook Inlet Dena'ina. On behalf of the full Chugach Board and Management the members were thanked for attending the meeting as members of the cooperative and owners of Chugach.

III. ANNOUNCEMENTS, INTRODUCTIONS

Julie Hasquet, made announcements and introductions. All members in attendance were encouraged to sign in at the registration table to establish a quorum.

IV. REPORT OF QUORUM

As of 6:13 p.m., Dawn Bundick, Master Election Judge, reported that there were 254 members that had registered. With the quorum being 50, a quorum was present for the meeting.

V. OFFICIAL NOTICE OF MEMBER MEETING

As required by the Bylaws, on March 29, 2024, each Chugach member was mailed the 2024 Official Notice of annual meeting date, time, and agenda of the 2024 annual meeting.

Notices announcing the time and date of the Annual Meeting also appeared in the Chugach Outlet, on Chugach's website, in social media posts, as well as advertised in the Anchorage Daily News.

VI. APPROVAL OF ANNUAL MEETING MINUTES

The minutes of the May 19, 2023 Annual Membership Meeting were distributed to the members. There was a motion to waive the reading of the May 19, 2023 Annual Membership Meeting minutes. The motion was seconded and approved by the membership. There was a motion to approve the minutes of the May 19, 2023 Annual Membership Meeting. The motion was seconded and passed by the membership. The minutes were approved as written.

VII. UNFINISHED BUSINESS, NEW BUSINESS

None.

VIII. NOMINATING COMMITTEE REPORT

Heidi Hansen, Chair of the Nominating Committee, explained the process for selecting the candidates for directors and encouraged the membership to volunteer for one of the member committees. She also expressed appreciation to all the committee members.

IX. BYLAWS COMMITTEE REPORT

Jim Strandberg, Chair of the Bylaws Committee, reported the committee held a series of

meetings and the committee is recommending approval of two proposed Bylaw changes. Mr. Strandberg discussed the committee's recommended Bylaw changes that were presented to the membership for consideration. He expressed his appreciation to all the committee members for their contribution on behalf of the membership and encouraged the membership to volunteer for one of the member committees.

X. INTRODUCTION OF CANDIDATES

Ms. Hasquet introduced the candidates running for the Board of Directors. Those candidates were:

- A. *Sam Cason*
- B. *Todd Lindley*
- C. *Dan Rogers*
- D. *Mark Wiggin*

XI. RECESS (*Last Chance to Register and Vote*)

At 6:22 p.m., Ms. Hasquet, announced that registration and voting would officially close at 6:32 p.m. Ms. Hasquet announced a short recess in order to allow members additional time to register and vote.

XII. CLOSE OF REGISTRATION AND VOTING

At 6:32 p.m., Director Chastain announced that registration and voting was officially closed and reconvened the meeting.

XIII. MEETING RESUMES

At 6:32 p.m., the meeting resumes.

XIV. BOARD VIDEO

Vice Chair Cooper introduced the Board of Directors video, highlighting the accomplishments and challenges during the past year.

XV. TREASURER'S REPORT AND VIDEO

Vice Chair Cooper introduced Director Rachel Morse, who delivered the Treasurer's report along with a presentation highlighting Chugach's finances over the past year. Director Morse introduced Beth Stuart, KPMG, engagement partner for the Chugach Electric audit and directed the membership to hold questions until the Question-and-Answer portion of the meeting.

XVI. CHIEF EXECUTIVE OFFICER REPORT

Director Rachel Morse introduced Arthur Miller, Chief Executive Officer, who delivered the CEO's report presenting topics about Chugach's year overview and outlook, decarbonization, gas supply, projects, and a video about energy future. Mr. Miller remarked on the accomplishments of Chugach employees and thanked the committee members for donating their time and the Board of Directors for their dedication.

XVII. QUESTIONS / COMMENTS

CEO, Arthur Miller, and Directors, responded to questions from the audience.

XVIII. DOOR PRIZE

Door prizes were drawn at this time.

XIX. REPORT OF VOTING RESULTS

Master Election Judge, Dawn Bundick announced the results of the election:

12,666	Total electronic ballots cast in the 2024 election.
12,551	Total Members cast votes prior to the Annual Meeting.
115	In-person ballots cast at tonight's meeting.

It was noted that 14.08% of the record date membership voted in this election.

Proposed Bylaws Amendment:

1. "Changing the number of meetings the Board of Directors may be compensated for."

Yes - 10,580

No - 1,686

The Bylaw amendment passed.

2. "Cleaning up some small grammatical and style edits in the Bylaws."

Yes - 9,384

No - 2,870

The Bylaw amendment passed.

Director Candidates:

<u>Number of votes</u>	<u>Name</u>
5,892	<i>Sam Cason</i>
4,877	<i>Todd Lindley</i>
6,449	<i>Dan Rogers</i>
6,675	<i>Mark Wiggin</i>

Dan Rogers and Mark Wiggin have been elected to 4-year terms.

XX. SURPLUS VEHICLE DRAWING

Surplus vehicle drawing was drawn at this time.

XXI. ADJOURNMENT

At 7:26 p.m., the membership moved and seconded the motion to adjourn. The motion passed unanimously.