

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

**REGULAR BOARD OF DIRECTORS' MEETING**

**AGENDA**

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

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

---

**May 23, 2018**

**4:00 p.m.**

**Chugach Boardroom**

---

I. CALL TO ORDER

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

II. APPROVAL OF THE AGENDA\*

III. PERSONS TO BE HEARD

- A. *Member Comments*

IV. CONSENT AGENDA\*

- A. *Board Calendar*
- B. *Training and Conferences*
  - 1. *NRECA Summer School for Directors, July 27, 2018 – August 1, 2018, Savannah, GA (Deadline for conference and hotel registration is June 4, 2018)*
  - 2. *2018 NRECA Region 9 Meeting, September 25-27, 2018, Anchorage, AK (Deadline for conference registration is August 1, 2018)*
- C. *Minutes*
  - 1. *April 25, 2018, Regular Board of Directors' Meeting (Quezon-Vicente)*
  - 2. *April 26, 2018, Chugach Candidate Forum (Portades)*
  - 3. *May 7, 2018, Regular Board of Directors' Meeting (Quezon-Vicente)*
  - 4. *May 21, 2018, Special Board of Directors' Meeting (Portades)*
  - 5. *May 22, 2018, Regular Board of Directors' Meeting (Portades)*
- D. *Director Expenses*
- E. *FY2018 Tax Services (KPMG) (S. Highers)*

V. CEO REPORTS AND CORRESPONDENCE

- A. *1<sup>st</sup> Quarter 2018 Sustainability Measurements (Vecera)*
- B. *Update – Community Solar (Skaling/Miller)*

- C. *Board Policy (BP) Scheduled Tasks:*
1. *BP 401 – Delegation of Authority from Board of Directors to CEO – Annual Report on Staffing (Andrews)*
  2. *BP 401 – Delegation of Authority from Board of Directors to CEO – Annual Report on Employee Benefits, Employer Contributions, and What Percent Fringes are of Payroll (Andrews)*
  3. *BP 504 – Prevention and Detection of Theft of Electrical Service – Annual Report (Andrews)*
  4. *BP 507 – Energy Efficiency Conservation – Annual Report (Ayers/Andrews)*
  5. *BP 508 – Identity Theft Prevention Program – Annual Report (Andrews)*

VI. DIRECTOR REPORTS

- A. *Alaska Railbelt Cooperative Transmission & Electric Company (ARCTEC) Report*
- B. *Board Committee Reports (Audit and Finance, Operations, & Governance)*
- C. *Other Meeting Reports*

VII. UNFINISHED BUSINESS\* (scheduled)

- A. *Discussion – Board Election Procedures*
- B. *Election of Officers\* (Board)*
- C. *Committee Assignments and Appointment of Board Liaisons (Board)*
- D. *Director Cooper's Qualification to serve on the Chugach Electric Association Board of Directors\* (Board)*

VIII. NEW BUSINESS\* (scheduled)

- A. *Adopt of Calendar of Regular Meetings of the Board of Directors\* (Owens/Thibert)*
- B. *Appointment of ARCTEC Member, Management and Alternate Representatives\* (Housekeeping)*
- C. *Appointment of REAP Member and Alternate Representatives\* (Housekeeping)*
- D. *Approve Simplified Rate Filing: March 2018 Test Year\* (Kornmuller/Miller)*
- E. *Project Authorization for Beluga Unit 3\* (D. Highers/Risse)*

IX. EXECUTIVE SESSION\* (scheduled)

- A. *Update - Legislative Affairs*
- B. *On-Going Strategic Matters*
  1. *Initiatives Under Consideration*
  2. *Outstanding Risks to the Association*

X. DIRECTOR COMMENTS

XI. ADJOURNMENT\*

\* *Denotes Action Items*

\*\* *Denotes Possible Action Items*

# ATV Safety





# ATVs are Fun!







# ATVs are fun until this happens



# ATV Injury facts

- ▶ About 800 people die in ATV accidents every year. 135,000 are injured.
- ▶ About 30% involved in ATV accidents are children.
- ▶ More people get hurt on ATVs than on motorcycles, skateboards, watercraft, and snowmobiles combined.
- ▶ ATV non-fatal injuries tend to be severe.



# What makes ATVs dangerous

- ▶ ATVs are heavy.
- ▶ ATVs do not have seatbelts.
- ▶ Despite their name and rugged looks, all-terrain vehicles really aren't made for all terrains. They come with more than two dozen hazard warnings that advise riders to stay away from steep slopes, rough terrain, paved roads, and slippery or loose soil.
- ▶ ATVs are "rider-active", meaning that it's up to riders to keep them upright using balance and skill
- ▶ ATVs have high ground clearance and a narrow track width, making them less stable than cars and present a high risk of overturning.
- ▶ Children lack the strength, coordination, and judgment to operate ATVs safely.



# Being safe on ATVs – Golden rules

- Always wear a DOT-compliant helmet, goggles, long sleeves, long pants, over-the-ankle boots, and gloves.
- Never ride under the influence of alcohol or drugs.
- Never carry a passenger on a single-rider ATV, and no more than one passenger on an ATV specifically designed for two people.
- Stay off paved roads, steep slopes, and rocky terrain.
- Ride an ATV that's right for your age.
- Supervise riders younger than 16; ATVs are not toys.
- Ride only on designated trails and at a safe speed.
- Take an ATV safety course.

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

**REGULAR BOARD OF DIRECTORS' MEETING**

**AGENDA**

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

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

---

**May 23, 2018**

**4:00 p.m.**

**Chugach Boardroom**

---

I. CALL TO ORDER

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

II. APPROVAL OF THE AGENDA\*

III. PERSONS TO BE HEARD

- A. *Member Comments*

IV. CONSENT AGENDA\*

- A. *Board Calendar*
- B. *Training and Conferences*
  - 1. *NRECA Summer School for Directors, July 27, 2018 – August 1, 2018, Savannah, GA (Deadline for conference and hotel registration is June 4, 2018)*
  - 2. *2018 NRECA Region 9 Meeting, September 25-27, 2018, Anchorage, AK (Deadline for conference registration is August 1, 2018)*
- C. *Minutes*
  - 1. *April 25, 2018, Regular Board of Directors' Meeting (Quezon-Vicente)*
  - 2. *April 26, 2018, Chugach Candidate Forum (Portades)*
  - 3. *May 7, 2018, Regular Board of Directors' Meeting (Quezon-Vicente)*
  - 4. *May 21, 2018, Special Board of Directors' Meeting (Portades)*
  - 5. *May 22, 2018, Regular Board of Directors' Meeting (Portades)*
- D. *Director Expenses*
- E. *FY2018 Tax Services (KPMG) (S. Highers)*

V. CEO REPORTS AND CORRESPONDENCE

- A. *1<sup>st</sup> Quarter 2018 Sustainability Measurements (Vecera)*
- B. *Update – Community Solar (Skaling/Miller)*

- C. *Board Policy (BP) Scheduled Tasks:*
1. *BP 401 – Delegation of Authority from Board of Directors to CEO – Annual Report on Staffing (Andrews)*
  2. *BP 401 – Delegation of Authority from Board of Directors to CEO – Annual Report on Employee Benefits, Employer Contributions, and What Percent Fringes are of Payroll (Andrews)*
  3. *BP 504 – Prevention and Detection of Theft of Electrical Service – Annual Report (Andrews)*
  4. *BP 507 – Energy Efficiency Conservation – Annual Report (Ayers/Andrews)*
  5. *BP 508 – Identity Theft Prevention Program – Annual Report (Andrews)*

VI. DIRECTOR REPORTS

- A. *Alaska Railbelt Cooperative Transmission & Electric Company (ARCTEC) Report*
- B. *Board Committee Reports (Audit and Finance, Operations, & Governance)*
- C. *Other Meeting Reports*

VII. UNFINISHED BUSINESS\* (scheduled)

- A. *Discussion – Board Election Procedures*
- B. *Election of Officers\* (Board)*
- C. *Committee Assignments and Appointment of Board Liaisons (Board)*
- D. *Director Cooper’s Qualification to serve on the Chugach Electric Association Board of Directors\* (Board)*

VIII. NEW BUSINESS\* (scheduled)

- A. *Adopt of Calendar of Regular Meetings of the Board of Directors\* (Owens/Thibert)*
- B. *Appointment of ARCTEC Member, Management and Alternate Representatives\* (Housekeeping)*
- C. *Appointment of REAP Member and Alternate Representatives\* (Housekeeping)*
- D. *Approve Simplified Rate Filing: March 2018 Test Year\* (Kornmuller/Miller)*
- E. *Project Authorization for Beluga Unit 3\* (D. Highers/Risse)*

IX. EXECUTIVE SESSION\* (scheduled)

- A. *Update - Legislative Affairs*
- B. *On-Going Strategic Matters*
  1. *Initiatives Under Consideration*
  2. *Outstanding Risks to the Association*

X. DIRECTOR COMMENTS

XI. ADJOURNMENT\*

\* *Denotes Action Items*

\*\* *Denotes Possible Action Items*



# May 2018

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

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
		<ul style="list-style-type: none"> <li>5:30PM - 7:00PM Election Committee Meeting (Crawford) (Boardroom)</li> <li>5:30PM - 6:30PM Election Committee Meeting (BoardroomCR)</li> </ul>			<ul style="list-style-type: none"> <li>1:30PM - 2:30PM Mtg w/ Cooper (Review Audit and Finance Packet) (BoardRoomCR)</li> </ul>	
29	30	1	2	3	4	5
	<ul style="list-style-type: none"> <li>11:30AM - 12:30PM Video Taping (Treasurer's Report for Annual Meeting) (Gonzalez (2804 W Northern Lights))</li> <li>4:00PM - 7:00PM Audit and Finance Committee Meeting Followed by Regular Board of Directors' Meeting (Chugach Boardroom)</li> </ul>	<ul style="list-style-type: none"> <li>5:30PM - 7:00PM Elections Committee (Crawford) (Chugach Boardroom)</li> </ul>			<ul style="list-style-type: none"> <li>1:30PM - 2:30PM REAP Public Policy Committee (Cooper &amp; Parks) (REAP HQ or Teleconference 641-715-3570 / 711554#)</li> </ul>	
6	7	8	9	10	11	12
		<ul style="list-style-type: none"> <li>9:00AM - 11:00AM ARCTEC Mtg (Crawford &amp; Henderson) (Chugach Board Room)</li> <li>5:30PM - 6:30PM Election Committee Meeting (BoardroomCR)</li> </ul>				
13	14	15	16	17	18	19
	<ul style="list-style-type: none"> <li>2:30PM - 4:00PM Mtg w/ Bettina (Run-Thru - Annual Meeting &amp; Prep for Board Meetings) (LDT's Office)</li> <li>4:00PM - 6:30PM Special Board of Directors Meeting (BoardroomCR)</li> </ul>	<ul style="list-style-type: none"> <li>6:00PM - 9:00PM 2018 Chugach Annual Meeting Followed By a Regular Board of Directors Meeting (Dena'ina Center)</li> </ul>	<ul style="list-style-type: none"> <li>9:00AM - 12:00PM RCA Meeting (701 West Eight Avenue, Suite 300)</li> <li>4:00PM - 7:00PM Regular Board of Directors Meeting (Board of Directors Meeting)</li> </ul>	<ul style="list-style-type: none"> <li>1:30PM - 2:30PM REAP Public Policy Committee (Cooper/Parks) (REAP HQ or Teleconference 641-715-3570 / 711554#)</li> <li>4:00PM - 6:00PM Operations Committee Meeting (BoardroomCR)</li> </ul>		
20	21	22	23	24	25	26
	<b>Memorial Day ♦ Ur</b>			<ul style="list-style-type: none"> <li>1:00PM - 3:30PM ARCTEC Mtg (APA Board Room)</li> </ul>		
27	28	29	30	31	1	2

# June 2018

May 2018						
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		

July 2018						
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
				● 1:00PM - 3:30PM ARCTEC Mtg (APA Board Room)		
27	28	29	30	31	1	2
● 1:00PM - 5:00PM Chugach Picnic (Alaska Zoo)						
3	4	5	6	7	8	9
10	11	12	13	14	15	16
					NRECA Summer Schools... ♦ Coeur D' Ale	
17	18	19	20	21	22	23
NRECA Summer Schools for Directors (West) ♦ Coeur D' Alene, ID						
	● 4:30PM - 7:00PM Operations Committee Meeting (BoardroomCR)		● 4:00PM - 7:00PM Regular Board of Directors Meeting (BoardroomCR)		● 9:30AM - 2:30PM Tentative Board Trip to Beluga - Unit 3 Outage (All) (Details to Follow)	
24	25	26	27	28	29	30

# July 2018

June 2018						
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 2018						
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			
1	2	3	4	5	6	7
8	9	10	4:00PM - 6:00PM TENTATIVE: Internal Controls Workshop (BoardRoomCR)	12	13	14
15	16	17	18	19	20	21
22	23	24	4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR)	26	NRECA Summer School ... ♦ Savannah, GA	
NRECA Summer School for Directors (East) ♦ Savannah, GA				26	27	28
29	30	31	1	2	3	4



# August 2018

July 2018						
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 2018						
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
NRECA Summer School for Directors (East) ♦ Savannah, GA						
29	30	31	1	2	3	4
			● 4:00PM - 7:00PM Audit and Finance Committee Meeting (BoardroomCR)			
5	6	7	8	9	10	11
12	13	14	15	16	17	18
● 4:30PM - 7:00PM Operations Committee Meeting (BoardroomCR)			● 4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR)			
19	20	21	22	23	24	25
Strategic Planning w/Board ♦ Talkeetna Alaskan Lodge ♦ Connie Owens						
26	27	28	29	30	31	1

# September 2018

August 2018						
S	M	T	W	T	F	S
			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	

October 2018						
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
26	27	28	29	30	31	1
	Labor Day ♦ United					
2	3	4	5	6	7	8
			Gettysburg Leadership Experience ♦ Gettysburg, PA			
9	10	11	12	13	14	15
			4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR)			
16	17	18	19	20	21	22
		2018 NRECA Region 9 Meeting (9/25 Pr... ♦ Anchorage, Alaska)			2018 NACD Global	
23	24	25	26	27	28	29
2018 NACD Global Board Leaders' S... ♦ Washington DC						
30	1	2	3	4	5	6

# October 2018

September 2018						
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 2018						
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
2018 NACD Global Board Leaders' S... ♦ Washington DC						
30	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	Gettysburg Leadership Experience ♦ Gettysburg, PA ● 4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR)			27
28	29	30	31	1	2	3



# November 2018

October 2018						
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			

December 2018						
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
28	29	30	31	1	2	3
4	5	<ul style="list-style-type: none"> <li>4:00PM - 7:00PM Audit and Finance Committee Meeting (Budget) (BoardroomCR)</li> </ul>	<ul style="list-style-type: none"> <li>4:00PM - 7:00PM Audit and Finance Committee Meeting (BoardroomCR)</li> </ul>	8	9	10
11	12	13	14	15	16	17
18	19	20	21	Thanksgiving Holid.	Thanksgiving Holid.	24
25	<ul style="list-style-type: none"> <li>11:00AM - 2:00PM Chugach Legislative Reception (TBD)</li> <li>11:30AM - 1:30PM Tentative Legislation Reception</li> </ul>	27	<ul style="list-style-type: none"> <li>4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR)</li> </ul>	29	NRECA Winter School ... ♦ Nashville, TN	
	26		28		30	1

# December 2018

November 2018						
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 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
	<ul style="list-style-type: none"> <li>11:00AM - 2:00PM Chugach Legislative Reception (TBD)</li> <li>11:30AM - 1:30PM Tentative Legislation Reception</li> </ul>		<ul style="list-style-type: none"> <li>4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR)</li> </ul>		NRECA Winter School ... ♦ Nashville, TN	
25	26	27	28	29	30	1
NRECA Winter School for Directors ♦ Nashville, TN						
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	<ul style="list-style-type: none"> <li>4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR)</li> </ul>	19	20	21
23	Christmas Eve Holi	Christmas Day Holi				
24	25	26	27	28	29	
30	New Year's Eve Holi	New Year's Day Holi				
31	1	2	3	4	5	

# January 2019

December 2018						
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 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		

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

# February 2019

January 2019						
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		

March 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
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	1	2

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

# March 2019

February 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		

April 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
			● 4:00PM - 7:00PM Regular Board of Directors Meeting (Boardroom)			
24	25	26	27	28	1	2
				NRECA - Director Education (3/7-3... ♦ Orlando, FL		
3	4	5	6	7	8	9
NRECA - Director E			NRECA Annual Meeting (3/10 - 3/13) ♦ Orlando, FL ♦ Connie Owens			
10	11	12	13	14	15	16
	● 4:00PM - 7:00PM Audit and Finance Committee Followed by a Special Board of Directors Meeting (BoardroomCR)	Tentative: Board Trip to Juneau (3/19-3/21)				
17	18	19	20	21	22	23
			● 4:00PM - 7:00PM Regular Board of Directors Meeting (BoardroomCR)			
24	25	26	27	28	29	30
31	1	2	3	4	5	6



# April 2019

March 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						

May 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
31	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	● 4:00PM - 5:00PM Community Meeting - Board of Directors Candidate Forum (TrainingRoom)	19	20
21	22	23	● 4:00PM - 7:00PM Regular Board of Directors Meeting (BoardroomCR)	25	26	27
28	29	30	1	2	3	4



MENU



# Summer School for Directors

Savannah, GA | July 27 - August 1, 2018

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

REGISTER

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

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

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

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

### Course Categories:

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

<b>DAY 1</b> (FRI.) <b>June 22</b> <b>July 27</b>	<b>DAY 2</b> (SAT.) <b>June 23</b> <b>July 28</b>	<b>DAY 3</b> (SUN.) <b>June 24</b> <b>July 29</b>	<b>DAY 4</b> (MON.) <b>June 25</b> <b>July 30</b>	<b>DAY 5</b> (TUES.) <b>June 26</b> <b>July 31</b>	<b>DAY 6</b> (WED.) <b>June 27</b> <b>August 1</b>
--	--	--	--	---	---

### Board Leadership Certificate Courses (BLC)

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

### Credentialed Cooperative Director Courses (CCD)

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



# Regional Meeting 7&9

Anchorage, AK | September 25 - 27, 2018

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

7 & 9

## Regional Meeting

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

## Your Regional Meeting Advantages:

---

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

### Questions about Program ?

Kristen Wheeler

703-907-5695

[Kristen.Wheeler@nreca.coop](mailto:Kristen.Wheeler@nreca.coop)

### Questions about Registration?

Registration

703-907-6875

[accountsreceivable@nreca.coop](mailto:accountsreceivable@nreca.coop)



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

**April 25, 2018**  
**Wednesday**  
**4:00 p.m.**

**REGULAR BOARD OF DIRECTORS' MEETING**

Recording Secretary: Arden Quezon-Vicente

**I. CALL TO ORDER**

Chair Chastain called the Regular Board of Directors' Meeting to order at 4:00 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

Jim Henderson, Secretary

Sisi Cooper, Treasurer (*arrived at 4:10 p.m.*)

Harry Crawford, Director

Stuart Parks, Director

Rachel Morse, Director

*Guests and Staff in Attendance:*

Lee Thibert

Arthur Miller

Josh Travis

Connie Owens

Paul Risse

Teresa Kurka

Brian Hickey

Julie Hasquet

Phil Steyer

Sherri Highers

Tom Schulman

Jody Wolfe

Mark Fouts

Sean Skaling

Kathy Harris

Matthew Clarkson

Josh Resnick

Renee Curran

Tyler Andrews

Andrew Laughlin

James Mullican

Burke Wick

Luke Sliman

Marty Freeman

C. *Safety Minute*

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

**II. APPROVAL OF THE AGENDA**

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

The motion passed unanimously.

*Director Cooper was not present at the time of vote.*

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

- A. *Member Comments*

### **IV. CONSENT AGENDA**

- A. *Board Calendar*
- B. *Training and Conferences*
  - 1. *NRECA Summer Schools, June 22-27, 2018, Coeur D'Alene, ID (Deadline for conference and hotel registration is May 3, 2018)*
  - 2. *NRECA Summer School for Directors, July 27, 2018 – August 1, 2018, Savannah, GA (Deadline for conference and hotel registration is June 4, 2018)*
  - 3. *2018 NRECA Region 9 Meeting, September 25-27, 2018, Anchorage, AK (Deadline for conference registration is August 1, 2018)*
- C. *Minutes*
  - 1. *March 28, 2018, Regular Board of Directors' Meeting (Portades)*
  - 2. *April 18, 2018, Regular Board of Directors' Meeting (Quezon-Vicente)*
- D. *Director Expenses*
- E. *NRECA 2018 Annual and Regional Meeting Voting Delegate/Alternate (Board)*

*Director Cooper arrived at 4:10 p.m.*

Chair Chastain discussed the upcoming trainings and conference and stated that for any Directors interested in attending, to coordinate with Connie Owens.

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

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

- A. *1<sup>st</sup> Quarter 2018 Safety Report (Skaling/Miller)*

Tyler Andrews, VP, Member and Employee Services discussed the 1<sup>st</sup> Quarter 2018 Safety Report and responded to questions from the Board.
- B. *1<sup>st</sup> Quarter 2018 Communications Report (Hasquet)*

The 1<sup>st</sup> Quarter 2018 Communications Report was provided in the meeting packet.
- C. *Election Status Update (Kurka/Andrews)*

The Election Status Update was provided in the meeting packet.
- D. *January 2018 Financial Statements and Variance Report (Harris/Curran)*

The January 2018 Financial Statements and Variance Report was provided in the packet.

- E. *February 2018 Financial Statements and Variance Report (Harris/Curran)*  
The February 2018 Financial Statements and Variance Report was provided in the packet.

Lee Thibert, Chief Executive Officer (CEO) discussed the January and February 2018 Financial Statements and Variance Reports. Lee Thibert, CEO, Arthur Miller, VP Regulatory & External Affairs and Sherri Highers, Chief Financial Officer (CFO) and VP Finance and Administration responded to questions from the Board.

- F. Update – Storm Related Outages (Wick)  
Burke Wick, Director, System Controls discussed the Update – Storm Related Outages. Mr. Wick and Lee Thibert, CEO responded to questions from the Board.

## **VI. DIRECTOR REPORTS**

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

Director Crawford and Lee Thibert, CEO reported on ARCTEC meetings on April 19 and April 23, 2018.

Lee Thibert, CEO stated that the next ARCTEC meeting is scheduled on May 2, 2018 at 9:00 a.m. and deferred further discussion in the Executive Session.

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

Director Cooper stated that there has been no Audit and Finance Committee Meeting and deferred further discussion in the Executive Session.

Director Parks stated that there has been no Operations Committee Meeting and that the next Operations Committee Meeting is scheduled on May 21, 2018.

Director Reeves stated that there has been no Governance Committee Meeting but there is a lot of work to do and will discuss further in Executive Session.

- C. *Other Meeting Reports*

Directors Cooper and Parks reported on the April 24, 2018 REAP Quarterly Board Meeting.

## **VII. UNFINISHED BUSINESS**

None

## **VIII. NEW BUSINESS**

- A. *Debarr Substation Rebuild – Electric Power Constructors, Inc. Change Order\* (Laughlin/Hickey)*

Brian Hickey, Sr. VP System Operations introduced Andrew Laughlin, Sr. Manager, Transmission and Substation Engineering. Mr. Hickey discussed the

Debarr Substation Rebuild – Electric Power Constructors, Inc. Change Order and responded to questions from the Board.

Director Parks moved and Director Reeves seconded the motion that the Board of Directors approve the resolution authorizing the Chief Executive Officer to execute a change order for the Debarr Substation Rebuild, increasing the amount not to exceed from \$1,729,590.14 by \$597,841.38 to a new amount not to exceed of \$2,327,431.52 with Electric Power Constructors, Inc. The motion passed unanimously.

**IX. EXECUTIVE SESSION**

*A. Strategic Planning*

At 4:57 p.m., Director Morse moved and Director Cooper seconded the motion that pursuant to Alaska Statute 10.25.175 (c)(1), (2) 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; 2) discuss personnel matters that may tend to prejudice the reputation or character of a person; however, the person may request a public discussion; and, 3) receive reports upon legal matters that are attorney/client privileged, the immediate knowledge of which could have an adverse effect on the legal position of the cooperative. The motion passed unanimously.

*The meeting reconvened in open session at 8:55 p.m.*

**X. NEW BUSINESS\* (continued)**

*A. 2017 CEO Evaluation, Performance Matrix and Compensation\* (Board)*

Director Cooper moved and Director Reeves seconded the motion that the Board of Directors approve the 2017 CEO evaluation and performance matrix. A merit increase in the amount of 5% of base salary, and a performance payment in the amount of 27.3% 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 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, 2018 and does not include any gross up.

Director Cooper requested a friendly amendment on the original motion to add, “and discussed and supplemented by the Board of the Directors during Executive Session.” after the word developed. Director Reeves accepted the friendly amendment. The motion passed unanimously as amended.

*B. 2018 CEO Performance Parameters and Project Specific Objectives\*\* (Board)*

No action taken. Agenda item will be discussed at a later Board meeting.

**XI. DIRECTOR COMMENTS**

Director comments were made at this time.

**XII. ADJOURNMENT**

At 9:04 p.m., Director Crawford moved and Director Henderson seconded the motion to adjourn. The motion passed unanimously.

---

James Henderson, Secretary  
Date Approved: May 23, 2018



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

**April 26, 2018**  
**Thursday**  
**4:00 p.m.**

**CHUGACH CANDIDATE FORUM**

Recording Secretary: Divina Portades

**I. CALL TO ORDER**

Chair Chastain called the Chugach Candidate Forum to order at 4:01 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  
James Henderson, Secretary  
Sisi Cooper, Treasurer  
Harry Crawford, Director  
Rachel Morse, Director

*Guests and Staff in Attendance:*  
Guests and staff were in attendance.

**II. APPROVAL OF THE AGENDA**

No action taken at this time.

**III. MODERATOR**

Chair Chastain introduced Steve Strait, Chair of the Nominating Committee as the Moderator.

A. *Candidates*  
i. *James Henderson*  
ii. *Harold Hollis*  
iii. *Rachel Morse*  
iv. *Mitchell Roth*

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

Steve Strait, 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 apiece)*

*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 apiece)*

*Candidates responded to chosen show of hands question 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 apiece)*

*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 answers)*

*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 apiece)*

*Candidates' closing statements were made at this time.*

Steve Strait, Moderator, turned the Candidate Forum back over to Chair Chastain.

**XI. ADJOURNMENT**

At 4:51 p.m., the Candidate Forum adjourned. No action taken.

---

Jim Henderson, Secretary

Date Approved: May 23, 2018

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

**May 7, 2018**  
**Monday**  
**(Immediately Following the Audit and Finance Committee Meeting)**

**REGULAR BOARD OF DIRECTORS' MEETING**

Recording Secretary: Arden Quezon-Vicente

**I. CALL TO ORDER**

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

A. *Pledge of Allegiance*  
Chair Chastain led the Board in the Pledge of Allegiance.

B. *Roll Call*  
*Board Members Present:*  
Bettina Chastain, Chair  
Susan Reeves, Vice Chair (*via teleconference*)  
Jim Henderson, Secretary  
Sisi Cooper, Treasurer  
Harry Crawford, Director  
Stuart Parks, Director  
Rachel Morse, Director

*Guests and Staff in Attendance:*

Lee Thibert	Arthur Miller	Tom Schulman
Connie Owens	Matthew Clarkson	Jim Torgerson, Stoel
Brian Hickey	Julie Hasquet	Rives LLP
Mark Fouts		

**II. APPROVAL OF THE AGENDA**

Chair Chastain recommended that Pre-approval for employees 401K plan will be added to New Business VIII and requested that the 7-day rule be waived regarding this agenda item. No objections were made.

Director Cooper moved and Director Morse seconded the motion to approve the agenda as amended. The motion passed unanimously.

**III. PERSONS TO BE HEARD**

A. *Member Comments*  
None

**IV. CONSENT AGENDA**

*A. Board Calendar*

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

**V. CEO REPORTS AND CORRESPONDENCE**

None

**VI. DIRECTOR REPORTS**

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

Director Crawford stated that there was no ARCTEC meeting to report on.

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

Director Cooper discussed the Audit and Finance Committee that was held today, May 7, 2018.

Director Parks stated that the Operations Committee meeting is currently scheduled for May 21, 2018, but will more than likely be re-scheduled after the May 23, 2018, Regular Board of Directors' Meeting.

Vice Chair Reeves stated that there was no Governance Committee meeting to report on.

*C. Other Meeting Reports*

None

**VII. UNFINISHED BUSINESS**

None

**VIII. NEW BUSINESS**

*A. Employees 401K Plan Audit Services\* (Andrews)*

Director Reeves moved and Director Cooper seconded the motion to waive the 7-day rule notice requirement. The motion passed unanimously.

Director Morse moved and Director Cooper seconded the motion that the Board of Directors approve the retention of KPMG for employees 401(k) plan audit services for FY2018 as discussed at the May 7, 2018, Audit and Finance Committee Meeting Executive Session. The motion passed unanimously.

**IX. EXECUTIVE SESSION**

*A. Bylaws, Article IV, Section 3*

At 5:54 p.m., Director Parks moved and Director Morse seconded the motion that pursuant to Alaska Statute 10.25.175 (c)(3) the Board of Directors go into executive

session to 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 7:45 p.m.*

**X. DIRECTOR COMMENTS**

Director comments were made at this time.

**XI. ADJOURNMENT**

At 7:49 p.m., Director Morse moved and Director Cooper seconded the motion to adjourn. The motion passed unanimously.

---

James Henderson, Secretary  
Date Approved: May 23, 2018

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

**May 21, 2018**  
**Monday**  
**4:00 p.m.**

**SPECIAL BOARD OF DIRECTORS' MEETING**

Recording Secretary: Divina Portades

**I. CALL TO ORDER**

Chair Chastain called the Special Board of Directors' Meeting to order at 4:10 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

Jim Henderson, Secretary (*via teleconference*)

Sisi Cooper, Treasurer

Harry Crawford, Director

Stuart Parks, Director

Rachel Morse, Director

*Guests and Staff in Attendance:*

Lee Thibert

Matthew Clarkson

Jim Torgerson, Stoel

Tom Schulman

Connie Owens

Rives, LLP (*via*

*teleconference*)

**II. APPROVAL OF THE AGENDA**

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

Vice Chair Reeves requested an amendment on the motion to add under New Business, Agenda Item VIII. "Discuss the Board Procedure for Evaluating Residency Qualifications." Directors Cooper and Morse accepted the amendment. The motion passed unanimously as amended.

**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. Discuss the Board Procedure for Evaluating Residency Qualifications (Board).*

Vice Chair Reeves gave an overview and discussed the Board Procedure for Evaluating Residency Qualifications. Responses provided to the Board by Director Chastain and by Director Cooper will be kept with the record of the meeting.

**IX. EXECUTIVE SESSION**

*A. Bylaws, Article IV, Section 3*

At 4:17 p.m., Director Morse moved and Director Parks seconded the motion that pursuant to Alaska Statute 10.25.175 (c)(3) the Board of Directors go into executive session to 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.

*Director Henderson disconnected at 4:29 p.m.*

*The meeting reconvened in open session at 6:30 p.m.*

**X. NEW BUSINESS**

*Vice Chair Reeves presided the meeting.*

*A. Waive the Seven-Day Rule Requirement\* (Board)*

Director Parks moved and Director Crawford seconded the motion to waive the seven-day rule. Directors Cooper and Chastain abstained from voting. The motion passed unanimously.

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

*B. Director Cooper's Qualification to serve on the Chugach Electric Association Board of Directors\* (Board)*

Director Morse moved and Director Crawford seconded the motion that the Board of Directors find Director Cooper is not qualified to serve on the Chugach Electric Association Board of Directors under Article IV, Section 3(a)(1) and (3)(a)(7) of the Association Bylaws because she has not expressed an unequivocal intention to remain permanently or indefinitely in her primary residence in the Chugach



service territory. The notice of disqualification will inform the Director that she has 30 days from the date of this notice to remedy the identified disqualification.

Vice Chair Reeves called for a roll call vote:

Director Crawford: Yes  
Director Morse: Yes  
Director Parks: Yes  
Director Reeves: Yes

The motion passed with four Directors voting in favor of the motion. Directors Chastain and Cooper abstained from voting.

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

**C. Waive the Seven-Day Rule Requirement\* (Board)**

Director Parks moved and Director Crawford seconded the motion to waive the seven-day rule. Directors Cooper and Chastain abstained from voting. The motion passed unanimously.

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

**D. Director Chastain Qualification to serve on the Chugach Electric Association Board of Directors\* (Board)**

Director Morse moved and Director Crawford seconded the motion that the Board of Directors find Director Chastain is not qualified to serve on the Chugach Electric Association Board of Directors under Article IV, Section 3(a)(1) and (3)(a)(7) of the Association Bylaws. The notice of disqualification will inform the Director that she has 30 days from the date of notice to remedy the identified disqualification.

Vice Chair Reeves called for a roll call vote:

Director Crawford: No  
Director Morse: No  
Director Parks: No  
Director Reeves: No

The motion failed. Directors Chastain and Cooper abstained from voting.

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

**XI. DIRECTOR COMMENTS**

Director comments were made at this time.

**XII. ADJOURNMENT**

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

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

**XIII. RESCIND THE ADJOURNMENT**

At 6:37 p.m., Director Morse moved and Director Crawford seconded the motion to rescind the adjournment. The motion passed unanimously.

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

Chair Chastain delegated Director Morse as the Acting Secretary in Director Henderson's absence. No objections were made.

**XIV. ADJOURNMENT**

At 6:39 p.m., Director Parks moved and Director Morse seconded the motion to adjourn. The motion passed unanimously.

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

Following adjournment, Directors Parks, Morse, Crawford, Reeves, and Chastain executed new forms re-attesting that they meet the qualifications to be a Director as specified in Chugach Electric Association's Bylaws, Article IV, Section 3.

*Director Henderson was not present at this time.*

---

James Henderson, Secretary  
Date Approved: May 23, 2018

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

**May 22, 2018**  
**Immediately Following the Annual Membership Meeting**

**REGULAR BOARD OF DIRECTORS' MEETING**

Recording Secretary: Divina Portades

**I. CALL TO ORDER**

Chair Chastain called the Special Board of Directors meeting to order at 8:28 p.m. in the Kahtnu Room 1, Dena'ina Civic and Convention Center, 600 West 7<sup>th</sup> Avenue, Anchorage, Alaska.

*A. Roll Call*

*Board Members Present:*  
Bettina Chastain, Chair  
Susan Reeves, Vice Chair  
Sisi Cooper, Treasurer  
Harry Crawford, Director  
Stuart Parks, Director  
Rachel Morse, Director

*Board Member Absent:*  
Jim Henderson, Secretary

The following employees, members and guests attended:

Lee Thibert	Connie Owens	Barbara Simpson-Kraft
Arthur Miller	Tyler Andrews	Ray Kreig
Tom Schulman	Matthew Clarkson	Lee Ann Kreig
Sherri Highers	Josh Resnick	Uwe Kalenka + Guest
Dustin Highers	Janet Thibert	
Arden Quezon-Vicente	Brad Chastain	

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

Barbara Simpson-Kraft, Parliamentarian, administered the Oath of Office to the elected Board member.

**III. APPROVAL OF THE AGENDA**

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

**IV. NEW BUSINESS**

None

**V. ADJOURNMENT**

At 8:30 p.m., Director Cooper moved and Director Morse seconded the motion to adjourn. The motion passed unanimously.

---

James Henderson, Secretary  
Date Approved: May 23, 2018

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

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

**May 23, 2018**

**ACTION REQUIRED**

**AGENDA ITEM NO. IV.D.**

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

**TOPIC**

Director Expenses

**DISCUSSION**

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

**MOTION**

*(Consent Agenda)*

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

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

**May 23, 2018**

**ACTION REQUIRED**

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

Information Only  
 Motion  
 Resolution  
 Executive Session  
 Other

---

**TOPIC**

FY2018 Tax Services (KPMG)

**DISCUSSION**

KPMG provides tax services which includes the preparation and filing of the Form 990 and assistance with various tax related matters.

In accordance with Public Company Accounting Oversight Board Rule 3525 (Audit Committee Pre-approval of Non-audit Services Related to Internal Control Over Financial Reporting) a pre-approval of the 2018 Tax Services was sought at the May 7, 2018, Audit and Finance Committee.

At the May 7, 2018, Audit and Finance Committee Meeting, the Committee recommended to the Board of Directors to approve the tax services for FY2018.

**MOTION**

*Consent Agenda*

**Chugach Electric Association, Inc.**  
**Anchorage, Alaska**

**May 18, 2018**

**TO:** Chugach Board of Directors

**THROUGH:** Lee D. Thibert, Chief Executive Officer

**FROM:** Sean Skaling, Manager, Business and Sustainable Development  
Arthur Miller, Vice President, Regulatory and External Affairs

**SUBJECT:** *Community Solar Program Update*

Chugach submitted a proposed tariff to the Regulatory Commission on Alaska (Commission) on March 23, 2018, to establish a community solar program. This program allows members who are interested in obtaining solar power generation but are unable or prefer not to install solar power at their premises.

Under the program, residential and commercial members would be able to subscribe to a portion of the project's output on a voluntary basis. Although voluntary, the project is backstopped by all retail customers on the system throughout the 25-year life of the project. The solar facility consists of a 500 kilowatt (kW) solar farm located within Chugach's headquarters complex. All unsubscribed energy would be used to meet Chugach retail system energy requirements.

The Commission issued a public notice of the filing on April 3, 2018, and one comment in support of the project was received. There were no comments opposing the project. On May 7, 2018, the Commission suspended the filing for further investigation and invited participation by the Attorney General and other interested parties. Petitions for intervention are due May 22, 2018. In the suspension order, the Commission indicated that additional time is needed to investigate and evaluate the program.

The suspension is expected to delay the building of the community solar project until spring/summer of 2019. The Commission indicated that a final order in the proceeding would be issued by December 18, 2018. Chugach will work with all parties throughout the adjudicatory process.



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

**May 23, 2018**

**TO:** Lee Thibert, Chief Executive Officer  
**FROM:** Tyler Andrews, VP Member and Employee Services  
**SUBJECT:** Board Policy 401 II. B.6. Fringe Benefits (Corrected)

Board Policy 401 “Board Delegations to the Chief Executive Officer” provides for presenting a description of the various employee benefits, employer and employees contributions, and the percentage “fringes are of payroll.” May has been designated as the month for this correspondence item.

Description of benefits: Chugach Electric Association offers a comprehensive benefit package to all regular employees in an effort to encourage productivity and retain talent over long periods of time. The primary package for all employees includes a defined benefit pension, health insurance, and paid time off. Attached is a description of each “fringe” benefits offered by Chugach Electric.

Employer/employee contributions: Chugach employees contribute to their health insurance by participating in monthly premium payments or by voluntarily accepting lower coverage levels through a high deductible plan. The attached table describes the employer employee contributions for health insurance.

The percentage of total indirect labor to direct labor for all employees is 56.7%, for the year ending December 31, 2017 (a decline of 2%). This decline is driven primarily by a significant decline in the indirect labor costs for Chugach non-represented employees (5%). Attached is detail on indirect labor costs and the employer charges that make up indirect labor. This detail includes the impact of the pension prepayment the Board of Directors authorized in 2016: the associated pension rate reduction was effective throughout 2017.

For relevant comparison; the 2017 Northwest Utilities Salary and Wage Survey reports an industry wide indirect labor rate of 59.9% for all survey participants and 64.7% for electrical cooperatives participating in the survey.

2017 Northwest Utilities Salary and Wage Survey	
Utility Type	Average Total Benefit Costs
All Participants	59.9%
Cooperative	64.7%
Investor Owned	52.7%
Municipality	52.6%
PUD	58.9%
Alaska Utility Average	59.3%
Chugach Electric	56.7%

**Description of Benefits for  
Represented Employees**

Benefit	Provider
Traditional Preferred Provider (PPO) Medical Plan	Alaska Electrical Trust
Dental Plan – Annual Max \$2,000	Alaska Electrical Trust
Vision Plan - Annual	Alaska Electrical Trust
Life Insurance – Benefit = \$20,000	Alaska Electrical Trust
Accidental Death & Dismemberment (AD&D) Benefit = \$10,000	Alaska Electrical Trust
Disability - Non Occupational and Occupational, Various Amounts	Alaska Electrical Trust
Pension: Defined Benefit- Employee benefit based on an hourly contribution multiplied by the number of hours worked, multiplied by a benefit factor; yielding specific benefit amounts for each year worked.	Alaska Electrical Trust
401(k) Plan – Various % of salary (paid by employee)	Vanguard
Dependent Care 125 Flexible Spending Accounts – Up to \$5,000 (paid by employee).	Health Equity
Retiree Continued Health Insurance Benefits (paid by retiree) Cost depends on age, years of service and spouse coverage.	Alaska Electrical Trust
Education Assistance – Up to \$5,250 yearly per Federal Guidelines	Chugach Electric
Holidays – 12 per year + 3 floaters (Floaters available upon completion of probationary period.)	Chugach Electric
Annual Leave <sup>1</sup> - 1 <sup>st</sup> year = 20 days; 2 <sup>nd</sup> year = 22 days, 3 <sup>rd</sup> year = 24 days; 4 <sup>th</sup> year = 26 days, 5 <sup>th</sup> year = 30 days	Chugach Electric

Brief Description of Benefits. Summary Plan Description is final governing document for each benefit plan.

**Paid by Employee or Retiree**

<sup>1</sup> Does not reflect changes to leave policy for employees hired after January 1, 2018.

**Description of Benefits for  
Non-Represented Employees**

<b>Benefit</b>	<b>Provider</b>
Consumer Driven Medical Plan (high deductible with health savings account) Or, Traditional Preferred Provider (PPO) Medical Plan	NRECA
TELADOC – when you need care now.	NRECA
Dental Plan – Annual Max \$2,000	NRECA
Vision Plan Options – 2 plans, VSP and NRECA	NRECA
Pension: Defined Benefit Employee benefit is generally 2% of the average of the five highest year’s salary multiplied by the number of years of service.	NRECA
Life Insurance – 3x Annual Salary	NRECA
Supplemental Life Insurance (paid by employee)	NRECA
Supplemental Accidental Death & Dismemberment (AD&D) (paid by employee)	NRECA
Long Term Disability	NRECA
401(k) Plan Various % of salary (paid by employee)	Vanguard
Healthcare (HFSA) and (DFSA) Dependent Care 125 Flexible Spending Accounts	Health Equity
Retiree Continued Health Insurance Benefits – Depending on coverage requested (paid by retiree).	NRECA
Education Assistance - Up to \$5,250 yearly per Federal Guidelines	Chugach Electric
Holidays – 12 per year + 3 floaters (Floaters available upon completion of probationary period.)	Chugach Electric
Annual Leave <sup>2</sup> - 1 <sup>st</sup> year = 20 days; 2 <sup>nd</sup> year = 22 days, 3 <sup>rd</sup> year = 25 days;	Chugach Electric

Brief Description of Benefits: Summary Plan Description is final governing document for each benefit plan.

**Paid by Employee or Retiree**

<sup>2</sup> Reflects changes to leave policy for employees hired after January 1, 2018.

**Health Insurance  
Employer/Employee Contribution  
Per month per employee**

<b>Family Plan Only Pay Group</b>	<b>Office and Engineering Grade 4-7</b>	<b>Office and Engineering Grade 8-12</b>	<b>Generation Plan</b>	<b>Information Services</b>	<b>Outside Plan</b>
<b>Total Premium</b>	\$2,030.00	\$2,030.00	\$2,006.00	\$2,006.00	\$2,001.00
<b>Contribution Employee</b>	\$303.90	303.90	\$317.84	\$317.84	\$317.01
<b>HSA Contribution</b>	n/a	n/a	n/a	n/a	n/a
<b>Employer</b>	\$1,726.10	\$1,726.10	\$1,688.16	\$1,688.16	\$1,683.99

	<b>Non-Represented Detail</b>				
	<b>High Deductible</b>	<b>Traditional PPO</b>	<b>High Deductible</b>	<b>Traditional PPO</b>	
	<b>Family</b>	<b>Family</b>	<b>Individual</b>	<b>Individual</b>	<b>Weighted Monthly</b>
<b>Total Premium</b>	\$2,246.34	\$2,865.17	\$930.25	\$1,098.13	\$2029.70
<b>Contribution Employee</b>	\$0	(\$343.84)	\$0	(\$131.78)	(\$345.16)
<b>HSA Contribution</b>	\$284.43	n/a	\$89.32	n/a	\$194.21
<b>Employer</b>	\$2,530.77	\$2521.33	\$1,019.57	\$966.35	\$1878.75

	<b>Year-End Summary -2017</b>		
	<b>Represented Employees</b>	<b>Non-Represented Employees</b>	<b>Chugach Weighted Average</b>
<b>Employer Cost Category</b>	Percentage	Percentage	Percentage
Pension and Money Purchase Plans	14.50%	24.94% <sup>3</sup>	17.28%
Health, Welfare & Life Insurance	18.10%	26.04%	20.60%
Annual Leave Accrual	8.50%	11.01%	9.32%
<b>Fringe Benefit Percentage Subtotal</b>	<b>41.1%</b>	<b>61.99%</b>	<b>47.20%</b>
<b>Employer Charges/Taxes Subtotal</b>	<b>9.5%</b>	<b>7.99%</b>	<b>9.02%</b>
<b>Total Indirect Labor Percentage</b>	<b>50.54<sup>4</sup>%</b>	<b>70.10<sup>5</sup>%</b>	<b>56.73<sup>6</sup>%</b>

<sup>3</sup>Amortization impact from Accelerated Pension Funding of \$7,925,000, approved by the Board of Directors in December of 2016. Reducing the charge included in Administrative Indirect Labor by \$731,335.

<sup>4</sup>Unadjusted for straight time hours.

<sup>5</sup> 2016 Non-represented indirect labor percentage 75.1%

<sup>6</sup> 2016 Chugach weighted indirect labor percentage 58.7%

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

**May 11, 2018**

**TO:** Lee Thibert, Chief Executive Officer

**THROUGH:** Tyler Andrews, VP, Member and Employee Svc, Human Resources

**FROM:** Teresa Kurka, Director, Member Services

**SUBJECT:** Board Policy 504 Theft of Electrical Services

Chugach conducts theft of electrical service activities under the authority of Board Policy 504, specific activities associated with this are outlined in Chugach Standard Operating Policy 045. The activities outlined in SOP 045 are typically worked in tandem with Meter Shop personnel, with the Meter Technicians providing the technical expertise and employees from Member Services providing guidance throughout the investigative process.

**Member Services role includes, but is not limited to the following:**

- Maintains dedicated telephone line for handling power theft tips.
- Conducts load analysis/reviews billing history along with CAMA data to identify locations that appears suspect. Initiate field investigations as appropriate.
- Routine follow up on locations disconnected for non-payment.
- Respond to notifications on lost AMI meters.
- Represents Chugach in civil and criminal proceedings involving theft of electrical service.
- Bill for unauthorized reconnection of electric service.
- Bill for previously unmetered electrical consumption.
- Contacts and interviews those suspected of theft of electrical service/meter tampering.
- Acts as liaison with law enforcement agencies in suspected theft of electrical services cases.
- Maintains files, reports and photographs associated with theft cases.
- Works with Chugach and outside legal counsel as needed.
- Educates the public through bill inserts and bill messages regarding theft of electrical service and how it impacts them.
- Utilizes field personnel for routine walk through inspections and seal pulls in neighborhoods within Chugach's service area.
- Notifies/works with MOA Building Safety to correct code violations/electrical hazards identified during field investigations.
- Assists members and acts in an advisory capacity when theft is discovered after the meter, on the member side of the service.
- Review of load factor reports to identify commercial locations where consumption pattern has changed. This can identify both theft and metering issues.



With the completion of our AMI meter installation, we are seeing its value in detecting power theft and tampering much sooner. In the past, our detection efforts relied on reviewing reports to find potential power theft and meter tampering locations. These reports were based on billing, which happened each month after meter reads were taken. Now, our AMI meters report reads back to the utility daily, enabling Chugach to respond much earlier to meter events and alarms.

Recent meter tampering cases include a couple of cabins whose renters used jumper cables to reconnect their electric service that had been disconnected for non-payment. Other members use wire or other metal appliances to make the connection.





A hand is shown plugging a black power cord into a white power strip on a wooden desk. The power strip has several other cords plugged into it, including a black power brick and a black power brick. In the background, a lamp with a white shade and a wooden base is visible, along with a window with light coming through. The overall scene is a close-up of a desk setup.

# Energy Efficiency & Conservation Update

---

Chugach Electric  
May 2018

# Board Policy 507

Goal: To reduce electrical energy consumption among the Association's retail members.



## Community Outreach

Coordinate and participate in community activities to promote energy efficiency



## Education & Training

Educate members, students and staff on energy efficiency and conservation



## Projects & Programs

Provide tools and services for members to assist in reducing energy consumption

# Community Outreach



- Served on planning committee and presented at Alaska Forum on the Environment. Reached more than 1,000 Alaskans.
- Presented to Launch Alaska, a business accelerator.
- Participated in Alaska Energy Efficiency Partnership Group statewide meetings.
- Celebrated Earth Day with members.

Electronic Waste Collected	Pounds (lbs) Recycled
CPUs (Computers)	802
Televisions	1,316
Cords	59
Miscellaneous	1,081
<b>Total</b>	<b>3,258</b>

# Education & Training



- Conducted Member Services Staff Training
  - ◆ Energy Efficiency
  - ◆ Community Solar
- Planning for Power Pledge Challenge 2018.

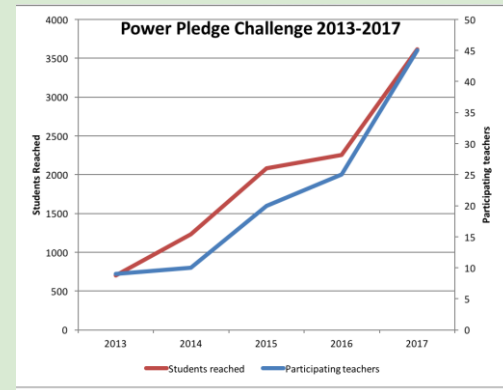


Photo Credit: Tim Leach



# Projects & Programs



- Facilitating Innovative Services Committee.
- Sustainability and Business Development Assistance
  - ◆ EV Charging Station
  - ◆ Community Solar
  - ◆ Green Energy Program
- Managing My Account Member Portal
  - ◆ 22,600+ Active Users

# My Account Member Portal

Enhanced service offerings found in My Account



Usage  
Dashboard



Usage  
Alerts



Outage  
Alerts



Energy  
Markers



Neighbor  
Compare

# Utilizing My Account for High Bills

Member Services Staff become detectives

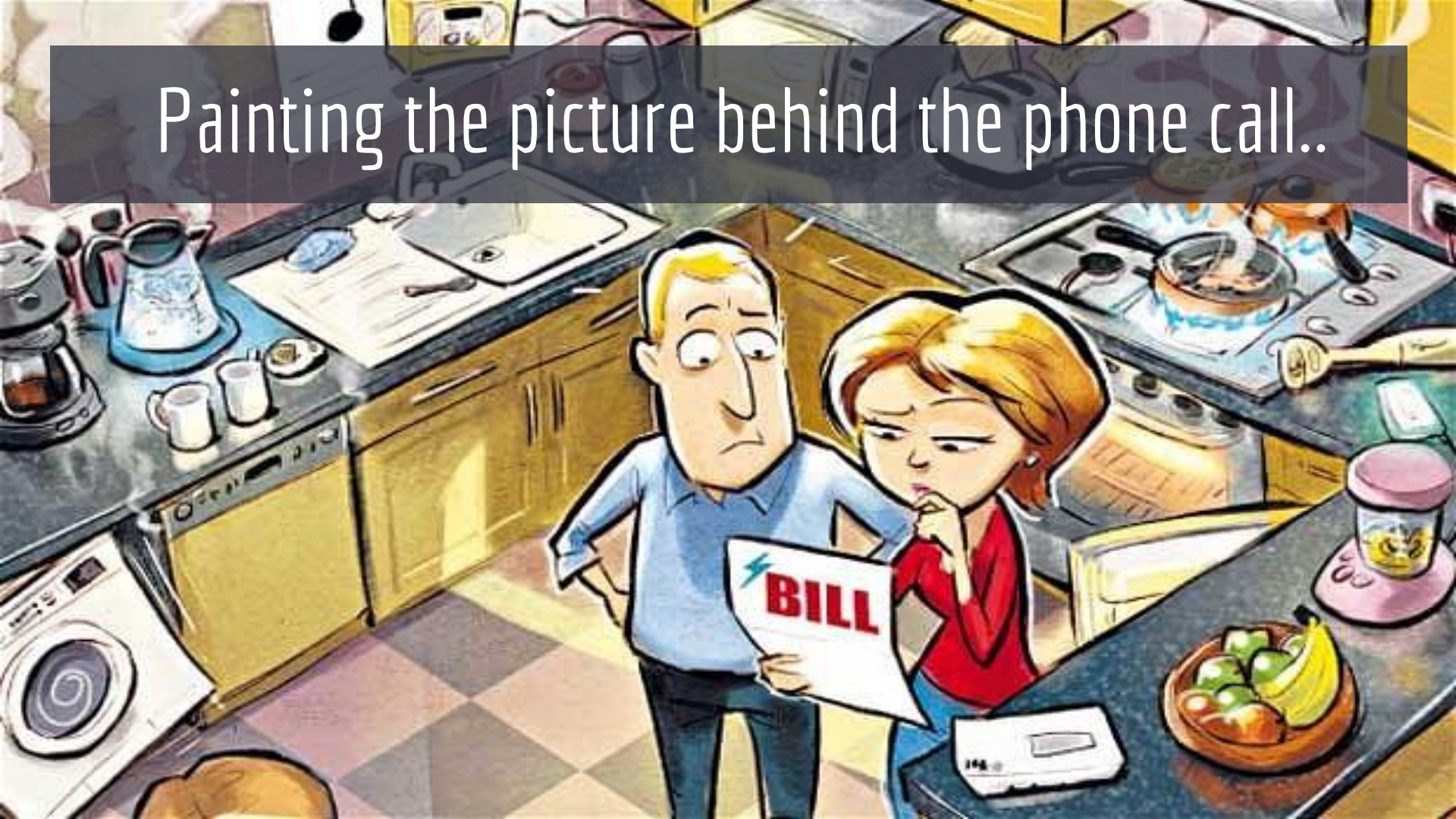
## Common High Bill Causes

- Behavior Changes
- Heating
- Appliances/Devices
- Lights
- Winter Specific





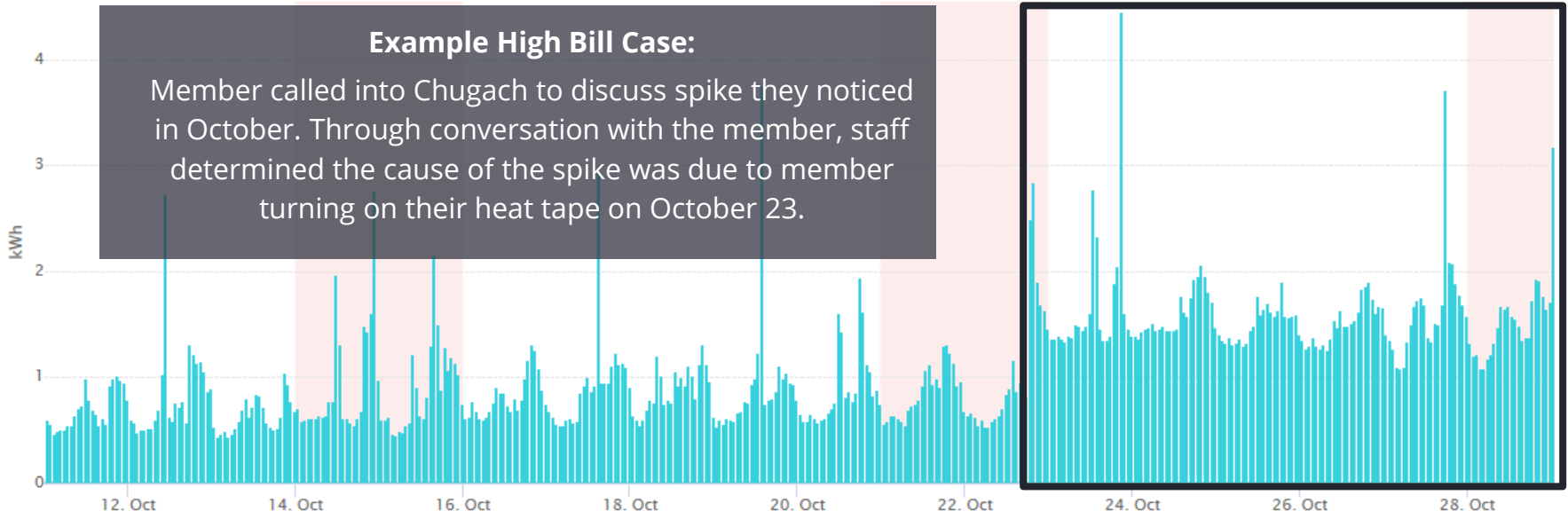
Painting the picture behind the phone call..



Zoom 1d 2d 3d 1w 2w



**Example High Bill Case:**  
 Member called into Chugach to discuss spike they noticed in October. Through conversation with the member, staff determined the cause of the spike was due to member turning on their heat tape on October 23.



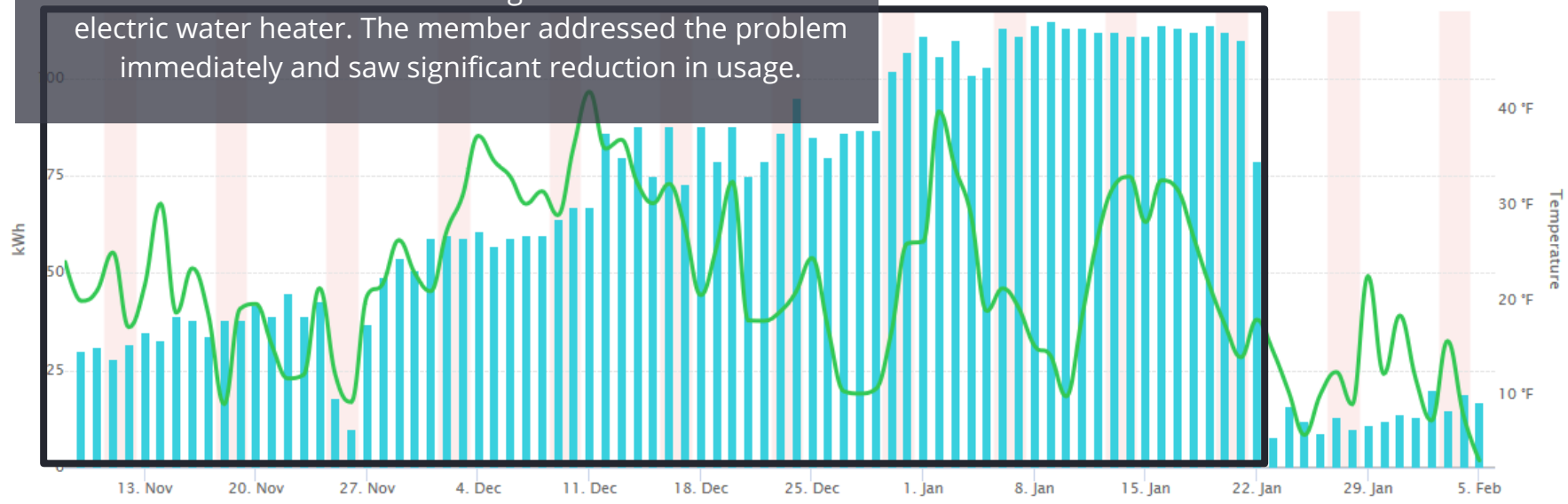
Comparison ■ None ■ None ■ None ■ None

Weather information provided from National Weather Service station : 997381-99999

Be Advised: Dollar amounts shown on the chart are calculated based on current electric rates. Costs shown may not match historic billing information. Please [click here](#) to see your billing history.

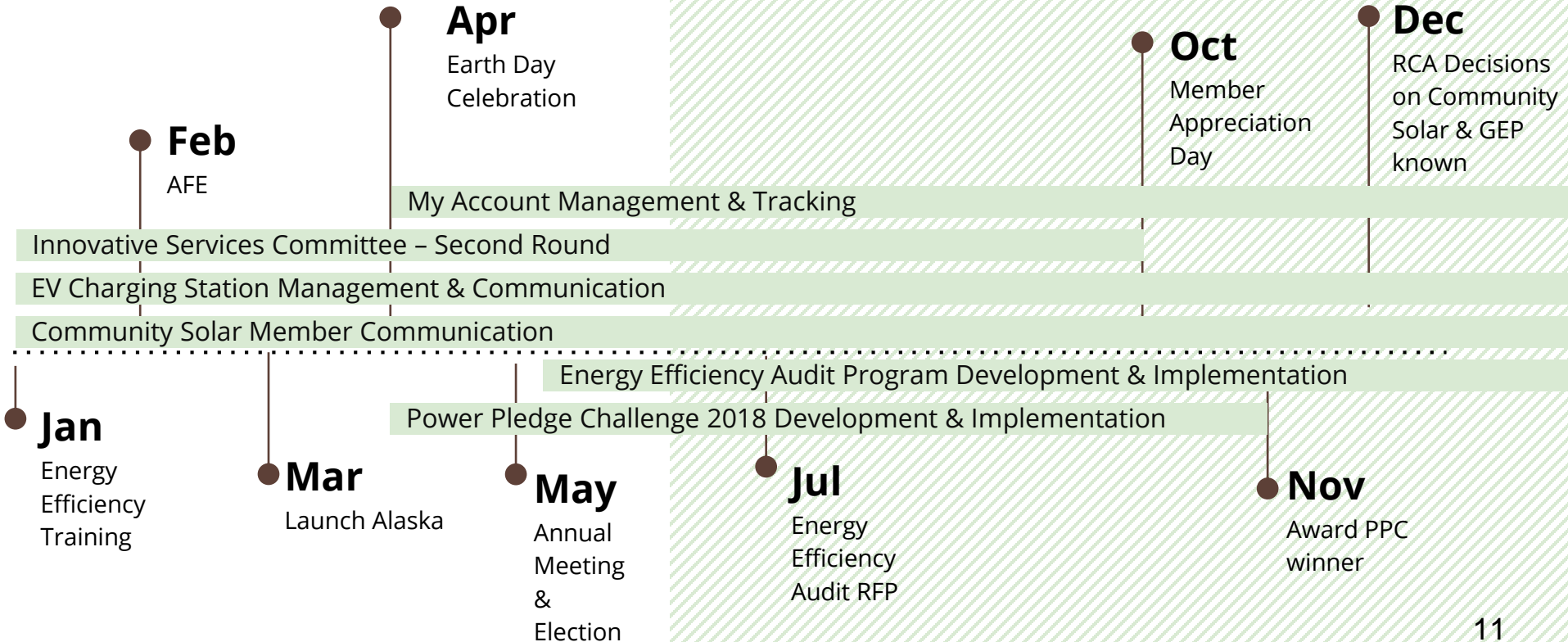
### Example High Bill Case:

Member called in late January to discuss increasing electric usage. Through conversation with the member, staff determined the cause of the high bill was from a failed electric water heater. The member addressed the problem immediately and saw significant reduction in usage.



# 2018 EE&C Timeline

## Ongoing Projects



## Agenda Item VII.A. Discussion – Board Election (of Officers) Procedures.

The Bylaws provide:

The election of Officers shall be conducted *by open vote in such a manner that the members may know the vote of each director.* (Art. VI, Section 2, Election and Term of Office).

Minutes will be kept for all regular and special meetings and shall include *how each individual director voted on each matter* voted upon by the board of directors. (Art. V, Section 6, Minutes).

The Board will be voting for

- Chair of the Board
- Vice-Chair of the Board
- Secretary of the Board, and
- Treasurer of the Board

The Chair should open the floor for nominations, first, for Chair of the Board. Once nominations are made, the Chair should call for a roll call vote.

The Recording Secretary will be recording the votes. Unless the vote is unanimous, the Chair should call upon each director, one by one, (or by show of hands) to record each director's vote for the Minutes.

If more than one nomination is made for the position, each director should decide which nominee they wish to vote for and vote "yes" for only one of the nominees. If, for example, there are two nominees, the Chair should put the Question, "All in favor of Director 'A', raise your hand; and all in favor of Director 'B' raise your hand." There should be a total of seven votes as no director should vote for more than one nominee. (It is important that the Recording Secretary get these votes on the Minutes; thus, it may be good to pause here to verify he/she has the seven votes recorded according to how each director cast their vote.)

If there happen to be three or more nominees, remember that there must be a majority vote; in this case four "yes" votes are necessary for a nominee to win the election for office. If there is no majority vote, the Chair will announce "no election" and the nomination and voting process is repeated until one of the nominees receives a majority of the votes.

Next, based on the voting results, the Chair will announce "Director 'X' is elected as Chair of the Board effective immediately."

The Chair would then pass the gavel to the newly elected Chair (if appropriate) who will proceed with voting for the remaining officer positions (and remainder of the meeting).

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

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

**May 23, 2018**

**ACTION REQUIRED**

**AGENDA ITEM NO. VII.B.**

Information Only  
 Motion  
 Resolution  
 Executive Session  
 Other

---

**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**

Bylaws, Article VI, Officers, Section 2, Election and Tenure of Office, states that "The officers shall be elected annually by and from the board of directors at the board meeting held immediately after the annual meeting of the members. The election shall be conducted by open vote in such a manner that the members may know the vote of each director. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. 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 successor shall have been elected and shall have qualified. A vacancy in any office shall be filled by the board of directors for the unexpired portion of the term."

Procedurally, the Board Chair will open the floor for nominations. Voting shall be by roll call vote such that members may know the vote of each director. If the newly elected Board Chair is other than the current Chair, the existing Board Chair shall pass the gavel to the newly elected Board Chair to continue the election of officers.

## **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.**

**BOARD POLICY: 205**

### **COMMITTEES OF THE BOARD OF DIRECTORS**

#### **I. OBJECTIVE**

To provide for the establishment of Board committees and to ensure that their functions are clearly defined and reviewed periodically.

#### **II. CONTENT**

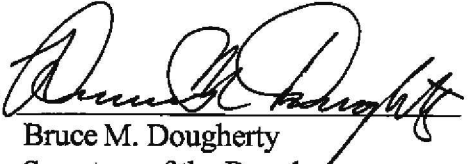
- A. The Board of Directors may establish or abolish such standing or special committees as it deems desirable.
- B. Each committee shall have such powers and duties as may be delegated to it by the Board of Directors. Functions of the committees shall be defined in a written Statement of Functions.
- C. The Chief Executive Officer, or the Chief Executive Officer's designee, shall attend each committee meeting to provide staff advice and assistance.

#### **III. RESPONSIBILITIES**

- A. It shall be the responsibility of the Board of Directors to establish or abolish committees, approve changes in committee functions and receive and act upon their reports or recommendations.
- B. The Board Chair, in consultation with the Vice Chair, Secretary, Treasurer, and the Chief Executive Officer, shall appoint the members of committees, taking into consideration the preference of the Directors. Only members of the Board may serve on Board committees.
- C. The Board Chair is an ex-officio member of all Board committees, but only votes on the committee to which he/she is appointed.
- D. The chairperson of such committees shall be appointed by the Board Chair, except that the Treasurer shall be the Chair of the Audit and Finance Committee. The Vice Chair of the committee shall be elected by the committee members.

- E. Board Committees shall only meet as needed. The committee chair shall convene all meetings of the committee. Dates of all committee meetings shall be coordinated with the Chief Executive Officer, or his/her designee, to avoid scheduling conflicts and to assure completion of any required staff study or support. A majority of the committee may call a meeting of the committee.
- F. A preliminary agenda shall be prepared for each committee meeting by the Chief Executive Officer in consultation with the chair of the committee seven days prior to the committee meeting. This notice requirement may be waived by a majority of the committee provided, however, notice of the agenda must be provided at least three days prior to the meeting in accordance with Article V, Section 5 of the Association's Bylaws.
- G. Minutes shall be kept of each committee meeting and shall be provided to the Board of Directors. A report shall be made by the committee chairperson to the Board at its next meeting.

Date Approved: May 25, 2016

Attested:   
Bruce M. Dougherty  
Secretary of the Board

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

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

**May 23, 2018**

**ACTION REQUIRED**

**AGENDA ITEM NO. VII.D.**

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

---

**TOPIC**

Director Cooper's Qualification to serve on the Chugach Electric Association Board of Directors

**DISCUSSION**

A member of Chugach Electric Association has questioned whether two members of the Board of Directors satisfy the qualification requirements set forth in Article IV, Sections 3(a)(1) and (3)(a)(7) of the Association Bylaws. The Bylaws direct the Board to remove any director who is not qualified to serve on the Board after giving the director the Board finds unqualified thirty days to remedy the basis for not being qualified. The Board engaged outside counsel to guide it in evaluating the relevant Bylaw sections. The Board agreed upon a procedure to follow in conducting its review under the above-referenced sections of the Bylaws.

There was a Special Board of Directors meeting held on Monday, May 21, 2018. At that meeting the attached resolution was drafted for board review and discussion.

**FIRST MOTION:**

Move that the Board of Directors waive the seven-day notice requirement for consideration of the proposed Board Qualification Review Resolution.

**SECOND MOTION:**

Move that the Board of Directors approve and adopt the attached Board Qualification Review Resolution, as discussed at the May 21, 2018, Special Board of Directors' meeting, determining that Sisi Cooper is not qualified to serve on the Chugach Electric Association Board of Directors under Article IV, Section 3(a)(1) and 3(a)(7) of the Association Bylaws for the reasons stated therein.

## **RESOLUTION**

### **Board Qualification Review**

WHEREAS, in accordance with the Bylaws, the Board has evaluated whether Director Cooper is holding office in violation of Article IV, Section 3; and

WHEREAS, the Board has reviewed communication from Alex Gimarc asserting that Director Cooper is not qualified under Article IV, Section 3 of the Bylaws; and

WHEREAS, the Board has engaged and met with counsel to interpret the applicable sections; and

WHEREAS, to assist it in that process the Board asked Director Cooper the following questions and considered her responses and other information:

1. When were you first appointed or elected to the Board?
2. What was your "primary residence(s)," as that term is used in the bylaws, for the 12 continuous months before you were first appointed or elected to the Board and what has it been at all times since then?
3. Why in your view was/is the residence(s) you have identified in response to question 2 your primary residence(s)? In answering this question, please explain why you conclude the referenced residence is your chief or main residence.
4. Where do you live for the most substantial portion of the year? On what do you base that conclusion?
5. Do you intend to remain at the current residence identified in your response to question 2 permanently or indefinitely?
6. If so, what acts, words, or circumstances evidence your intention?

WHEREAS, the Board held a full and candid discussion of the relevant issues on May 21, 2018.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors find Director Cooper is not qualified to serve on the Chugach Electric Association Board of Directors under Article IV, Section 3(a)(1) and (3)(a)(7) of the Association Bylaws because she has not expressed an unequivocal intention to remain permanently or indefinitely in her primary residence in the Chugach service territory. Director Cooper was given notice of the stated disqualification at the May 21, 2018, Special Board of Directors meeting. Pursuant to Article IV, Section 3(c) of the Bylaws, Director Cooper has 30 days from the date of that notice to remedy the identified disqualification.

#### 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 23<sup>rd</sup> day of May, 2018; 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 23<sup>rd</sup> day of May, 2018.

---

Secretary

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

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

**May 23, 2018**

**ACTION REQUIRED**

**AGENDA ITEM NO. VIII.A.**

Information Only  
 Motion  
 Resolution  
 Executive Session  
 Other

---

**TOPIC**

Adoption of 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 Calendar of Regular Meetings of the Board of Directors

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

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

WHEREAS, the Membership of the Association has elected new Directors 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 23<sup>rd</sup> day of May 2018; 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 23<sup>rd</sup> day of May 2018.

---

Secretary

# May 2018

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

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
		<ul style="list-style-type: none"> <li>5:30PM - 7:00PM Election Committee Meeting (Crawford) (Boardroom)</li> <li>5:30PM - 6:30PM Election Committee Meeting (BoardroomCR)</li> </ul>			<ul style="list-style-type: none"> <li>1:30PM - 2:30PM Mtg w/ Cooper (Review Audit and Finance Packet) (BoardRoomCR)</li> </ul>	
29	30	1	2	3	4	5
	<ul style="list-style-type: none"> <li>11:30AM - 12:30PM Video Taping (Treasurer's Report for Annual Meeting) (Gonzalez (2804 W Northern Lights))</li> <li>4:00PM - 7:00PM Audit and Finance Committee Meeting Followed by Regular Board of Directors' Meeting (Chugach Boardroom)</li> </ul>	<ul style="list-style-type: none"> <li>5:30PM - 7:00PM Elections Committee (Crawford) (Chugach Boardroom)</li> </ul>			<ul style="list-style-type: none"> <li>1:30PM - 2:30PM REAP Public Policy Committee (Cooper &amp; Parks) (REAP HQ or Teleconference 641-715-3570 / 711554#)</li> </ul>	
6	7	8	9	10	11	12
		<ul style="list-style-type: none"> <li>9:00AM - 11:00AM ARCTEC Mtg (Crawford &amp; Henderson) (Chugach Board Room)</li> <li>5:30PM - 6:30PM Election Committee Meeting (BoardroomCR)</li> </ul>				
13	14	15	16	17	18	19
	<ul style="list-style-type: none"> <li>2:30PM - 4:00PM Mtg w/ Bettina (Run-Thru - Annual Meeting &amp; Prep for Board Meetings) (LDT's Office)</li> <li>4:00PM - 6:30PM Special Board of Directors Meeting (BoardroomCR)</li> </ul>	<ul style="list-style-type: none"> <li>6:00PM - 9:00PM 2018 Chugach Annual Meeting Followed By a Regular Board of Directors Meeting (Dena'ina Center)</li> </ul>	<ul style="list-style-type: none"> <li>9:00AM - 11:00AM RCA Meeting (Henderson &amp; Crawford) (701 West Eight Avenue, Suite 300)</li> <li>3:00PM - 4:00PM Mtg w/ Reeves &amp; Chastain (Review Packet) (BoardroomCR)</li> <li>4:00PM - 7:00PM Regular Board of Directors Meeting (Board of Directors Meeting)</li> </ul>	<ul style="list-style-type: none"> <li>1:30PM - 2:30PM REAP Public Policy Committee (Cooper/Parks) (REAP HQ or Teleconference 641-715-3570 / 711554#)</li> <li>4:00PM - 6:00PM Operations Committee Meeting (BoardroomCR)</li> </ul>		
20	21	22	23	24	25	26
	<b>Memorial Day ♦ Ur</b>			<ul style="list-style-type: none"> <li>1:00PM - 3:30PM ARCTEC Mtg (APA Board Room)</li> </ul>		
27	28	29	30	31	1	2



# June 2018

May 2018						
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		

July 2018						
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
				● 1:00PM - 3:30PM ARCTEC Mtg (APA Board Room)		
27	28	29	30	31	1	2
● 1:00PM - 5:00PM Chugach Picnic (Alaska Zoo)						
3	4	5	6	7	8	9
10	11	12	13	14	15	16
					NRECA Summer Schools... ♦ Coeur D' Ale	
17	18	19	20	21	22	23
NRECA Summer Schools for Directors (West) ♦ Coeur D' Alene, ID						
	● 4:30PM - 7:00PM Operations Committee Meeting (BoardroomCR)		● 4:00PM - 7:00PM Regular Board of Directors Meeting (BoardroomCR)		● 9:30AM - 2:30PM Tentative Board Trip to Beluga - Unit 3 Outage (All) (Details to Follow)	
24	25	26	27	28	29	30

# July 2018

June 2018						
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 2018						
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			
1	2	3	4	5	6	7
8	9	10	4:00PM - 6:00PM TENTATIVE: Internal Controls Workshop (BoardRoomCR)	12	13	14
15	16	17	18	19	20	21
22	23	24	4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR)	26	NRECA Summer School ... ♦ Savannah, GA	
NRECA Summer School for Directors (East) ♦ Savannah, GA				26	27	28
29	30	31	1	2	3	4

# August 2018

July 2018						
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 2018						
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
NRECA Summer School for Directors (East) ♦ Savannah, GA						
29	30	31	1	2	3	4
			● 4:00PM - 7:00PM Audit and Finance Committee Meeting (BoardroomCR)			
5	6	7	8	9	10	11
12	13	14	15	16	17	18
● 4:30PM - 7:00PM Operations Committee Meeting (BoardroomCR)			● 4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR)			
19	20	21	22	23	24	25
Strategic Planning w/Board ♦ Talkeetna Alaskan Lodge ♦ Connie Owens						
26	27	28	29	30	31	1

# September 2018

August 2018						
S	M	T	W	T	F	S
			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	

October 2018						
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
26	27	28	29	30	31	1
	Labor Day ♦ United					
2	3	4	5	6	7	8
			Gettysburg Leadership Experience ♦ Gettysburg, PA			
9	10	11	12	13	14	15
			4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR)			
16	17	18	19	20	21	22
		2018 NRECA Region 9 Meeting (9/25 Pr... ♦ Anchorage, Alaska)			2018 NACD Global	
23	24	25	26	27	28	29
2018 NACD Global Board Leaders' S... ♦ Washington DC						
30	1	2	3	4	5	6

# October 2018

September 2018						
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 2018						
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
2018 NACD Global Board Leaders' S... ♦ Washington DC						
30	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	Gettysburg Leadership Experience ♦ Gettysburg, PA			27
			4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR)			
28	29	30	31	1	2	3

# November 2018

October 2018						
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			

December 2018						
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
28	29	30	31	1	2	3
4	5	<ul style="list-style-type: none"> <li>4:00PM - 7:00PM Audit and Finance Committee Meeting (Budget) (BoardroomCR)</li> </ul>	<ul style="list-style-type: none"> <li>4:00PM - 7:00PM Audit and Finance Committee Meeting (BoardroomCR)</li> </ul>	8	9	10
11	12	13	14	15	16	17
18	19	20	21	Thanksgiving Holid.	Thanksgiving Holid.	24
25	<ul style="list-style-type: none"> <li>11:00AM - 2:00PM Chugach Legislative Reception (TBD)</li> <li>11:30AM - 1:30PM Tentative Legislation Reception</li> </ul>	27	<ul style="list-style-type: none"> <li>4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR)</li> </ul>	29	NRECA Winter School ... ♦ Nashville, TN	
	26		28		30	1

# December 2018

November 2018						
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 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
	<ul style="list-style-type: none"> <li>11:00AM - 2:00PM Chugach Legislative Reception (TBD)</li> <li>11:30AM - 1:30PM Tentative Legislation Reception</li> </ul>		<ul style="list-style-type: none"> <li>4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR)</li> </ul>		NRECA Winter School ... ♦ Nashville, TN	
25	26	27	28	29	30	1
NRECA Winter School for Directors ♦ Nashville, TN						
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	<ul style="list-style-type: none"> <li>4:00PM - 7:00PM Regular Board of Directors' Meeting (BoardroomCR)</li> </ul>	19	20	21
22	Christmas Eve Holi		Christmas Day Holi	26	27	28
23	24	25	26	27	28	29
30	New Year's Eve Holi		New Year's Day Holi	3	4	5
31		1	2	3	4	5



# January 2019

December 2018						
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 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		

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

# February 2019

January 2019						
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		

March 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
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	1	2

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

# March 2019

February 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		

April 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
			● 4:00PM - 7:00PM Regular Board of Directors Meeting (Boardroom)			
24	25	26	27	28	1	2
				NRECA - Director Education (3/7-3... ♦ Orlando, FL		
3	4	5	6	7	8	9
NRECA - Director E			NRECA Annual Meeting (3/10 - 3/13) ♦ Orlando, FL ♦ Connie Owens			
10	11	12	13	14	15	16
	● 4:00PM - 7:00PM Audit and Finance Committee Followed by a Special Board of Directors Meeting (BoardroomCR)	Tentative: Board Trip to Juneau (3/19-3/21)				
17	18	19	20	21	22	23
			● 4:00PM - 7:00PM Regular Board of Directors Meeting (BoardroomCR)			
24	25	26	27	28	29	30
31	1	2	3	4	5	6

# April 2019

March 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						

May 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
31	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	● 4:00PM - 5:00PM Community Meeting - Board of Directors Candidate Forum (TrainingRoom)	19	20
21	22	23	● 4:00PM - 7:00PM Regular Board of Directors Meeting (BoardroomCR)	25	26	27
28	29	30	1	2	3	4

# May 2019

April 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				

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						

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
28	29	30	1	2	3	4
5	6	7	8 ● 4:00PM - 7:00PM Audit and Finance Followed by Regular Board of Directors Meeting (BoardroomCR)	9	10	11
12	13	14	15	16	17	18
19	20	21 ● 6:00PM - 9:00PM Annual Meeting (Dena'ina Center)	22 ● 4:00PM - 7:00PM Regular Board of Directors Meeting (BoardroomCR)	23	24	25
26	27 Memorial Day ♦ Ur	28	29	30	31	1

## 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, 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 23<sup>rd</sup> day of May, 2018; 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 23<sup>rd</sup> day of May, 2018.

---

Secretary



May 23, 2018

Secretary  
Alaska Railbelt Cooperative  
Transmission & Electric Company, Inc.  
c/o APA  
703 West Tudor, Ste. 200  
Anchorage, Alaska 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 to ARCTEC and appoints Lee Thibert, Chief Executive Officer to serve as the Management Representative to ARCTEC. The Board of Directors appoints \_\_\_\_\_ 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,

---

Bettina Chastain  
Chair of the Board of Directors  
Chugach Electric Association, Inc.

---

James Henderson  
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 23, 2018**

**ACTION REQUIRED**

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

Information Only  
 Motion  
 Resolution  
 Executive Session  
 Other

---

**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 appoints Director \_\_\_\_\_ as the REAP member and Director \_\_\_\_\_ as the alternate representative.

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

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

**May 23, 2018**

**ACTION REQUIRED**

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

Information Only  
 Motion  
 Resolution  
 Executive Session  
 Other

---

**TOPIC**

Approve Simplified Rate Filing (SRF): March 2018 Test Year

**DISCUSSION**

The results of Chugach Electric Association, Inc.'s (Chugach) March 31, 2018 Test Year SRF indicate that system demand and energy rates should increase 1.8 percent. On an individual customer class basis, the results show a demand and energy rate increase of 1.8 percent to Chugach retail and a 2.9 percent increase to the wholesale class of Seward Electric System. On a total customer bill basis, including fuel and purchased power rates, a Chugach residential customer using 600 kWh will see an increase of approximately 1.1 percent, or \$1.27 on a monthly bill.

If approved, the rate change will increase annual revenue by \$2.1 million. The rate increase is primarily driven by lower test period sales (\$1.5 million) and increases in Transmission and Distribution/Customer expense levels by \$0.4 million and \$1.1 million, respectively. These increases were partially offset by a decrease in Administrative and General Expense (\$0.8 million).

Chugach has updated the allocators contained in the allocated cost of service, which assigns cost responsibility among the customer classes on the Chugach system. This update is completed annually. The impact of this update results in a \$10,000 decrease in cost responsibility to Chugach retail and a corresponding increase to Seward Electric System.

If approved by the Regulatory Commission of Alaska (RCA), the rate adjustments contained in this filing will become effective on August 1, 2018.

**MOTION**

Move that the Board of Directors approve the attached Resolution authorizing Chugach to file with the RCA, a March 2018 test year SRF requesting approval to increase demand and energy rates by 1.8 percent to Chugach retail and 2.9 percent to the wholesale class of Seward Electric System for rates effective August 1, 2018.

## RESOLUTION

### **Simplified Rate Filing – March 2018 Test Year**

WHEREAS, the Chugach Electric Association, Inc. (Chugach) Board of Directors has approved the use of quarterly Simplified Rate Filings (SRF) to adjust base demand and energy rates for Chugach retail and the wholesale customer class of Seward Electric System, and the Regulatory Commission of Alaska (RCA) has authorized its use;

WHEREAS, calculations under the SRF procedures based on operating results for the test year ended March 31, 2018 indicate a Chugach system demand and energy rate increase of 1.8 percent; and,

WHEREAS, on an individual customer class basis, the results show demand and energy rate increases of 1.8 percent to Chugach retail and 2.9 percent to the wholesale class of Seward Electric System.

NOW, THEREFORE, BE IT RESOLVED, Chugach shall submit its SRF based on the March 2018 test year to the RCA requesting approval to increase the demand and energy rates charged to Chugach retail and Seward Electric System by 1.8 percent and 2.9 percent, respectively, for rates effective August 1, 2018.

## 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 23<sup>rd</sup> day of May 2018; 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 23<sup>rd</sup> day of May 2018.

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

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

**May 23, 2018**

**ACTION REQUIRED**

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

Information Only  
 Motion  
 Resolution  
 Executive Session  
 Other

---

**TOPIC**

Project Authorization for Beluga Unit 3 Major

**DISCUSSION**

The Beluga Power Plant is an important generation resource of the Association. Unit 3 is a GE Frame 7 gas turbine. The major components being replaced during the major inspection are: rows 1, 2, and 3 buckets and nozzles, exhaust diffuser, and refurbished exhaust rear frame.

The cost for the project is estimated to be \$3,810,790 and the project is to commence on May 24, 2018, with an estimated completion date of August 31, 2018.

**MOTION**

Move that the Board of Directors approve the project expenditures for the Beluga Unit 3 Major Inspection with an estimated cost of \$3,810,790 and an estimated completion date of August 31, 2018.

## RESOLUTION

### Project Authorization for Beluga Unit 3 Major

WHEREAS, the Beluga Power Plant is an important generation resource of the Association, and

WHEREAS, Beluga natural gas fired turbine Unit 3 is a GE Frame 7 gas turbine, and

WHEREAS, the major components being replaced during the major inspection are: rows 1, 2, and 3 buckets and nozzles, exhaust diffuser, and refurbished exhaust rear frame

WHEREAS, the cost for the project is estimated to be \$3,810,790, and

WHEREAS, the project is to commence on May 24, 2018, with an estimated completion date of August 31, 2018;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors approve the project expenditures for the Beluga Unit 3 Major Inspection with an estimated cost of \$3,810,790 and an estimated completion date of August 31, 2018.

## 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 23<sup>rd</sup> day of May, 2018; 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 23<sup>rd</sup> day of May, 2018.

---

Secretary



BELUGA UNIT 3  
MAJOR INSPECTION  
SPRING 2018

Regular Board of Directors' Meeting  
May 23, 2018  
Presentation on BPP Unit 3 Major





# OVERVIEW

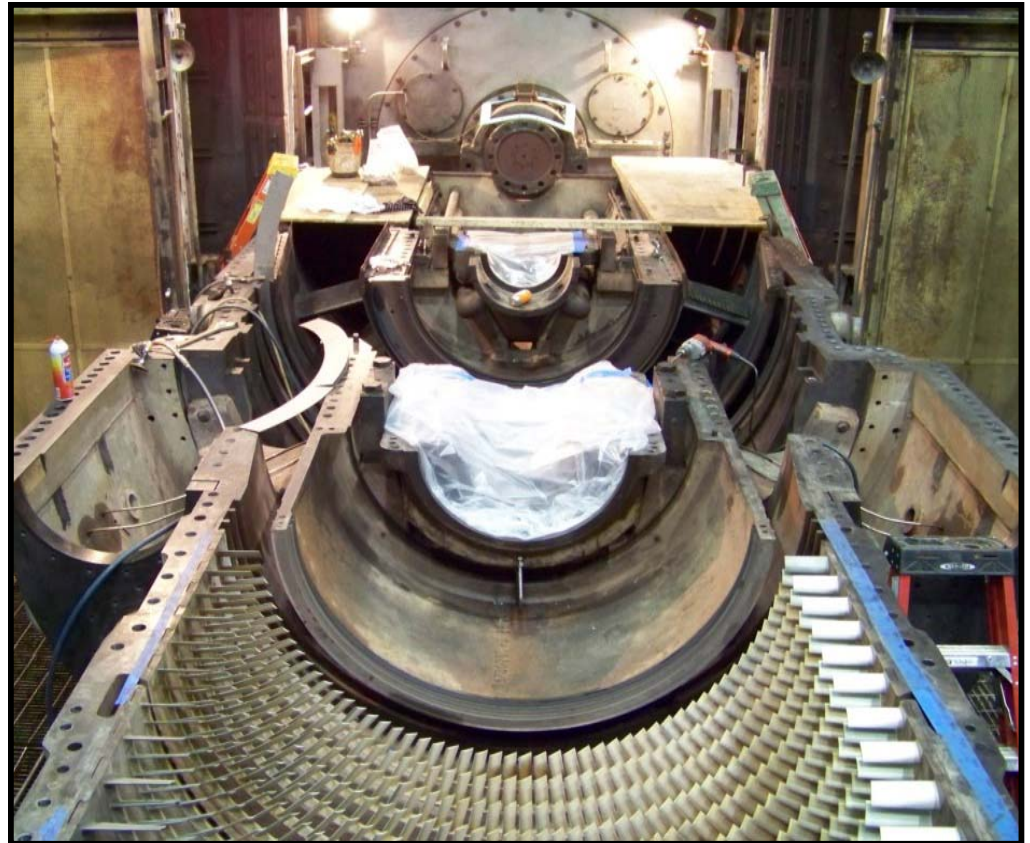
---

## **Beluga Unit 3: COD June of 1973**

- GE MS 7000B/E (“Frame 7”)
- Currently has 258,817 fired hours (29.5 Years)

## **Major Inspection Scope**

- Scheduled for Spring 2018
- Turbine Disassembly, Inspection, Hot Gas Path Parts (HGP) Replacement
- Exhaust Rear Frame and Exhaust Diffuser Removal
- Generator disassembly and stator rewedge





# PURPOSE OF INSPECTION

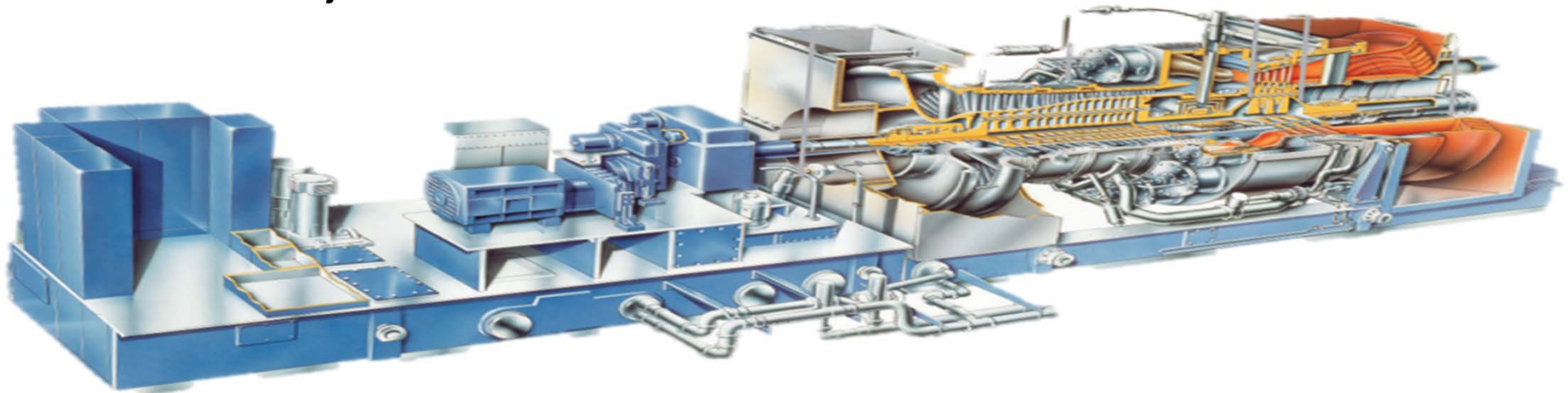
---

## Types of GE Defined Maintenance

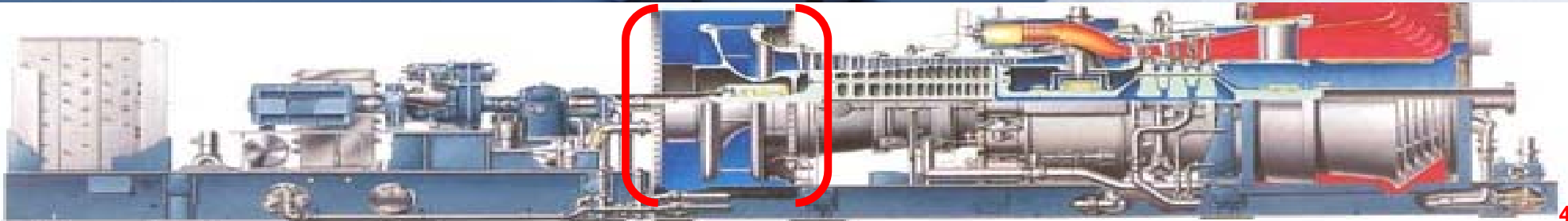
- Annual
- HGP
- Major

## Main Objective

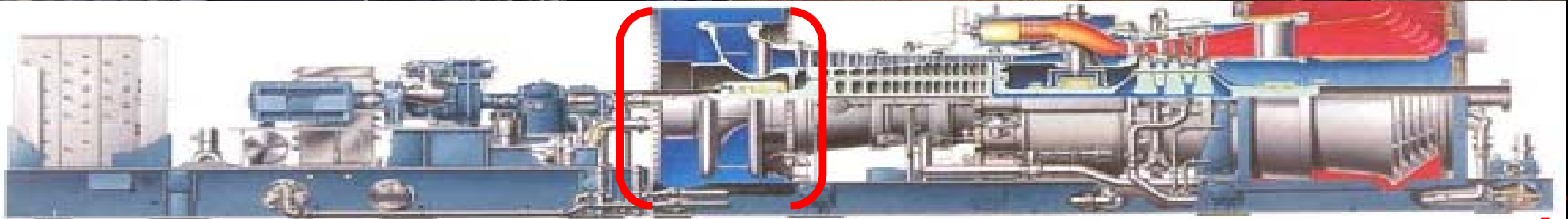
- Maintain reliability and restore performance



# INTAKE FILTER HOUSE

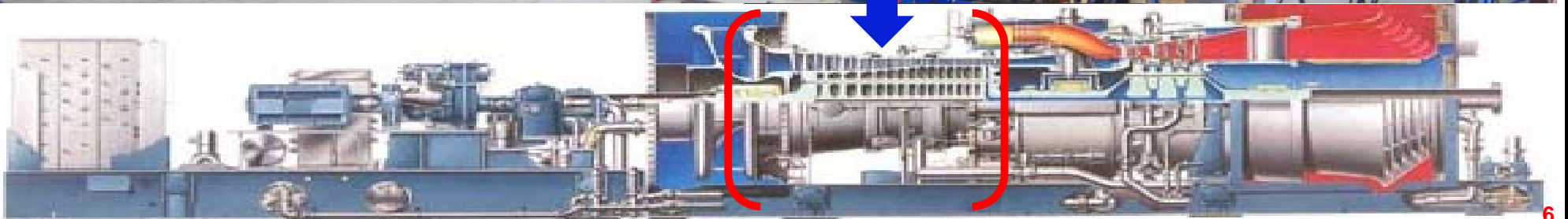
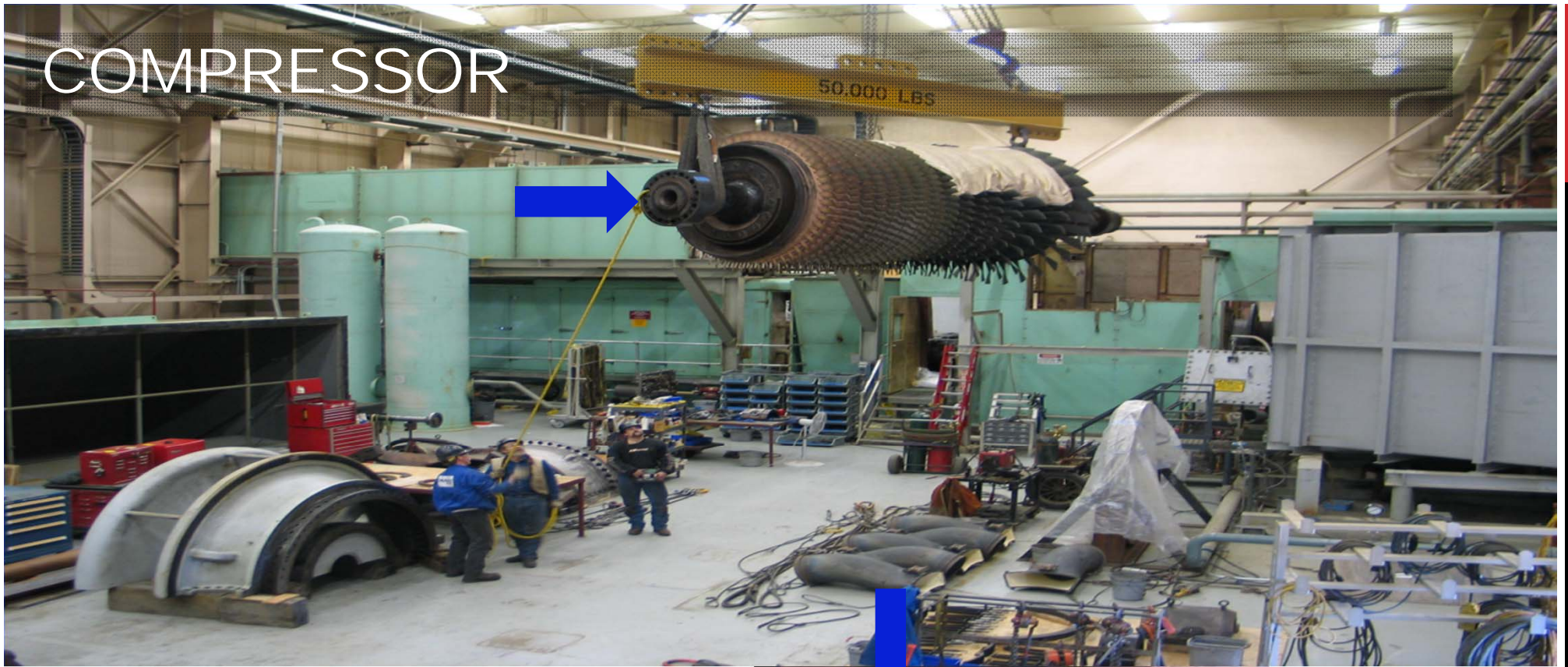


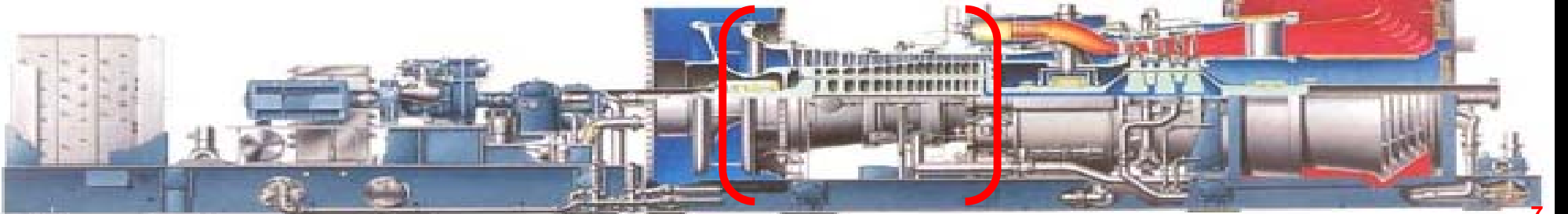
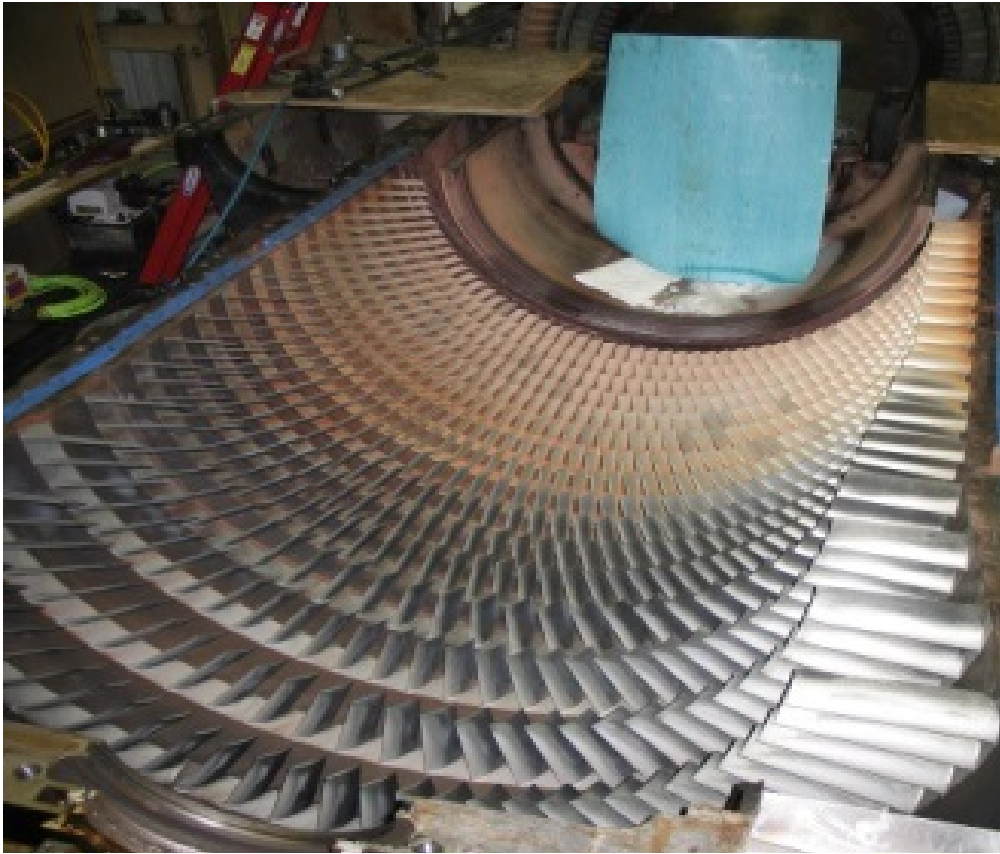




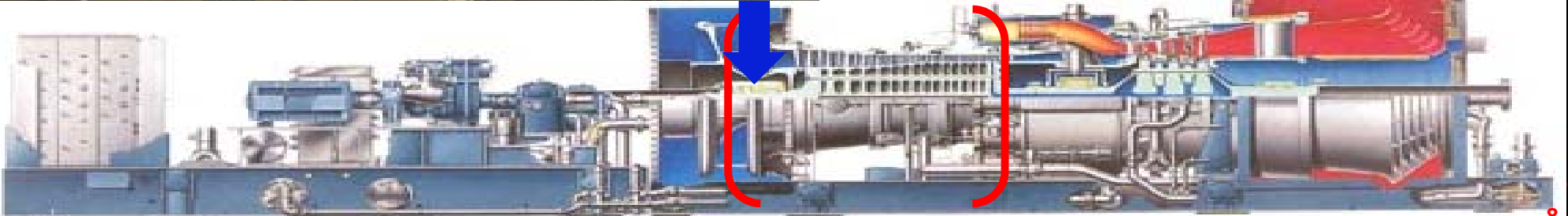
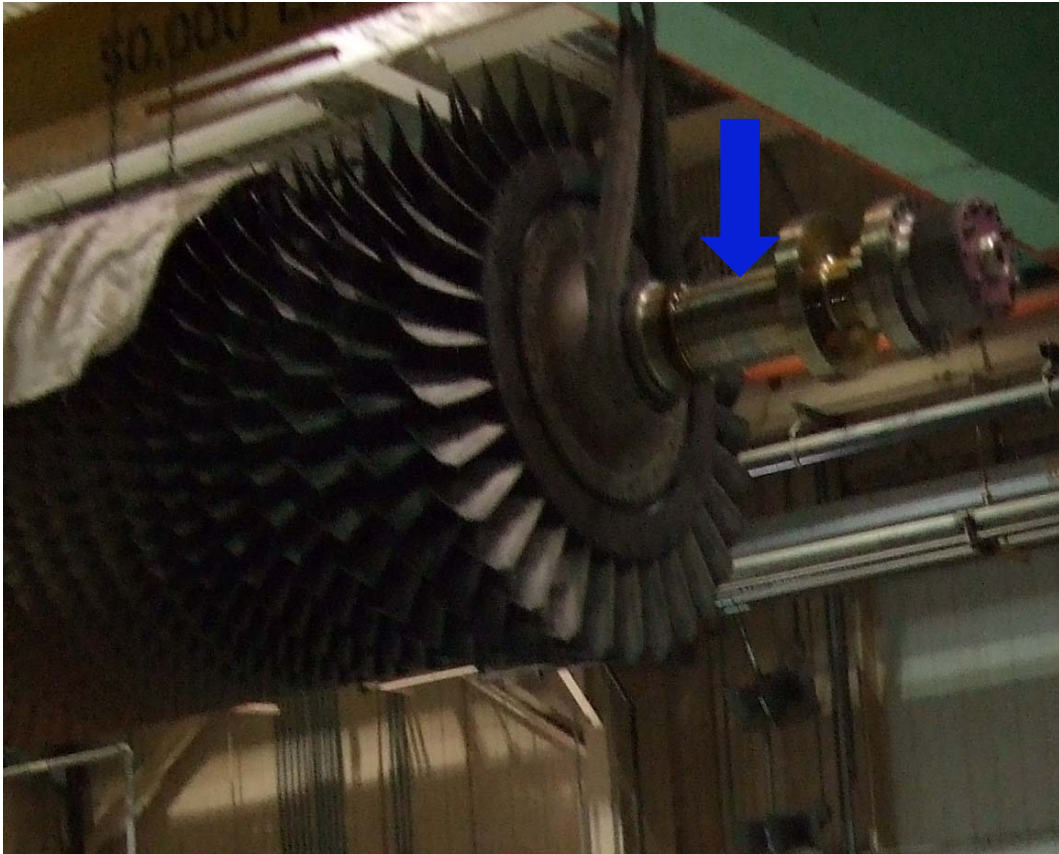


# COMPRESSOR

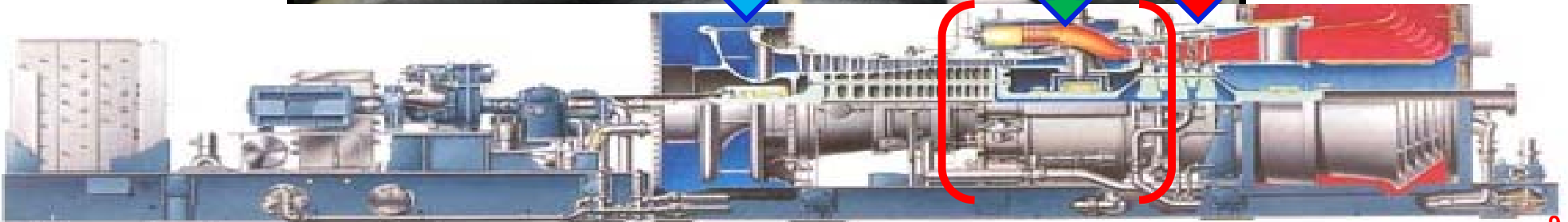
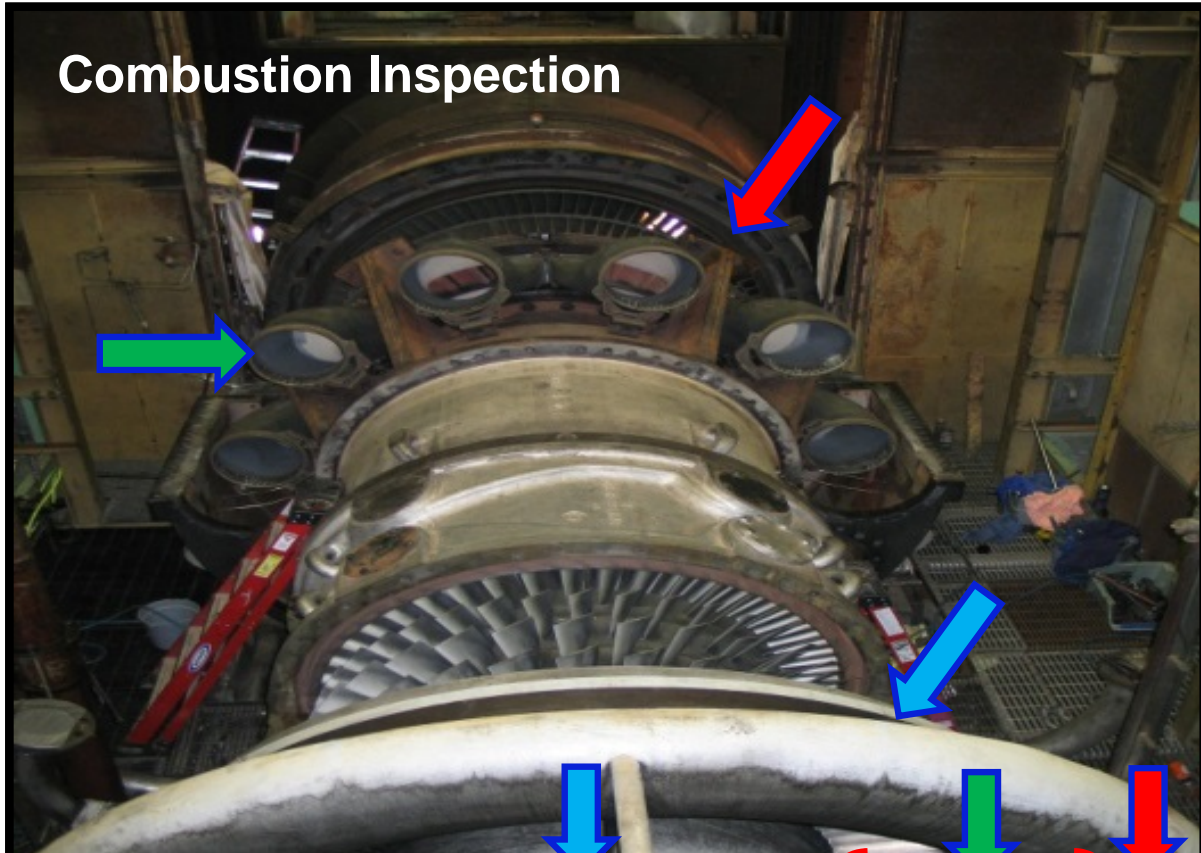








# Combustion Inspection

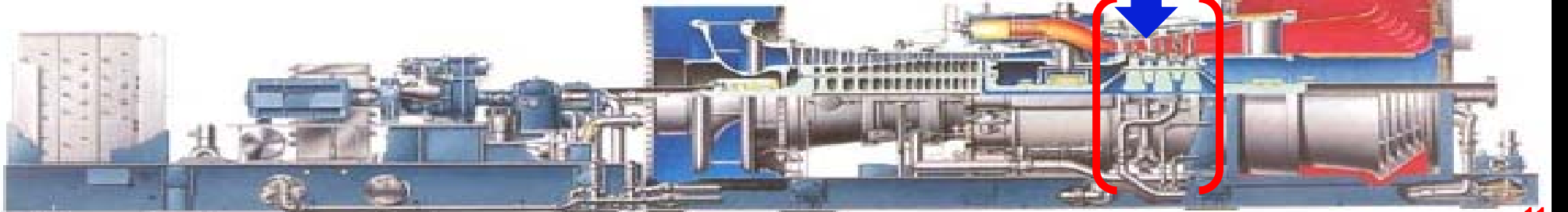
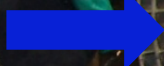
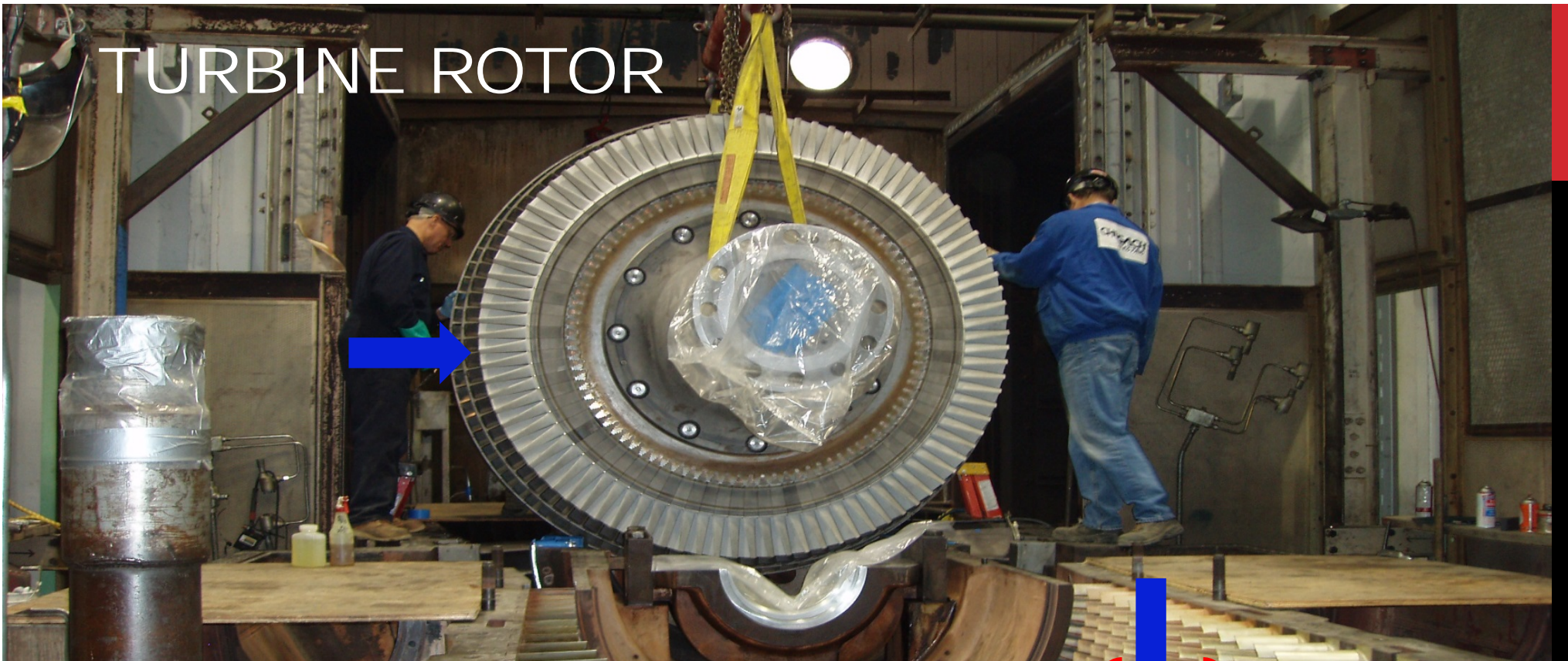


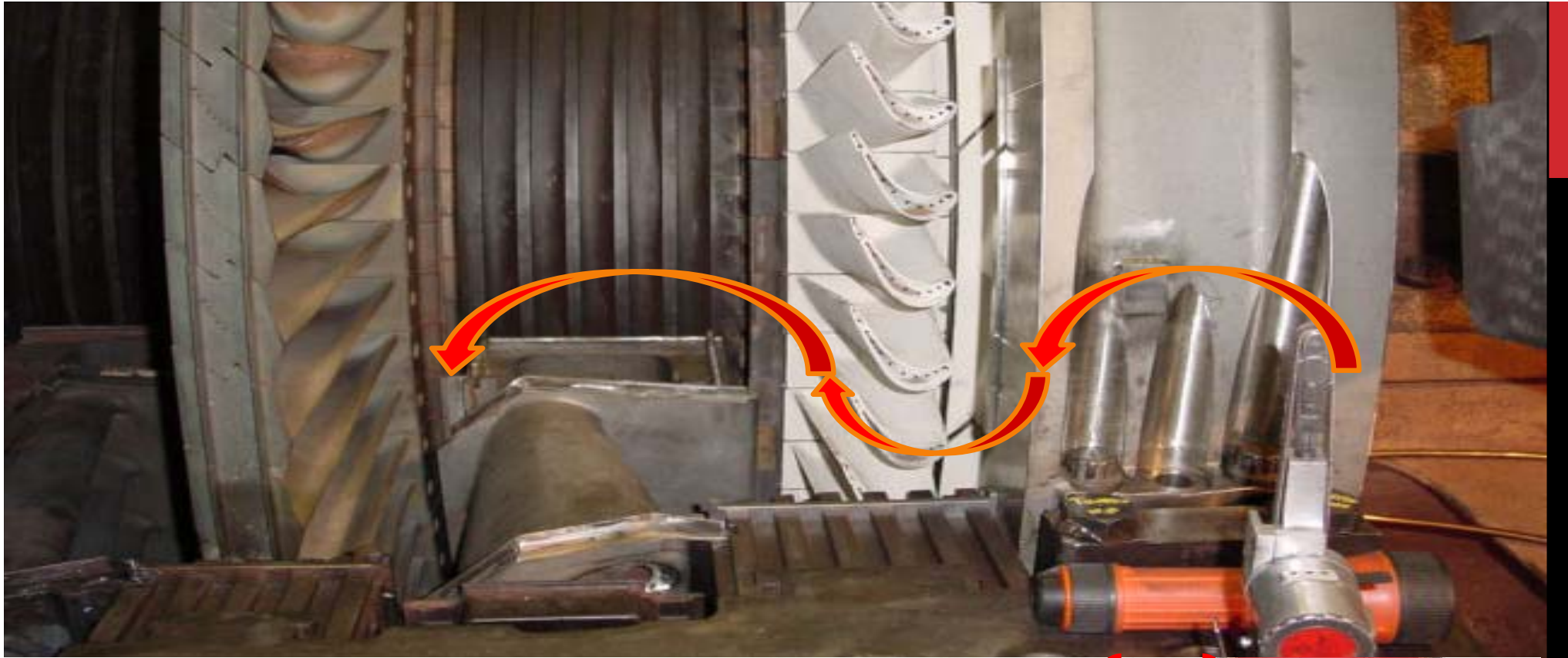






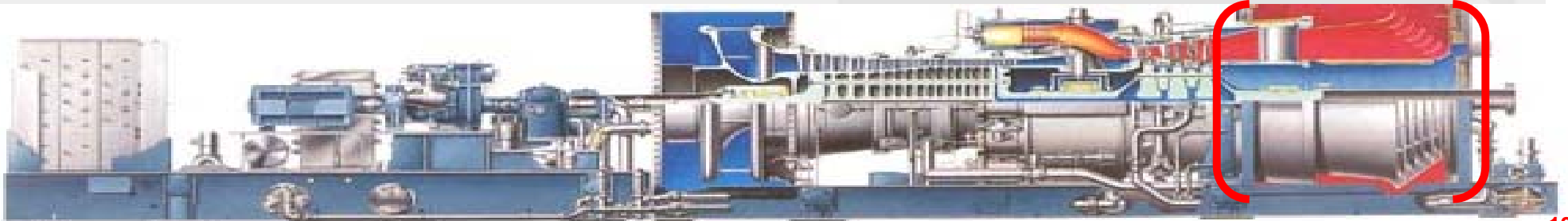
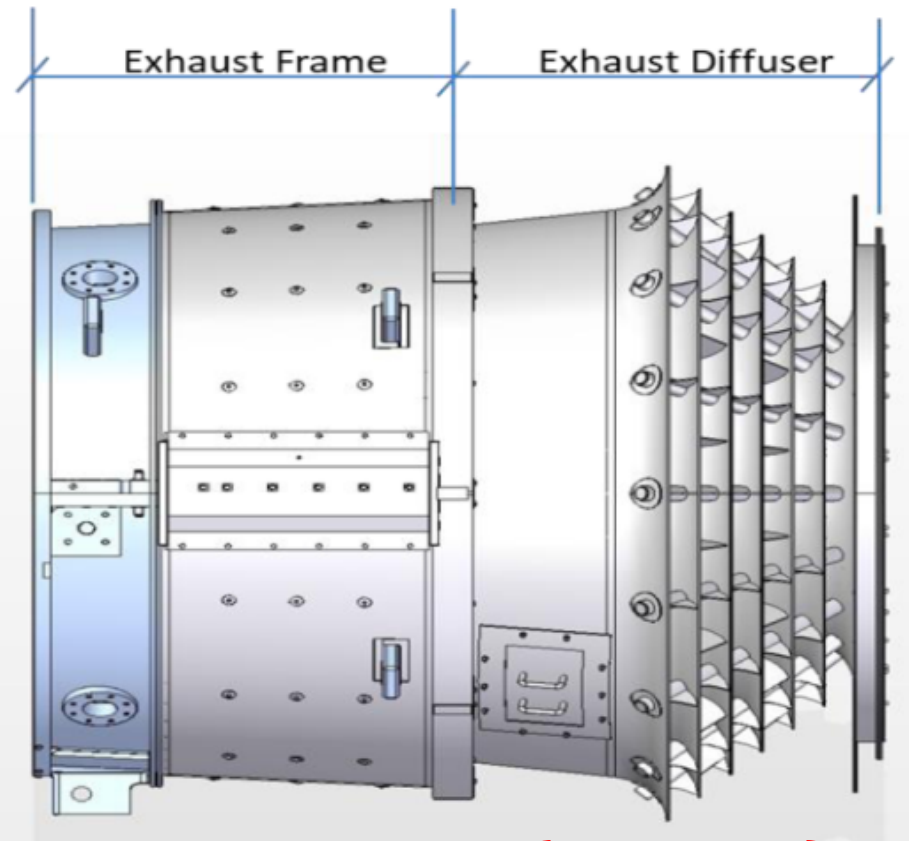
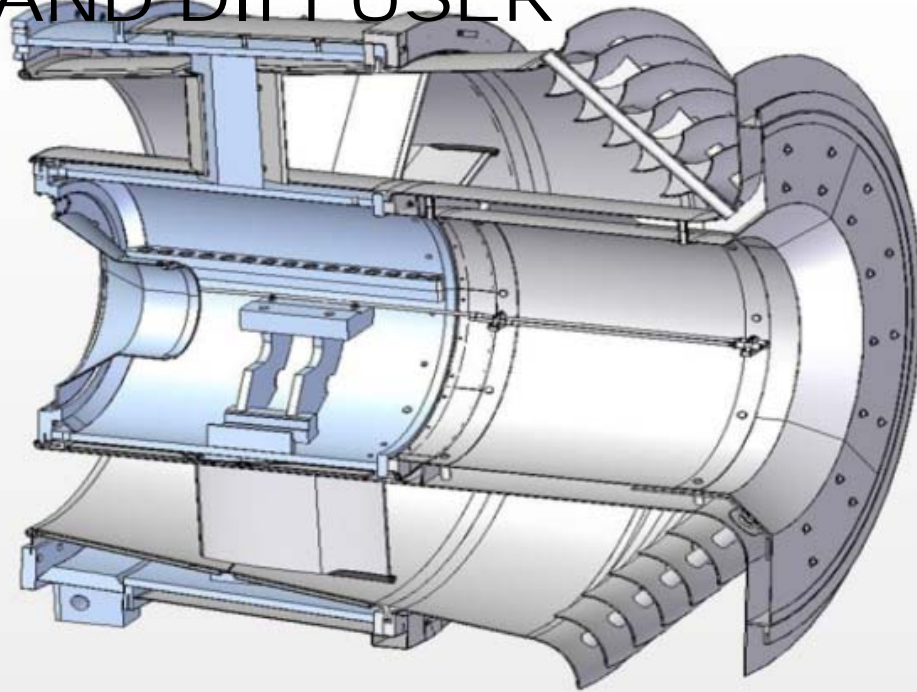
# TURBINE ROTOR

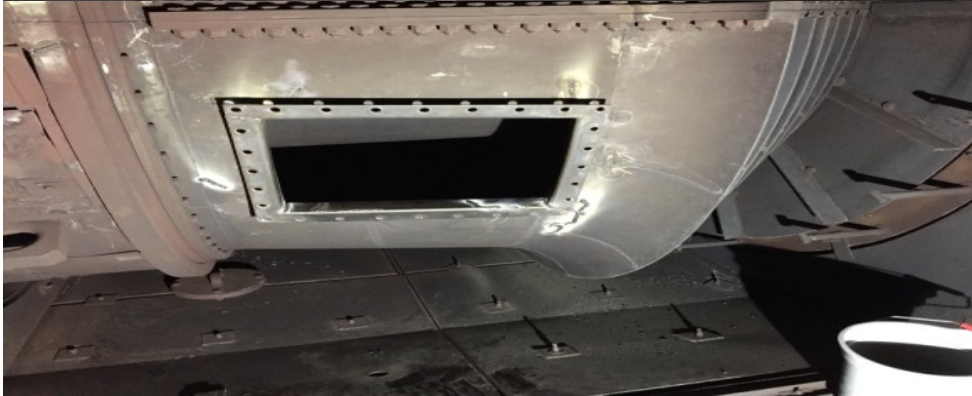






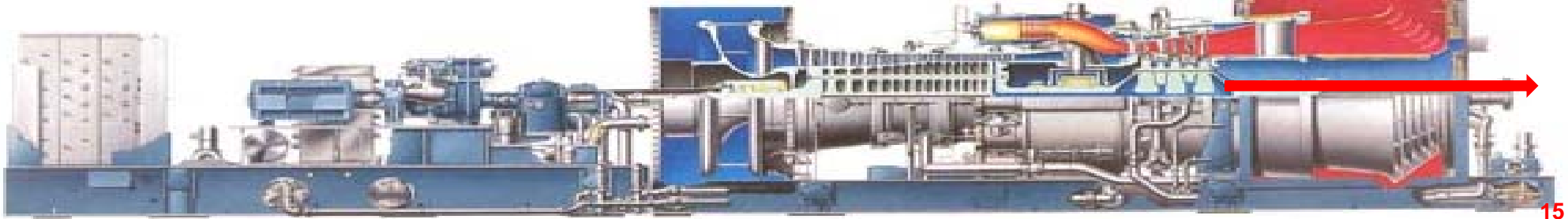
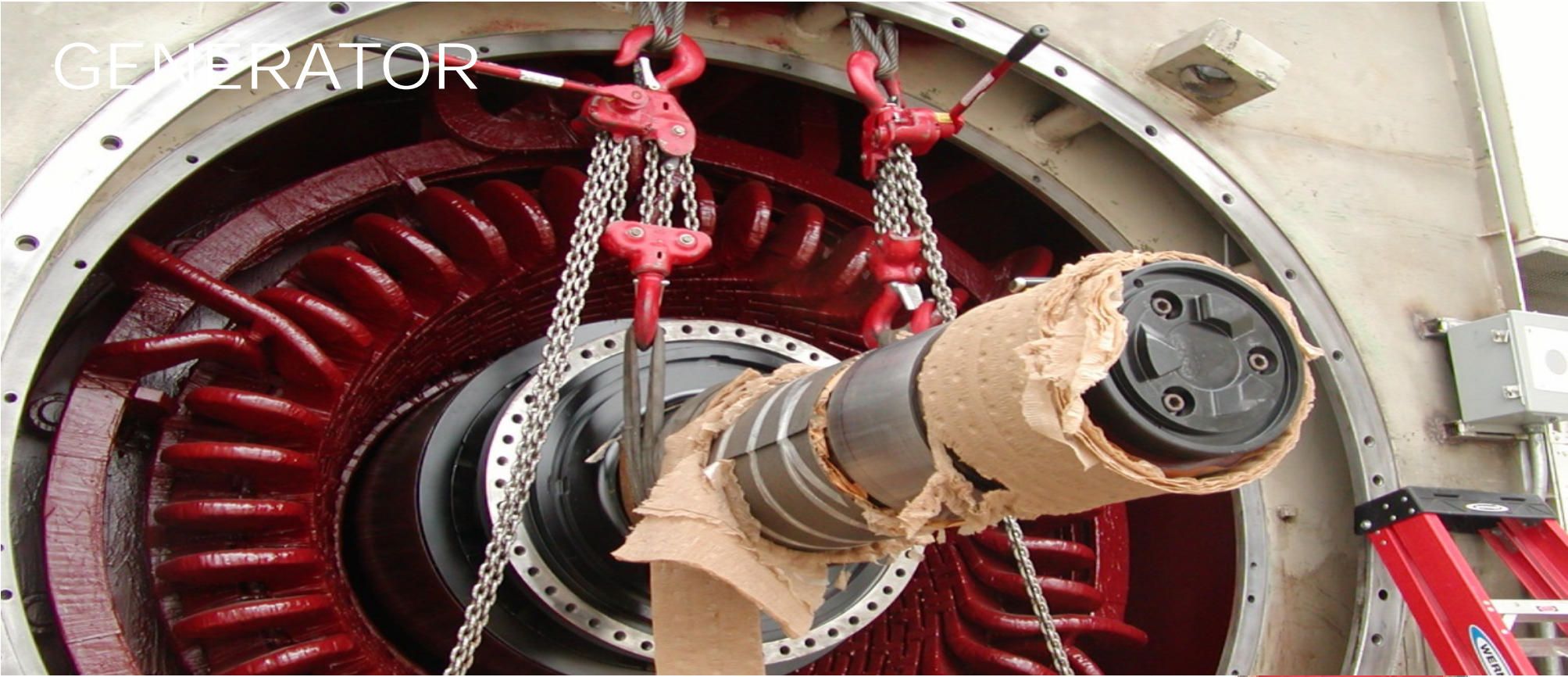
# EXHAUST REAR FRAME AND DIFFUSER



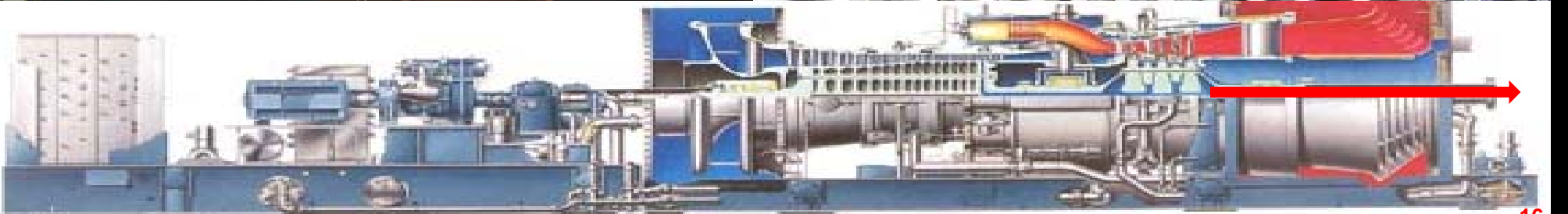
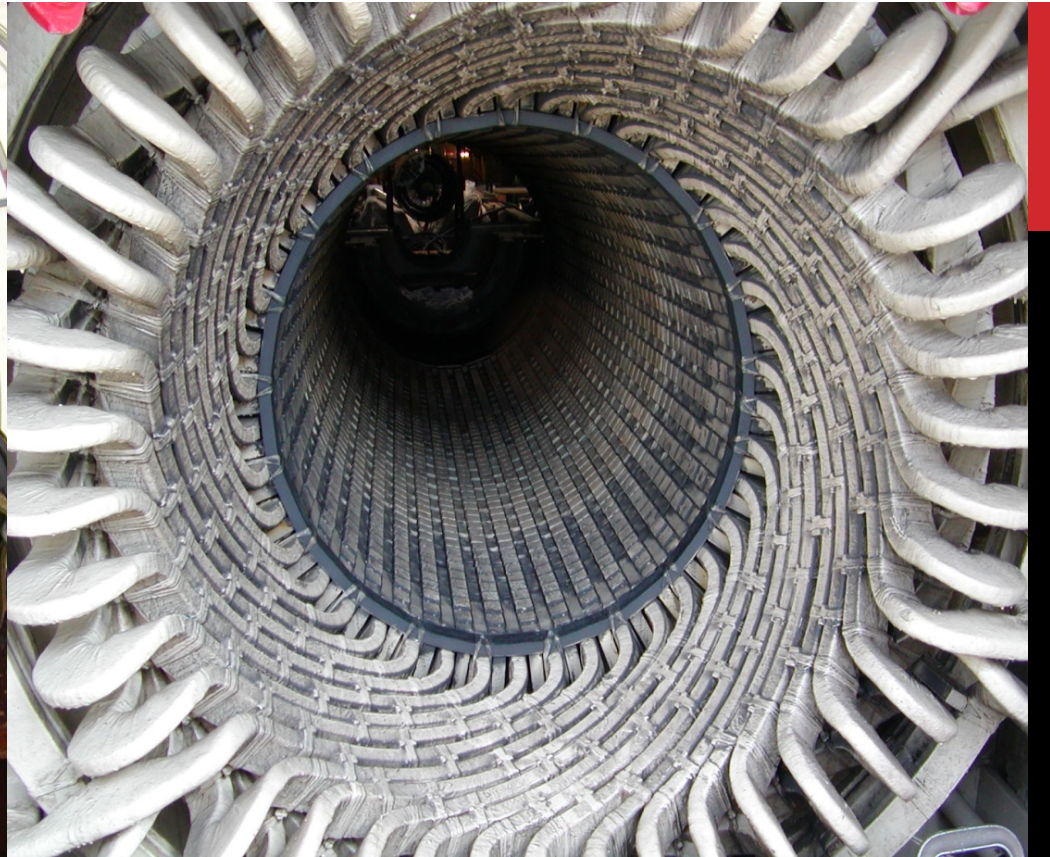




# GENERATOR







# PROJECT SCHEDULE & BUDGET

---

May 2018 ← 90 Days → August 2018



# Questions?