



Notice of the
**2024 Chugach Electric Association, Inc.
Election and Annual Membership Meeting**

your cooperative,
your voice,
your choice...

Your Vote

**Friday, May 17, 2024
Annual Membership Meeting
6:00 pm to 7:30 pm
Followed immediately by a special
meeting of the Board of Directors
ChangePoint Alaska
6689 Changepoint Dr.
Anchorage, AK 99518**

This pamphlet contains:

- voting information
- candidate information
- bylaw information
- director attendance
- director voting records

2024 Voting Information

Introduction

Chugach is more than a utility – it is a member-owned cooperative. As a cooperative, Chugach is guided by a seven-member board of directors elected by and from the membership. Directors are elected to staggered 4-year terms in conjunction with the annual meeting each spring.

Four candidates are running for the two available seats on the board in the 2024 election. The two candidates receiving the most votes will be elected to 4-year terms on the Chugach Board of Directors. This pamphlet contains voting instructions, candidate information, and a director attendance and voting record. There are also two proposed bylaw amendments on the 2024 election ballot. One reduces the number of meetings board members are compensated for each year; the second proposes grammar and other non-substantive edits to the Bylaws.

You must be a member of Chugach by April 4, 2024 (date of record as set by the board), to be eligible to vote in the 2024 election. Chugach has moved to a paperless election. Please update your email with Chugach to receive important election materials and voting instructions. Paper ballots and election materials are available upon request.

Ways to vote

New for 2024:

- Chugach has selected Survey & Ballot Systems as the 2024 Election Administrator. During the election season, you may notice the following changes:
 - Email messages related to the election will come from noreply@directvote.net.
 - Paper ballots will be mailed directly to Survey & Ballot Systems headquarters in Eden Prairie, Minnesota.

Electronic voting:

An email will be sent to you with your voting instructions on April 17. If you don't see it, check your spam filter before contacting the election administrator. **Electronic voting will close at 3 p.m., Friday, May 17.**

Paper ballot voting:

To request a paper ballot, call the election administrator at (866) 909-3549. Paper ballots will be mailed on April 15 to members who have requested them. Return ballots by US Mail in the postage-paid return envelope. **Ballot envelopes must be received by the election administrator no later than noon on Thursday, May 16.**

A ballot envelope must contain the appropriate signature for that membership.

In-person voting:

At the annual meeting on May 17 at ChangePoint Alaska, members registering will be able to vote in-person if they have not already cast a valid ballot. In-person member registration and voting begins at 5 p.m. on Friday, May 17 at the annual meeting. **Photo ID required.**

Need assistance?

If you need assistance with the voting process, contact the election administrator:

Survey & Ballot Systems
Mon. - Fri. 5 a.m. to 2 p.m.
(866) 909-3549
support@directvote.net

Which ballot counts? If more than one vote is submitted by a member, the one that is received first will count.

Voting is a membership right. Chugach is organized as a not-for-profit, member-owned cooperative. One of the rights of membership is the ability to vote for the board of directors and bylaw changes, providing policy direction for your utility. Please report any evidence of improper voting by calling the election administrator.

Reminders

- ◆ **Please make sure we have your email on file.** Email service@chugachelectric.com or call 907-563-7366.
- ◆ **Add noreply@directvote.net to your approved sender list** to make sure you receive important election communications.
- ◆ **Only members may vote.** Proxy and power of attorney voting is not allowed.
- ◆ **Remember to sign the envelope** if voting by mail.

Vote early to win ...

Early-bird voting prizes: Members who cast an electronic ballot by noon each Wednesday are eligible. Drawings will be held April 24 and May 1, 8, and 15. Cast your vote the first week and, if you don't win, your name is carried over to the next week's drawing.

Grand prize – one year of electricity! All voters in the Chugach election will be entered to win one year of free electricity (up to 10,000 kWh valued at the residential rate). When all ballots are in and tabulated, we will draw **two** lucky winners for this grand prize.

Member Appreciation Event

Before the annual meeting on May 17, Chugach will host a Member Appreciation Event in the parking lot at ChangePoint Alaska from 3 p.m. to 6 p.m. Members will have the opportunity to take a ride in a bucket truck, learn about beneficial electrification, win prizes, and more.

2024 Board of Director Candidates

Candidate Statement Standards

The candidates are solely responsible for the content of their statements. Publication of the candidate statements does not imply endorsement by Chugach Electric Association, Inc. of any candidate or specific group.

Article III, Section 9 of the Chugach Bylaws calls for candidate statements to specify whether the candidate is:

- (i) A member, officer, director or employee of any union local currently acting as a bargaining agent for Association employees.
- (ii) A person who has within the last two years had a financial interest in a bid, proposal, project or contract with Chugach.
- (iii) A spouse, child, brother, sister, parent, stepparent, stepchild or stepsibling of: a) any person included in subparagraph (i) or (ii) above or b) an employee of the Association.
- (iv) A person running as an authorized representative of a non-natural entity in accordance with Article IV, Section 3(b).

Candidate responses to these requirements are noted in the area marked "Declarations."

For candidates referencing endorsements by a specific group, Chugach policy requires candidates to maintain on file in the Corporate Communications office, the name of the chairman or president, title, and the address and telephone number at which the group may be contacted.

Samuel W. "Sam" Cason

Member for: 31 years
Occupation: Attorney
Employer: Self-Employed
Education: Homer High School;
B.A., Chemistry,
University of Arkansas;
J.D., University of
Arkansas; Ratemaking
Certificate, Michigan
State University

Nominated by: Nominating Committee
Incumbent: Yes
Declarations: None



Candidate Statement

Chugach faces a complicated landscape of issues. What will we do about declining natural gas supplies? Can we improve our reliability? How will we diversify our generation mix? Eklutna? These are complex questions, and our choices over the next few years will impact families and business for decades to come. Chugach is an incredibly exciting company, and I am proud to be the current Chair of the Board of Directors.

As a director from 2002-5, and again since 2020, I am familiar with our current challenges, and how they are similar to and different from the past. As Public Advocate before the RCA for 10 years, we did forensic examinations of the business side of utilities. I have seen firsthand the value of listening to different perspectives. I don't yet have all the answers, but I have seen both the danger of making choices based on theory, and the power of being open to considering alternatives.

My kids are now in the Anchorage workforce; I hope they stay here. If re-elected, I will continue asking questions, seeking practical solutions, and making choices based on providing reliable, low-cost power - now and into a sustainable future.

Thank you for voting!

Note: Candidate statements must comply with certain standards. See Candidate Statement Standards.

2024 Board of Director Candidates

Todd Michael Lindley

Member for: 9 years
Occupation: Mechanical Engineer
Employer: Alyeska Pipeline Service Company
Education: Saint Pius X High School; B.S. Mechanical Engineering, Texas Tech University
Nominated by: Nominating Committee
Incumbent: No
Declarations: None



Daniel C. "Dan" Rogers

Member for: 22 years
Occupation: Electrical Engineer
Employer: Lucid Engineering Group
Education: B.S. Electrical Engineering, University of Alaska, Fairbanks; B.S. Physics, University of Alaska, Fairbanks; Masters, Electrical Engineering, University of Alaska, Fairbanks
Nominated by: Nominating Committee
Incumbent: No
Declarations: None



Candidate Statement

I moved to Alaska in 2015 to support the Point Thomson project on the North Slope. I attended Texas Tech University where I graduated with a degree in Mechanical Engineering. I'm a registered professional mechanical engineer in Alaska and Wyoming and have 15 years of experience in the oil, gas, and energy field where I've had the pleasure to work across the United States and internationally.

Along with being an engineer, I'm trained in assessing and managing risk at a leadership level as well as at the job site. In the current environment of rebalancing energy portfolios, the long-term risk to the members needs constant vigilance against light and transient causes. Reliability and affordability cannot be outsourced without proper evaluation to the distribution and generation system as a whole. I intend to look towards the future and advocate for services and policies that are truly beneficial to the members and enable economic growth.

I'm running for the Chugach Board to give back to my community where my skills can be of use. If elected, I will work to bolster the reliability and affordability of our energy sources for all members now and for our future.

Candidate Statement

I grew up in Alaska, attended Service-Hanshew Jr-Sr high school, went to the University of Alaska, started businesses and raised my family in the state. It's time to give back to Alaska, so I am running for the Chugach Electric Board of Directors.

I am an electric power systems and controls engineer. I have a long history of improving power systems reliability and cost in my years as a Chugach employee and as one of the co-founders of the largest power system engineering company in Alaska.

I am not an ideologue – as an engineer, I look at each situation to determine the best (best being a combination of cost, efficiency and reliability) solution for a given problem.

I have more experience with "renewable systems that actually work," including being involved with the Cordova, Kotzebue, Kodiak, and Nome electric systems, as well as being on the Bradley Lake Project technical team in the 80s and 90s. With these systems we combined wind, hydro, storage and advanced controls technologies to greatly reduce fossil fuel consumption while improving power system reliability and stability.

This can be done at Chugach as well, but only if a dispassionate look is taken at the options available.

Note: Candidate statements must comply with certain standards. See page 3 for more information.

2024 Board of Director Candidates

Mark C. Wiggin

Member for: 23 years
Occupation: General Manager
Employer: Kuukpik Corp.
Education: B.S. Mechanical Engineering, LSU Baton Rouge; Masters Public Policy, Duke University
Nominated by: Nominating Committee
Incumbent: Yes
Declarations: None



Candidate Statement

Currently serving as Director on the Chugach Electric Board, I seek your vote for a second term. If reelected, I will continue paying close attention to the numerous opportunities and challenges confronting our utility and the Railbelt. My background in power and natural gas resources, combined with my commitment to representing you as a co-op member, serve me well as your Director.

As Chugach seeks a more sustainable energy future, for these key areas, I will:

1. **Renewable Power Expansion:** Work toward the aggressive uptake of renewable and clean energy.
2. **Transmission Expansion:** Work to improve and expand transmission infrastructure, a critical component for adding renewable power to our electrical grid.
3. **Gas Supplies:** Work to ensure that we have near- and mid-term critical gas supplies to keep the lights on as we transition to a more sustainable and diverse energy future.
4. **Railbelt Utility Collaboration:** Work to foster collaboration between Railbelt utilities to make overall grid operations more efficient and make cost-effective integration of renewable energies possible.

I am committed to leading Chugach Electric through these challenging times to one of a more resilient energy future, one of renewable dominance and enhanced Railbelt utility collaboration.

Note: Candidate statements must comply with certain standards. See page 3 for more information.

2024 Proposed Amendment to the Bylaws

Introduction

One proposed amendment to the Bylaws is presented in this section. The proposed changes are introduced with a title contained within a box. The titles are the same as those used on your ballot. The existing language proposed to be deleted is in ~~[brackets and struck through like this]~~. The proposed language to be added is in **bold typeface and underlined like this.**

Reduce the number of board meetings directors are compensated per year.

Board of Directors and Bylaws Committee recommendation:

The Chugach Board of Directors is submitting the following amendments to reduce the number of meetings to be compensated per year.

The Chugach Board of Directors unanimously approved the amendments during the Regular board meeting on January 24, 2024.

Your Board of Directors and the Bylaws Committee recommend a “Yes” vote on this proposed Bylaw amendment.

Amend the Bylaws as follows:

ARTICLE IV DIRECTORS

SECTION 9. Compensation. Directors shall not receive any salary for their services as directors and except in emergencies, may not receive salaries for their services in any other capacity without the approval of Association members. The Association may not provide health insurance for directors or insurance for risks except those incurred in their capacity as directors. By resolution of the board of directors, directors may be allowed a fixed fee and expenses of attendance, if any, for each day of attendance at each meeting of the board of directors, or a meeting of a committee thereof, or when a director is otherwise representing the Association in an official capacity and for each day of necessary travel in connection therewith. No attendance other than regular or special board or committee meetings shall be reimbursed unless authorized by a majority vote of the board. A director may not be compensated for more than **one (1)** ~~[two]~~ regular board meetings per month, **except in the month of the annual meeting of the members, in which a director may be compensated for one additional regular board meeting,** and an additional **six (6)** ~~[42]~~ special board meetings per year. The total compensated meetings shall not exceed **fifty-five (55)** ~~[70]~~ meetings per year for a director, and **sixty (60)** ~~[85]~~ meetings per year for the chair of the board. In addition, a director may be compensated for up to **twenty (20)** days of attendance per year at conferences or educational seminars where the director is representing the Association in an official capacity.

2024 Proposed Amendment to the Bylaws

Introduction

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Grammar, pronoun use, and other
non-substantive edits

Board of Directors and Bylaws Committee recommendation:

Chugach Electric Association, Inc. is proposing amendments to the Bylaws for improved clarity, focusing on grammar, pronoun use, and formatting changes.

The amendments include:

- a. Formatting changes, including alignment and spacing; and updating page and section numbers; and,
- b. Grammatical changes, including replacement or removal of pronouns for increased clarity and correction of grammatical errors (example: change insure to ensure).

None of the amendments alter the original intent or meaning of the Bylaws.

Your Board of Directors and the Bylaws Committee recommend a “Yes” vote on this proposed Bylaw amendment.

Amend the Bylaws as follows:

See notes in left column.

2023 Board of Directors Voting & Attendance Record

| Meeting Date | Meetings | Directors | | | | | | |
|--------------|--|--|---|----------------------------|----------------------------|-----------------------|---------------------------------|----------------------------|
| | Attendance Codes: a = absent p = present e = excused t = attended via telephone - = attendance not required tb = telephone approved Association Business | | | | | | | |
| | Voting Codes: y = yes n = no b = abstained m = not present at time of vote u = unanimous/all yes vote | C A S O N | C H A S O T A I N | C O O P E R | H O L L I S | M O R S E | W H I T N E Y | W I G G I N |
| 1/11/23 | Governance Committee Meeting | p | p | p | t | p | p | t |
| 1/25/23 | Regular Board of Directors' Meeting II. Approval of the Agenda V. Consent Agenda VIII.C. RDI Contract Approval IX. Executive Session - to go into Executive Session XII. Adjournment | p u u u u | p | p | p | p | - | p |
| 2/8/23 | Operations Committee Meeting | p | p | p | a | p | - | p |
| 2/14-16/23 | Special Board of Directors' Meeting II. Approval of the Agenda VIII. Executive Session - to go into Executive Session IX. Recessed at 3:36 p.m. X. Reconvened on February 15 at 8:10 a.m. XI. Executive Session - to go into Executive Session XII. Recessed at 11:24 a.m. XIII. Reconvened on February 16 at 11:30 a.m. XIV. Executive Session - to go into Executive Session XVI. Adjournment | p/t u u u u u u u u u | p | p | p | m m m m m | t/p | - |
| | | C A S O N | C H A S O T A I N | C O O P E R | H O L L I S | M O R S E | S I T H | W I G G I N |
| 2/22/23 | Regular Board of Directors' Meeting II. Approval of the Agenda V. Consent Agenda VIII.A. Adoption of Amended 457(b) Saving Plan VIII.B. Appointment of New Board Member - Bernie Smith IX. Executive Session - to go into Executive Session XII. Adjournment | p u u u u u u | p | p | p | p | p | p |
| 3/10/23 | Special Board of Directors' Meeting II. Approval of the Agenda XI. Adjournment | a u u | p | p | p | p | p | p |
| 3/15/23 | Operations Committee Meeting | p | p | p | p | - | p | p |
| 3/22/23 | Regular Board of Directors' Meeting II. Approval of the Agenda V. Consent Agenda VIII.A. Annual Election: Approval of Date of Date of Record, Master Election Judge, and Election Procedures VIII.B. Campbell Lake Switchgear VIII.D. 35kV Conductor Purchase VIII.E. Proposed Bylaw Amendment; Utility Bill Roundup - Motion 1 IX. Executive Session - to go into Executive Session XII. Adjournment | p u u u u u u u | t | p | p | p | p | p |
| 3/29/23 | Audit & Finance Committee Meeting | p | a | t | p | p | p | p |
| 4/12/23 | Governance Committee Meeting | p | p | t | p | p | p | t |
| 4/13/23 | Special Board of Directors' Meeting II. Approval of the Agenda VIII. Executive Session - to go into Executive Session XI. Adjournment | p u u u | p | p | p | p | p | p |
| 4/19/23 | Operations Committee Meeting | p | t | p | p | p | p | p |
| 4/26/23 | Regular Board of Directors' Meeting II. Approval of the Agenda V. Consent Agenda IX. Executive Session - to go into Executive Session X.A. Old Seward Hwy Undergrounding Project X.B. Baxter Road Undergrounding Project X.C. Girdwood to Indian Steel Procurement X.D. Recommendation on May 1, 2022 - April 30, 2023 CEO Eval and Compensation XII. Adjournment | p u u u u u u u u | p | p | p | p | p | p |
| 5/3/23 | Operations Committee Meeting | p | t | p | p | p | p | p |
| 5/11/23 | Special Board of Directors' Meeting II. Approval of the Agenda VIII.B Renewable Energy Alaska Project Membership XI. Adjournment | p u n u | p y | p y | p y | p y | p y | p y |

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| 5/19/23 | Annual Membership Meeting V.A. Approval of the May 20, 2022, Annual Meeting Minutes XXI. Adjournment | p | p | p | p | p | p | p |
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| Meeting Date | Meetings | Directors | | | | | | |
| | Attendance Codes: a = absent p = present e = excused t = attended via telephone - = attendance not required tb = telephone approved Association Business | | | | | | | |
| | Voting Codes: y = yes n = no b = abstained m = not present at time of vote u = unanimous/all yes vote | C | C | C | N | M | F | W |
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| 5/19/23 | Regular Board of Directors' Meeting III. Approval of the Agenda V. Adjournment | p | p | p | p | p | p | p |
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| 5/24/23 | Regular Board of Directors' Meeting II. Approval of the Agenda V. Consent Agenda XI. Adjournment | p | p | p | p | p | p | p |
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| 5/31/23 | Audit & Finance Committee | p | t | t | p | p | t | p |
| 6/7/23 | Operations Committee Meeting | p | p | p | p | p | p | p |
| 6/21/23 | Governance Committee Meeting | p | p | t | p | p | p | p |
| 6/21/23 | Operations Committee Meeting | p | p | p | p | p | p | p |
| 6/28/23 | Regular Board of Directors' Meeting II. Approval of the Agenda V. Consent Agenda VIII.A. 2024 - 2033 Financial Forecast VIII.A. 2024 - 2033 Financial Forecast VIII.C. Appointment of NRECA Delegate and Alternate VIII.D. Appointment of CFC Delegate and Alternate IX. Executive Session XII. Adjournment | p | p | p | p | p | p | p |
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| 6/29/23 | Special Board of Directors' Meeting II. Approval of the Agenda XI. Adjournment | p | p | p | p | p | p | p |
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| 7/12/23 | Operations Committee Meeting | p | p | p | p | p | p | p |
| 7/26/23 | Regular Board of Directors' Meeting II. Approval of the Agenda V. Consent Agenda VIII.A. First National Bank of AK Corp. Auth. Resolution VIII.B. Capital Credit Allocation IX. Executive Session - to go into Executive Session X.A. Amended and Restated Credit Agreement X.B. May 1, 2023-April 30, 2024 CEO PSI & PA XII. Adjournment | t | p | p | p | p | p | p |
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| 8/9/23 | Governance Committee Meeting | p | p | p | - | t/p | p | t |
| 8/16/23 | Regular Board of Directors' Meeting II. Approval of the Agenda V. Consent Agenda VIII.A. Cooper Lake Hydro Electric Project Siphon Operation Upgrades VIII.B. 35KV Switch Cabinet Procurement VIII.C. Power Transformer Procurement VIII.D. Desktop Replacement Project Authorization IX. Executive Session IX.A. New Era - Funding Opportunities XII. Adjournment | p | p | p | p | p | p | p |
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| 8/30/23 | Audit & Finance Committee | p | p | p | p | p | p | - |
| 9/7/23 | Operations Committee Meeting | p | p | p | p | p | t | p |
| 9/13/23 | Governance Committee Meeting | p | t | - | - | t/p | p | p |
| 9/27/23 | Regular Board of Directors' Meeting II. Approval of the Agenda V. Consent Agenda IX. Executive Session - to go into Executive Session XII. Adjournment | P | p | p | t | t | t/p | p |
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| 10/11/23 | Operations Committee Meeting | p | t | p | e | p | t | p |
| 10/17/23 | Governance Committee Meeting | p | t | - | - | p | p | t |

2023 Board of Directors Voting & Attendance Record

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| 10/25/23 | Regular Board of Directors' Meeting II. Approval of the Agenda V. Consent Agenda VIII. New Business - Board Policy 204: IX. Executive Session - to go into Executive Session XII. Adjournment | t u u u u | p | t | t | p | t | t/p |
| 11/7/23 | Special Board of Directors' Meeting II. Approval of the Agenda IV. Adjournment | p u u | t | t | e | p | p | p |
| 11/8/23 | Audit & Finance Committee Meeting | p | t | p | e | p | p | - |
| 11/13 & 11/14 2023 | Regular Board of Directors' Meeting - Strategic Planning II. Approval of the Agenda IV. Consent Agenda V. Executive Session XI.B. Appointment of ARCTEC Member, Management and Alternate Representatives XII. Executive Session XV. Adjournment | p u u u u u u | p | p | p | p | p | p |
| 12/6/23 | Audit & Finance Committee Meeting | p | - | t | p | p | t | - |
| 12/6/23 | Regular Board of Directors' Meeting II. Approval of the Agenda V. Consent Agenda VIII.A. Community Solar Project IX. Executive Session XIII. Adjournment | p u u u u u | p | t | p | p | t | p |
| 12/20/23 | Operations Committee Meeting II. Approval of the Agenda iii. Approval of the minutes VI. Executive Session IX. Adjournment | p p p p | p | p | p | p | p | p |



CHUGACH



MEMBER APPRECIATION

May 17, 2024 • 3-6 p.m. • ChangePoint Alaska
6689 Changepoint Dr., Anchorage, AK 99518

FEATURING:

POWER PLANT TOURS



BUCKET TRUCK RIDES



EDUCATIONAL BOOTHS



LEARN ABOUT EVs



PICNIC LUNCH

Power plant tours require pre-registration.
For more information visit: chugachelectric.com



www.chugachelectric.com