

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

January 24, 2024
Wednesday
4:00 p.m.

REGULAR BOARD OF DIRECTORS' MEETING

Recording Secretary: Ky'yanna Hamilton

I. CALL TO ORDER

Chair Cason called the Regular Board of Directors' meeting to order at 4:04 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

A. Pledge of Allegiance

Chair Cason led the Board in the Pledge of Allegiance.

B. Roll Call

Board Members Present:

Sam Cason, Chair

Sisi Cooper, Vice Chair

Susanne Fleek-Green, Secretary *Arrived at 4:10 p.m.*

Rachel Morse, Treasurer

Mark Wiggin, Director

Bettina Chastain, Director

Jim Nordlund, Director *(Telephonic)*

Staff and Guests in Attendance:

Present:

Arthur Miller

Andrew Laughlin

Matt Clarkson

Allan Rudeck

Tiffany Wilson

Marty Freeman

Bernie Smith

Julie Hasquet

Todd McCarty

Chris Kohler

Russ Thornton

Karen Griffin

Crystal Enkvist, APA

Kate Ayers

Mike Miller

Eugene Ori

Curtis Sims

Sean Skaling

Josh Travis

Chantell Lewis-Boutte

Mark Henspeter

Scarlett Masten

Bill Herman

Mike Brodie

Tim Hevrin

Todd Lindley

Mackenzie Barberry,

Yuit

Alex Petkanas,

AK Center

Jim Torgerson,

Stoel Rives, LLP

Via Teleconference:

Sherri Highers

Sandra Cacy

Heather Slocum

Mitchell Roth, Member

Peyton Reid

Mel Langdon

George Donart, Member

Julian Ramirez, Member

Trish Baker

Paul McLarnon

Nat Andrews

Emily Muller

Samantha Owen, McMillion Shaina Kilcoyne, Member Lila Hobs
Todd Glass, McMillion Aurora Roth, Member
Matt Perkins Jenny Maine Stryker

- C. *Safety Minute*
Marty Freeman, Senior Manager, HSE, discussed “*Avalanche Safety*” and *December’s Safety Statistics* and responded to questions from the Board.

- D. *Electric Power Factoid: Chugach APP*
Chanel Lewis - Boutte, Member & Energy Program Specialist, presented an overview on the Chugach App and answered questions from the board.

II. APPROVAL OF AGENDA

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

III. PERSONS TO BE HEARD

- A. *Member Comments*
George Donart, Member, made comments regarding utility coordination and Chugach Renewable Portfolio Standard.
Nate Andrews, Member, made comments regarding a conflict of interest and the Chugach Renewable Portfolio Standard Legislation.
Members Julian Ramirez and Aurora Roth made comments regarding the Eklutna Hydro Fish and Wildlife Plan.
Donovan Russoniello, Member, made comments regarding Senate Bill 101, House Bill 121 and Chugach’s Renewable Portfolio Standard.
Mitchell Roth, Member, Made comments regarding Chugach’ Renewable Portfolio Standard and Eklutna Mitigation Report.
Members Todd Lindley, Alex Patkanas, Bill Herman, Bernie Smith, Jim Henderson, Dan Rodgers, made comments regarding the Renewable Portfolio Standard.

IV. DIRECTOR REPORTS

- A. *Alaska Power Association (APA) Report*
Crystal Enkvist, Executive Director, APA, provided an update on APA activities, upcoming events, and responded to questions from the board.

- B. *Board Committee Reports (Audit and Finance, Operations & Governance)*
Director Morse reported on the upcoming Audit & Finance Committee on April 3, 2024.

Director Wiggin reported on January 10, 2024, Operations Committee Meeting.

Director Fleek-Green reported on January 10, 2024, Governance Committee Meeting.

- C. *Other Meeting Reports*
Director Morse gave a report on her attendance at the NRECA regional meeting.

V. CONSENT AGENDA

- A. *Board Calendar*
- B. *Training and Conferences*
 - 1. *NRECA PowerXchange, March 3-8, 2024, San Antonio, TX*
- C. *Minutes*
 - 1. *December 06, 2023, Regular Board of Directors' Meeting (Slocum)*
- D. *Director Expenses*

Director Fleek-Green moved, and Director Cooper seconded the motion to approve the expense reports as amended. The motion passed unanimously.

Director Fleek-Green moved, and Director Wiggin seconded the motion to approve the consent agenda. The motion passed unanimously.

VI. CEO REPORTS AND CORRESPONDENCE

- E. *October and November 2023 Variance Reports (Griffin)*

Karen Griffin, VP of Accounting, provided an overview to the October and November 2023 Variance Reports and answered questions from the board.
- F. *Eklutna Project Update* (Hasquet/Brodie)*

Andrew Laughlin, Chief Operating Officer (CEO), and Mike Brodie, Manager of M&O Services & Transformer Shop, Julie Hasquet, Manager of Corporate Communication, provided a high-level update to the Eklutna Project and answered questions from the Board.
- G. *Board Policy Scheduled Tasks/Reports (Board/Staff)*

The Board Policy Scheduled Tasks were provided in the meeting packet.
- H. *Reliability Report – 2023 (Miller)*

Arthur Miller, Chief Operating Officer, (CEO), presented the 2023 Reliability Report, and responded to questions from the Board.

Arthur Miller, CEO, discussed the CEO Reports and Correspondence contents and responded to questions from the Board.

VII. UNFINISHED BUSINESS

None.

VIII. NEW BUSINESS

- A. *2024 Contract Renewals*(Travis)*

Josh Travis, VP of Administrative Services, presented the 2024 Contract Renewals and responded to questions from the Board.

Director Morse moved, and Director Wiggin seconded the motion that the Board of Directors authorize the Chief Executive Officer to approve the 2024 RDI contract at a value not to exceed \$2,206,000, the 2024 Carlos Tree Services contract at a value not to exceed \$4,000,000, the 2024 CTG contract at a value not to exceed \$2,923,184, and the 2024 GE Packaged Power CSA contracts at values not to exceed \$2,600,000 and \$7,500,000 respectively. The motion passed unanimously.

B. Strategic Plan (Ayers)*

Kate Ayers, Senior Manager of Key accounts, and sustainability, responded to questions from the Board.

Director Morse moved, and Director Cooper seconded the motion and move that the Board of Directors approve the Strategic Plan. The motion passed unanimously.

C. 2024 Legislative Goals (Baker)*

Trish Baker, Manager of Government and Business Affairs, presented Chugach's legislative goals and responded to questions from the Board.

Director Morse called for a recess at 6:25 p.m. The meeting commenced at 6:35 p.m.

Director Morse made a friendly amendment to the motion.

Director Morse moved, and Director Fleek-Green seconded the motion to Move that the Board of Directors, in recognition of Chugach Electric Association, Inc's (Chugach) 2024 priorities, approve Chugach's State legislative priorities as: 1) State of Alaska funding of \$206.5 million to match the Round 1 Department of Energy's Grid Resilience and Innovation Partnership grant; 2) Increase the legislators and public's understanding of Chugach's gas supply options to meet future needs for dispatchable power; and 3) Advance clean energy legislation which includes renewable generation. The motion passed unanimously, as amended.

D. Compensable Board Meetings (Board)*

The Chugach Board of Directors and Arthur Miller, CEO, discussed board compensation and answered questions amongst themselves.

Director Fleek-Green moved, and Director Cooper seconded the motion that the Board of Directors approve the attached proposed bylaw change that reduces the number of compensable Board, Board Committee, and other meetings, and that the proposed bylaw change be provided to the Chugach Bylaw Committee for consideration in the 2024 annual meeting election. The motion passed unanimously.

E. Indian to Girdwood Transmission Line Rebuild (Laughlin/Miller)*

Andrew Laughlin, COO, Mike Miller, VP of Engineering, provided an update on the Indian to Girdwood transmission line rebuild and answered questions from the Board.

Director Morse moved, and Director Wiggin seconded the motion that the Chugach Board of Directors authorize the Chief Executive Officer to execute a contract with Northern Powerline Constructors, Inc. in the amount of \$17,822,062.70 for the construction and increase the Quartz Creek Transmission Line between the Girdwood Substation and the Indian Substation Project Authorization by \$9,800,000 to an estimated Total Installed Cost of \$31,000,000. The motion passed unanimously.

IX. EXECUTIVE SESSION

- A. *Eklutna Project Negotiations Update*
- B. *Wholesale Power Sales Agreement Between Chugach & Golden Valley Electric Association inc.*

At 7:29 p.m., Director Cooper moved and Director Wiggin seconded the motion that pursuant to Alaska Statute 10.25.175(c)(1) and (3), the Board of Directors go into executive session to: 1) discuss and receive reports regarding matters the immediate knowledge of which would clearly have an adverse effect on the finances of the cooperative; and 2) discuss with its attorneys 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 9:15 p.m.

X. NEW BUSINESS

- A. *Conflict of Interest***

Matthew Clarkson, Chief Legal Officer, and Jim Forgeron, Stoel Rives, LLP. advised the Board of their legal obligations as it pertains to a conflict of interest with Board members actively participating on what could be preserved as conflicting Boards.

- B. *Wholesale Power Sales Agreement Between Chugach & Golden Valley Electric Association inc. ***

Director Cooper moved, and Director Morse seconded the motion that the Board of Directors approve the attached resolution authorizing the Chief Executive Officer to move forward with the Wholesale Power Sales Agreement between Chugach Electric Association, Inc. (Chugach) and Golden Valley Electric Association, Inc. The motion passed unanimously.

- C. *Renewable Portfolio Standard***

Director Wiggin moved, and Director Fleek-Green seconded the motion that the Board of Directors approve the attached resolution authorizing the Chief Executive Officer to move forward with the Renewable Portfolio Standard. Chair Cason called for a vote and the motion passed with a six to one vote.

XI. DIRECTOR COMMENTS

Director comments were made at this time.

XII. ADJOURNMENT

At 10:49 p.m., Director Morse moved, and Director Wiggin seconded the motion to adjourn. The motion passed unanimously.



Susanne Fleek-Green, Secretary
Date Approved: February 28, 2024