

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

February 12, 2024
Monday
4:00 p.m.

SPECIAL BOARD OF DIRECTORS' MEETING

Recording Secretary: Heather Slocum

I. CALL TO ORDER

Chair Cason called the meeting to order at 4:02 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

A. Roll Call

Board Members Present:

Sam Cason, Chair
Sisi Cooper, Vice Chair (*via teleconference*)
Rachel Morse, Treasurer
Susanne Fleek-Green, Secretary
Mark Wiggin, Director
Bettina Chastain, Director
Jim Nordlund, Director (*via teleconference*)

Guests and Staff Attendance Present:

| | | |
|--------------------|---------------------|------------------|
| Arthur Miller | Allan Rudeck | Trish Baker |
| Sherri Highers | Tiffany Wilson | Emily Mueller |
| Matthew Clarkson | Julie Hasquet | Heather Slocum |
| Andrew Laughlin | Mike Brodie | Scarlett Masten |
| Todd Glass, Wilson | Curtis McQueen, NVE | Patti Bogan |
| Sonsini | Steve Strait | Brian Tooley |
| Samantha Owens, | Todd Lindley | Dean Ratliff |
| McMillen | Alex Petkanas | Deborah Brollini |

Via teleconference:

| | | |
|--------------|-------------------|--------------|
| Sandra Cacy | Ky'yanna Hamilton | Josh Travis |
| Todd McCarty | Chennery Fife | Brian Kassof |
| Leslie Ridle | George Donart | Sean Skaling |
| Teresa Kurka | Alex Baker | |

II. APPROVAL OF THE AGENDA

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

III. PERSONS TO BE HEARD

A. Member Comments

Todd Lindley, member, gave comments on the Eklutna Project.

Patti Bogan, member, gave comments on the Nominating Committee.

Curtis McQueen, Native Village of Eklutna, invited the Board to meet with NVE.

Steve Strait, member, made comments and recommendations on the Nominating Committee.

IV. DIRECTOR REPORTS

None.

V. CONSENT AGENDA

None.

VI. CEO REPORTS AND CORRESPONDENCE

None.

VII. UNFINISHED BUSINESS

None.

VIII. NEW BUSINESS

A. Nominating Committee

Matthew Clarkson, Chief Legal Officer, gave an update on the nominating committee process and answered questions from the Board.

B. Eklutna Project

Andrew Laughlin, Chief Operating Officer, Julie Hasquet, Sr. Manager, Corporate Communications, Todd Glass, Wilson Sonsini, and Samantha Owen, McMillen updated the board on Eklutna Project.

IX. EXECUTIVE SESSION

A. Eklutna Project

At 5:35 p.m., Director Wiggin moved, and Director Morse 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.

*Director Chastain left the meeting during Executive Session. The time was not noted.
The meeting reconvened in open session at 7:57 p.m.*

X. NEW BUSINESS

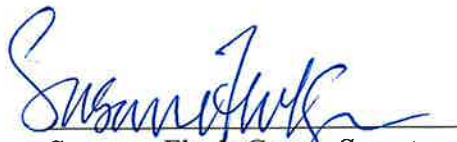
None.

XI. DIRECTOR COMMENTS

Director comments were given at this time.

XII. ADJOURNMENT

At 8:08 p.m. Director Wiggen moved, and Director Morse seconded a motion to adjourn the meeting. The motion passed unanimously.



Susanne Fleek-Green, Secretary

Date Approved: February 28, 2024