

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

**March 5, 2025**  
**Wednesday**

**GOVERNANCE COMMITTEE MEETING**

Recording Secretary: Buddi Richey

**I. CALL TO ORDER**

Chair Fleek-Green called the Governance Committee meeting to order at 4:01 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

*A. Roll Call*

*Committee Members Present:*

Susanne Fleek-Green, Chair  
Rachel Morse, Vice Chair  
Mark Wiggin, Director  
Bettina Chastain, Director  
Sisi Cooper, Director

*Board Members Present:*

Jim Nordlund, Director (*via teleconference*)  
Dan Rogers, Director

*Guests and Staff Attendance Present:*

Arthur Miller	Allan Rudeck	Scarlet Masten
Andrew Laughlin	Julie Hasquet	Kate Ayers
Matthew Clarkson	Whitney Wilkson	Chantell Lewis-Boutte
Sherri Highers	Trish Baker	Bernie Smith, Member

*Via teleconference:*

Stephanie Huddell	Amanda Mankel	Katherine Jernstrom,
Sandra Cacy	Heather Slocum	Member

**II. APPROVAL OF THE AGENDA**

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

**III. APPROVAL OF MINUTES**

Director Morse moved, and Director Wiggin seconded the motion to approve the December 4, 2024, Governance Committee meeting minutes. The motion passed unanimously.

**IV. UNFINISHED BUSINESS (*none*)**

## **V. NEW BUSINESS**

*Director Cooper arrived at 4:11 p.m.*

### *A. Bylaw Changes\**

Director Cooper moved, and Director Morse seconded the motion that the Governance Committee recommend the Chugach Electric Association, Inc. Board of Directors approve the proposed amendment, as outlined in Attachment II, for inclusion on the ballot for a vote by the Chugach membership in the 2025 annual meeting election to extend the timeframe for the annual meeting from the period of May 15 to June 15, to April 15 to June 15. The motion passed unanimously.

### *B. Board Policy Updates\**

Sherri Highers, Chief Financial Officer, and Whitney Wilkson, Associate General Counsel, presented the Board Policy Updates and responded to questions from the Committee.

*1.BP 202 – Procedures for Board of Directors Meeting*

*2.BP 204 – Director Meeting Fees and Expenses*

*3.BP 404 – Approval of Collective Bargaining Agreements*

Director Morse moved, and Director Cooper seconded the motion that the Governance Committee recommend the Chugach Electric Association, Inc. Board of Directors approve the modifications to the Board Policies identified on Attachment II. The motion passed unanimously.

### *C. Community Outreach*

Julie Hasquet presented the Chugach Electric Association, Inc. and member community outreach and responded to questions from the Committee.

### *D. NRECA Resolutions*

Trish Baker presented the NRECA Resolutions Updates and responded to questions from the Committee.

## **VI. EXECUTIVE SESSION** *(none)*

## **VII. NEW BUSINESS** *(none)*

## **VIII. DIRECTOR COMMENTS**

Director comments were made at this time.

## **IX. ADJOURNMENT**

At 5:16 p.m., Director Cooper moved, and Director Wiggin seconded to adjourn. The motion passed unanimously.