

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

March 22, 2023
Wednesday
4:00 p.m.

REGULAR BOARD OF DIRECTORS' MEETING

Recording Secretary: Ashton Doyle

I. CALL TO ORDER

Vice Chair Wiggin 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

Vice Chair Wiggin led the Board in the Pledge of Allegiance.

B. Roll Call

Board Members Present:

Bettina Chastain, Chair (*via teleconference*)

Mark Wiggin, Vice Chair

Harold Hollis, Treasurer

Sam Cason, Secretary

Rachel Morse, Director

Sisi Cooper, Director

Bernie Smith, Director

Staff and Guests in Attendance:

Present:

Arthur Miller

Matthew Clarkson

Mike Brodie

Josh Travis

Marty Freeman

Andrew Laughlin

Brandy Richards

Sean Skaling

Mike Miller

Karen Griffin

Sherri Highers

Scarlett Masten

Teresa Kurka

Julie Hasquet

Jean Kornmuller

Todd McCarty

Chantelle Lewis-Boutte

Steve Konkel

Kate Ayers

Mark Henspeter

Ky'yanna Hamilton

Via Teleconference:

Peyton Reid

Cutis Sims

Nathan Golab

Shaina Kilcoyne, Member

C. Safety Minute

Marty Freeman, Senior Manager, HSE, discussed "*Electrical Safety at Home*" and February Safety Statistics and responded to questions from the Board.

- D. *Electric Power Factoid: Member Requests for Engineering Service*
Mike Miller, Vice President, Engineering, Distribution – Construction, presented an overview of member requests for engineering and responded to questions from the Board.

II. APPROVAL OF AGENDA

Director Hollis moved, and Director Morse seconded the motion to approve the agenda. There was a friendly amendment to remove New Business item VIII.C. Girdwood to Indian Steel Procurement and item IV.B. Renewable Energy Alaska Project (REAP) Report under Director Reports. The motion passed unanimously, as amended.

III. PERSONS TO BE HEARD

- A. *Member Comments*
None.

IV. DIRECTOR REPORTS

- A. *Alaska Power Association (APA) Report*
Director Hollis provided an update on APA activities and upcoming events.

- B. *Renewable Energy Alaska Project (REAP) Report*
This item was removed from the agenda.

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

Director Hollis stated there have been no Audit & Finance Committee Meetings since the last Regular Board of Directors' Meeting and the next meeting will be held on March 29, 2023.

Director Hollis reported on the March 15, 2023, Operations Committee Meeting and reported the next meeting would be held on April 19, 2023.

Director Cason reported that there had been no new Governance Committee Meetings since the last Regular Board of Directors' Meeting and reported the next meeting would be held on April 12, 2023.

- D. *Other Meeting Reports*

Director Morse reported on the NRECA Annual Meeting in Nashville Business meeting, reported on relevant items that came up in that meeting, and discussed a schedule for discussion and timeline for action.

Director Chastain reported on the Special Board of Directors meeting that was held on March 10, 2023, and discussed avenues for member input and timeline for action on any bylaw changes.

Director Cooper reported there has not been a MAC meeting since the last Regular Board of Directors' Meeting. The next MAC meeting is scheduled for April 4.

Director Cooper reported on the second round of Election Committee meetings. She noted that meetings will resume after voting is underway. The next meetings are scheduled for May 2 and May 16.

V. CONSENT AGENDA

- A. *Board Calendar*
- B. *Training and Conferences*
 - 1. *NWPPA Annual Conference, May 14-17, 2023, Anchorage, AK*
 - 2. *Alaska Sustainable Energy Conference, May 22-25, 2023, Anchorage, AK*
- C. *Minutes*
 - 1. *February 22, 2023, Regular Board of Directors' Meeting (Cacy)*
 - 2. *March 10, 2023, Special Board of Directors' Meeting (Cacy)*
- D. *Director Expenses*

Director Cason moved, and Director Hollis seconded the motion to approve the consent agenda. The motion passed unanimously.

VI. CEO REPORTS AND CORRESPONDENCE

- A. *Overview of 2023 Election, Member Appreciation Event, and Annual Meeting (Kurka/Ayers/Hasquet)*
- B. *1st Quarter 2023 Railbelt Bill Comparison (Kornmuller)*
- C. *Payment Processing Change Update (Kurka)*
- D. *Renewable Energy Plan Update (Skaling)*
- E. *Central Business District – Reliability Improvements (M. Miller/Laughlin)*
- F. *Board Policy Scheduled Tasks/Reports (Board/Staff)*

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

Director Chastain left the meeting at 5:27 p.m.

VII. UNFINISHED BUSINESS

None.

VIII. NEW BUSINESS

- A. *Annual Election: Approval of Date of Record, Master Election Judge, and Election Procedures (Kurka)*

Teresa Kurka, Vice President, Member Services, discussed the date of record, master election judge, annual election procedures, and responded to questions from the Board.

Director Cooper moved, and Director Cason seconded the motion to move that the Board of Directors set March 30, 2023, as the Date of Record, that Dawn Bundick be appointed Master Election Judge with Lawrence Camp as the alternate, and that the 2023 Election Procedures be approved as recommended for Chugach's 2023 election. The motion passed unanimously.

Director Chastain was not present at the time of the vote.

- B. *Campbell Lake Switchgear (Laughlin)*

Mike Miller, Vice President, Engineering, Distribution – Construction, discussed the Campbell Lake Substation Rebuild Switchgear Procurement and Project Authorization increase and responded to questions from the Board.

Director Cason moved, and Director Cooper seconded the motion to move that the Chugach Board of Directors authorize the Chief Executive Officer to execute a contract with States Manufacturing, Inc. in the amount of \$2,920,000 for the procurement of metal clad switchgear and increase the Campbell Lake Substation Rebuild Project Authorization by \$1,200,000 to an estimated Total Installed Cost of \$8,600,000. The motion passed unanimously.

Director Chastain was not present at the time of the vote.

C. *Girdwood to Indian Steel Procurement (Laughlin)*

This item was removed from the agenda.

D. *35 kV Conductor Purchase (Travis)*

Josh Travis, Vice President, Administrative Services, discussed the competitive request for bid for the bulk purchase of 35kV conductor necessary to complete four engineering projects.

Director Hollis moved, and Director Cason seconded the motion to move that the Board of Directors authorize the Chief Executive Officer to approve the 35kV conductor purchase requisition and subsequent purchase order to Anixter Power Solutions for \$2,455,785.00 adjusted by the COMEX copper closing price on March 23, 2023. The motion passed unanimously.

Director Chastain was not present at the time of the vote.

E. *Proposed Bylaw Amendment (Bylaw Committee); Utility Bill Roundup (Masten)*

Scarlett Masten, Key Members, Sustainability, Document Control Specialist discussed the proposed bylaw addition: Article XII – Miscellaneous Section 4, motion options, and responded to questions from the Board.

Director Cason moved, and Director Hollis seconded the motion to move that the Board of Directors approve placement on the 2023 Annual Election ballot to add an electric bill round up program for 501(c)(3) charitable purposes within Chugach's service area for inclusion in the Association's Bylaws under Section 4 of Article XII. The motion passed unanimously.

Director Chastain was not present at the time of the vote.

IX. EXECUTIVE SESSION

- A. *Seward Electric System (Miller)*
- B. *Eklutna Project (Brodie/Laughlin)*

At 6:24 p.m., Director Morse moved, and Director Cason 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 was not present at the time of the vote.

The meeting reconvened in open session at 7:43 p.m.

X. DIRECTOR COMMENTS

Director comments were made at this time.

XI. ADJOURNMENT

At 7:52 p.m., Director Cason moved, and Director Morse seconded the motion to adjourn. The motion passed unanimously.



Samuel Cason, Secretary

Date Approved: April 26, 2023