

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

April 12, 2023
Wednesday
4:00 p.m.

GOVERNANCE COMMITTEE MEETING

Recording Secretary: Sandra Cacy

I. CALL TO ORDER

Chair Cason called the Governance Committee meeting to order at 4:03 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

A. Roll Call

Committee Members Present:

Sam Cason, Chair
Mark Wiggin, Director (*via teleconference*)
Bettina Chastain, Director
Rachel Morse, Director

Board Member Present:

Harold Hollis, Director
Sisi Cooper, Director (*via teleconference*)
Bernie Smith, Director

Guests and Staff Attendance Present:

Arthur Miller	Matthew Clarkson	Julie Hasquet
Kate Ayers	Sherri Highers	Karen Griffin
Sean Skaling	Kyyanna Hamilton	Eugene Ori
Josh Travis		

Via teleconference:

Antony Scott,
Member

Ashton Doyle

II. APPROVAL OF THE AGENDA

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

III. APPROVAL OF MINUTES

Director Morse moved and Director Chastain seconded the motion to approve the January 11, 2023, Governance Committee meeting minutes. The motion passed unanimously.

IV. PERSONS TO BE HEARD

A. Member Comments

Antony Scott – BP 306 & 2024 NRECA Resolutions. Mr. Scott would like to see the way we measure decarbonization. He commented also that the rate design does not allow for roof top installations. The Committee responded to his questions and Director Chastain asked if he would also send an email with his comments. Chair Cason indicated that Mr. Scott could send the email to him.

Director Morse asked that a discussion on this topic be brought up between items VI.D., and VI.E. on the meeting Agenda.

V. UNFINISHED BUSINESS

None.

VI. NEW BUSINESS

A. Election of Governance Committee Vice Chair (Committee)*

Chair Cason opened the floor to nominations for Vice Chair of the Governance Committee.

Director Chastain nominated Director Morse for the Vice Chair of the Committee. No other nominations were made.

Director Hollis moved and Director Chastain seconded the motion to close the nominations.

Chair Cason called for a vote and Director Morse was voted Vice Chair of the Governance Committee. The vote was unanimous.

B. Review Board Policy 304 - Capital Credit Policy (Ayers)*

Kate Ayers, Sr. Manager, Key Accounts & Sustainability, reviewed Board Policy 304 – Capital Credit Policy, with the Board and proposed the addition of section II.D. Capital Credit Retirement Methods including FIFO/LIFO. Ms. Ayers responded to questions from the Board.

Director Morse moved and Director Chastain seconded that the Governance Committee recommend the Board of Directors approve the attached Board Policy 304 - Capital Credit Policy, as amended. The motion passed unanimously.

C. Review Board Policy 302 – Integrated Resource Planning (Highers)*

Sherri Highers, Chief Financial Officer (CFO), reviewed Board Policy 302 – Integrated Resource Planning, with the Board. Proposed changes to items II.A, II.B., II.C(4, 5, & 7). Ms. Highers responded to questions from the Board.

Director Chastain moved and Director Wiggin seconded that the Governance Committee recommend the Board of Directors approve the attached Board Policy 302 – Integrated Resource Planning, as amended. The motion passed unanimously.

D. Review Board Policy 306 – Strategic Planning (Highers)*

Sherri Highers, CFO, reviewed Board Policy 306 – Strategic Planning, with the Board

and proposed the addition of decarbonization target progress to the Policy. Ms. Highers responded to questions from the Board.

Director Chastain moved and Director Hollis seconded that the Governance Committee recommend the Board of Directors approve the attached Board Policy 306 – Strategic Planning, as amended. The motion passed unanimously.

At Director Morse’s request, the Committee had a brief discussion on net-metering and RECS. Arthur Miller, Chief Executive Officer, and Kate Ayers, responded to several questions from the Committee. Director Morse and Director Wiggin both suggested the topic of Net-Metering and Solarization be added to a future Operations Committee Meeting.

*E. 2024 NRECA Resolutions Process** (Board)*

Director Morse discussed the timeline and the proposed 2024 NRECA Resolutions and responded to questions and suggestions from the Committee.

VII. EXECUTIVE SESSION

None.

VIII. NEW BUSINESS

None.

IX. DIRECTOR COMMENTS

Director comments were made at this time.

X. ADJOURNMENT

At 5:26 p.m., Director Chastain moved and Director Morse seconded the motion to adjourn. The motion passes unanimously.