

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

Wednesday, May 22, 2024

REGULAR BOARD OF DIRECTORS' MEETING

Recording Secretary: Stephanie Huddell

I. CALL TO ORDER

Vice Chair Cooper 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

B. Roll Call

Board Members Present:

Mark Wiggin, Chair

Sisi Cooper, Vice Chair

Susanne Fleek-Green, Secretary

Rachel Morse, Treasurer

Bettina Chastain, Director

Jim Nordlund, Director

Dan Rogers, Director (*via teleconference*)

Guests and Staff Attendance

Present:

Arthur Miller

Sherri Highers

Matt Clarkson

Andrew Laughlin

Allan Rudeck

Julie Hasquet

Mike Miller

Trish Baker

Todd McCarty

Marty Freeman

Daniel Herrmann

Josh Travis

Emily Muller

Dean Radcliff

Heather Slocum

Bart Armfield, Consultant

Steve Gerlek, Consultant

Crystal Enkvist, APA

Kurt Edgehofer, MAC

Alex Petkanas, Member

Gabe Shaddy-Farnsworth,
Member

Kate Petoskey, Member
Sandy Rabinowitch,
Member

Marshall Beebe, ORPC

Doug Johnson, ORPC

Stuart Davies, ORPC

Dr. Steve Konkel, Member

Via Teleconference:

Sandra Cacy

Amanda Mankel

Deboarh Gardino

Nathan Golab

C. Safety Minute

Marty Freeman, Senior Manager of Safety and Security, presented on Bicycle Safety and the year-to-date safety information and responded to questions from the Board.

D. Electric Power Factoid: Gas Pipeline System

Daniel Herrmann, Manager of Natural Gas and Energy Resources, presented on the Gas Pipeline System and answered questions from the Board.

II. APPROVAL OF AGENDA

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

III. PERSONS TO BE HEARD

A. Member Comments

Gabe Shaddy-Farnsworth, member, gave comments on the importance of utilizing union construction contractors for Chugach construction projects.

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 & Finance, Operations & Governance)

Director Morse reported on the upcoming Audit & Finance Committee meeting May 29, 2024.

Director Wiggin reported on the May 1, 2024, Operations Committee meeting and the upcoming Operations Committee meeting April 10, 2024.

Director Fleek- Green reported on the upcoming Governance Committee meeting June 10, 2024.

C. Other Meeting Reports

Director Cooper reported on the May 21, 2024, Election Committee. Quorum was not met.

Director Morse reported on the May 12 – 15, 2024 NWPPA Annual Conference.

V. CONSENT AGENDA

A. Board Calendar

B. Training and Conferences

- 1. Alaska Sustainable Energy Conference, May 21 – 23, 2024, Anchorage, Ak*

C. Minutes

- 1. April 24, 2024, Regular Board of Directors' Meeting (Slocum)*
- 2. May 1, 2024, Special Board of Directors' Meeting (Mankel)*
- 3. May 17, 2024, Regular Board of Directors' Meeting (Slocum)*

D. Director Expenses

Director Morse moved, and Director Fleek-Green seconded the motion to approve the consent agenda. Director Morse made a friendly amendment to correct the April 24, 2024, meeting minutes. The motion passed unanimously.

VI. NEW BUSINESS

A. Board of Directors – Election of Officers (Board/Clarkson)

Vice Chair Cooper opened the floor to nominations for Chair of the Board.

Vice Chair Cooper closed the nominations and called for a vote.

The result of the vote: Director Wiggin was elected as Chair of the Board.

Newly elected Chair Wiggin assumed the role of Board Chair for the remainder of the meeting.

Chair Wiggin opened the floor to nominations for Vice Chair of the Board.

The result of the vote: Director Cooper was elected Vice Chair of the Board.

Chair Wiggin opened the floor to nominations for Secretary of the Board.

The result of the vote: Director Fleek-Green was elected Secretary of the Board.

Chair Wiggin opened the floor to nominations for Treasurer of the Board.

The result of the vote: Director Morse was elected Treasurer of the Board.

B. Appointment of Committee Members (Board)

Chair Wiggin selected Director Morse to serve as the Chair on the Audit & Finance Committee.

Chair Wiggin selected Director Fleek-Green to serve as the Chair on the Governance Committee.

Chair Wiggin selected Director Nordlund to serve as the Chair on the Operations Committee.

C. Appointment of APA Member and Alternate Representatives (Board)

Chair Wiggin opened the floor to nominations for an APA Member and Alternative Representative.

Chair Wiggin closed the nominations and called for a vote.

The result of the vote: Director Wiggin was elected as APA Member and Director Chastain was elected as the APA Alternative Representative.

*D. Adopt 2024 – 2025 Calendar of Regular Meetings of the Board of Directors**

Director Morse moved, and Director Cooper seconded the attached resolution which adopts a schedule for regular meetings of the board as reflected in the board Calendar. The motion passed unanimously.

VII. PERSONS TO BE HEARD

A. Ocean Renewable Power Company (ORPC)

Stuart Davies, Ocean Renewable Power Company (ORPC), presented information on producing baseload renewable electricity from rivers and tides and responded to questions from the Board.

VIII. CEO REPORTS AND COORESPONDENCE

A. Legislative Position (Baker)

Trish Baker, Manager of Government and Business Affairs, presented the report and responded to questions from the Board.

B. Campbell Lake Substation (Laughlin/Clarkson)

Matthew Clarkson, Chief Legal Officer, and Andrew Laughlin, Chief Operation Officer, reported on Campbell Lake Substation Updates and responded to questions from the Board.

C. One Campus Plan Update (Travis/Resnick)

Josh Travis, Vice President of Administrative Services, and Josh Resnick, Manager of Security and Facilities, reported on the One Campus Plan Updates and responded to questions from the Board.

D. Board Policy Scheduled Tasks/Reports

The Board Policy Scheduled Tasks were provided in the meeting packets.

Arthur Miller, Chief Executive Officer, discussed CEO Reports and responded to questions from the Board.

IX. UNFINISHED BUSINESS

NONE.

X. EXECUTIVE SESSION

A. LNG Import Project Update

At 5:49 p.m. Director Fleek-Green moved, and Director Cooper 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.

XI. DIRECTOR COMMENTS

Director comments were made at this time.

XII. ADJOURNMENT

At 7:30 p.m., Director Cooper moved, and Director Nordlund seconded the motion to adjourn. The motion passed unanimously.



Susanne Fleek-Green, Secretary

Date Approved: June 26, 2024