

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

May 24, 2023
Wednesday
4:00 p.m.

REGULAR BOARD OF DIRECTORS' MEETING

Recording Secretary: Ky'yanna Hamilton

I. CALL TO ORDER

Chair Chastain called the Regular Board of Directors' meeting to order at 4:02 pm in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

A. Pledge of Allegiance

Chair Chastain led the Board in the Pledge of Allegiance.

B. Roll Call

Board Members Present:

Bettina Chastain, Chair
Mark Wiggin, Vice Chair
Susanne Fleek – Green, Director
Sam Cason, Secretary
Rachel Morse, Director
Sisi Cooper, Director
Jim Nordlund, Director

Staff and Guests in Attendance:

Present:

Arthur Miller	Paul Johnson	Jean Kornmuller
Matthew Clarkson	Mike Miller	Todd McCarty
Mike Brodie	Karen Griffin	Kate Ayers
Josh Travis	Sherri Highers	Bernie Smith, Member
Marty Freeman	Scarlett Masten	Crysal Enkvist, APA
Andrew Laughlin	Ovi Popovich	Susanne Imlock
Deanna Scott	Julie Hasquet	Trish Baker
Russell Thornton	Bart Armfield, Consultant	Emily Mueller
Dustin Highers	Steve Gerlek, Consultant	Hans Thompson
		David Caye

Via Teleconference:

Eugene Ori	Antony Scott, Member
Sandra Cacy	Eric Booton, Trout Unlimited
Peyton Reid	Todd Glass, WSGR
Mitchell Roth, Member	Shaina Kilcoyne, Member
Aurora Roth, Member	

C. *Safety Minute*

Marty Freeman, Senior Manager of Safety and security, presented on “*Lawn Mower Safety*”, the year-to-date safety information, and responded to questions from the Board.

D. *Electric Power Factoid: Electric Power Factoid- SCADA – (Popovici)*

Ovi Popovici, System Analyst, SCADA/EMS, presented an overview of the Electric Power Factoid and responded to questions from the board.

II. APPROVAL OF AGENDA

Director Morse moved, and Director Cason seconded the motion to approve the agenda.

III. PERSONS TO BE HEARD

A. *Member Comments*

Mitchell Roth, Member, made comments regarding Chugach getting to 100% renewable power generation.

Aurora Roth, Member, made comments regarding the Decarbonization goals.

Antony Scott, Member, made comments regarding Rate design and Board Transparency.

IV. DIRECTOR REPORTS

A. *Alaska Power Association (APA) Report*

Director Chastain introduced Crystal Enkvist, of Alaska Power Association, Crystal Enkvist provided an update on activities, upcoming events, legislative summary, and presented the National Safety Evaluation Certificate of completion by The Alaska Power Association, on behalf of NRECA to Arthur Miller, Director Chastain, and Marty Freeman.

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

Sherri Highers, Chief Financial Officer, reported on the upcoming May 31, 2023, Audit, and finance Committee meeting and stated that the meeting would be going over the 1st Quarter Financial reports, Rate Case update, and the ten year Financial Forecast Assumptions.

Director Wiggins reported the last Operations Committee Meeting was May 3, 2023, and stated they discussed the General Rate Case progress, and the next meeting was scheduled for June 21, 2023.

Director Cason reported the last Governance Committee meeting was April 12, 2023, and he stated the meeting discussed the Board Policies and the NRECA, and the next meeting is scheduled for June 7, 2023.

C. *Other Meeting Reports:*

Director Morse reported a May 4, 2023, meeting with Nelly Williams, Executive Director with Trout Unlimited. Nelly was interested in the best ways to comment on Eklutna and other ongoing projects.

Director Morse also reported that she was seated as the Alaska Director of the Northwest Public Power Association (NWPPA), at their Annual Meeting on May 16 – 18, 2023.

Director Morse reported that she was nominated and appointed to serve as the NRECA Alaska Representative to the NRECA Regional Policy Committee.

Director Cooper reported the Election Committee held a meeting on May 23, 2023, to discuss things that worked well, could be improved, and changes to be made for next year's Annual Meeting.

V. CONSENT AGENDA

- A. *Board Calendar*
- B. *Training and Conferences*
 - 1. *APA Annual Meeting, August 22-25, 2023, – Valdez, AK*
- C. *Minutes*
 - 1. *April 26, 2023, Regular Board of Directors' Meeting (Cacy)*
 - 2. *May 11, 2023, Special Board of Directors' Meeting (Doyle)*
 - 3. *May 19, 2023, Regular Board of Directors' Meeting (Cacy)*
- D. *Director Expenses*

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

VI. CEO REPORTS AND CORRESPONDENCE

- A. *Eklutna Update (Brodie)*

Mike Brodie, Manager, M&O Services & Transform Shop, provided an update on the Eklutna Project Update.
- B. *2023 General Rate Case Update (Kornmuller/Clarkson)*

Matthew Clarkson, Chief Legal Officer, provided an updated presentation of the General Rate Case rates, filing timelines, and Goals.
- C. *2022 Sustainability Report (Ayers)*

Kate Ayers, Sr. Manager, Key Account and Sustainability, Provided an overview Presentation of the 2022 Sustainability Report.
- D. *Gas Supply Update (Gerlek/Thompson)*

Steve Gerlek, Provided a detailed update on the Gas Supply.
- E. *Board Policy Scheduled Tasks/Reports (Board/Staff)*

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

VII. UNFINISHED BUSINESS

None.

VIII. NEW BUSINESS

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

Chair Chastain opened the floor to nominations for Chair of the Board.

Chair Chastain closed the nominations and called for a vote.
The result of the vote: Director Cason was elected as Chair of the Board.

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

Chair Cason 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 Cason 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 Chastain 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 APA Member and Alternate Representatives (Board)*

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

Chair Cason closed the nominations and called for a vote.
The result of the vote: Director Cason was elected as APA Member and Director Cooper was elected as the APA Alternative Representative

*C. Adopt 2023 – 2024 Calendar of Regular Meetings of the Board of Directors**

Director Morse and Director Fleek-Green discussed scheduling conflicts.

Director Wiggins 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.

D. Plant 1 Breaker Replacement (M. Miller)*

Mike Miller, VP of Engineering, Provided a presentation with a break down of Cost and timeline for the Plant 1 Breaker Replacement.

Director Morse moved, and Director Fleek-Green Seconded the attached Motion to authorize the Chief Executive Officer to acquire, construct and install the Plant 1 Breakers Replacement project at Plant 1 Switch Yard.

E. NRECA National Re to acquire solutions Committee: Early Retirement of Generation Assets (Board)

Director Morse informed the board and executive staff of current NRECA policies and processes regarding ongoing discussions from the board about how the NRECA is being directed in terms of early retirement of fossil fuel plant assets, and responded to questions from the Board.

Director Cooper moved and Director Nordlund seconded the attached motion to authorize the Chugach Board NRECA Voting delegate to introduce and participate in the advancement of a resolution to the NRECA Resolutions Committee that recognizes and

allows for alternative remedies associated with the premature retirement of generation assets as may be determined by locally led electric cooperative leadership.

IX. EXECUTIVE SESSION

- A. 1991 Fish and Wildlife Agreement (Glass/Miller)
- B. BRU Agreement - Imbalanced Elections (Armfield/Clarkson)
- C. Seward Electric System (Miller)

At 6:55 p.m., Director Cooper 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.

The meeting reconvened in open session at 8:18 p.m.

X. NEW BUSINESS

- A. BRU Agreement

During Executive Session the board elected to not take action at this time.

XI. DIRECTOR COMMENTS

Director comments were made at this time.

XII. ADJOURNMENT

At 8:28 p.m., Director Morse moved, and Director Cooper seconded the motion to adjourn. The motion passed unanimously.



Susanne Fleek-Green, Secretary

Date Approved: June 28, 2023