

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

Wednesday, June 25, 2025

REGULAR BOARD OF DIRECTORS' MEETING

Recording Secretary: Sandra Cacy

I. CALL TO ORDER

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

Chair Wiggin lead the Board in the Pledge of Allegiance.

B. Roll Call

Board Members Present:

Mark Wiggin, Chair

Sisi Cooper, Vice Chair

Susanne Fleek-Green, Secretary – *arrived at 4:09 p.m.*

Rachel Morse, Treasurer

Dan Rogers, Director

Jim Nordlund, Director – *arrived at 4:26 p.m. via teleconference*

Katherine Jernstrom, Director

Guests and Staff Attendance Present:

Arthur Miller

Josh Travis

Rachael Frison

Matt Clarkson

Candace Strandberg

Whitney Wilkson

Sherri Highers

Eric Boyette

Sean Skaling

Andrew Laughlin

Kate Ayers

Bianca Cross

Katie Millen

Paul Millwood

Emma Fifita

Trish Baker

Nick Szymoniak

Stevie Frakes

Julie Hasquet

David Caye

Srihari Hebbar

Dusty Menefee

Adam Lutchansky

Michael Rovito, APA

Dustin Highers

Brett Pherson

Angela Kuest, HDR

Taylor Asher

Grace Johnston

Bernie Smith, Member

Alina Denisenko

Randal Chicola

Alex Petkanas, Member

Via Teleconference:

Sephania Huddell

Emily Mueller

Carl Peterson, Concentric

Buddi Richey

Mitch Roth, Member

Energy Advisors, Inc.

C. Safety Minute

Eric Boyette, Senior Manager of HSE, presented the *Safety Minute: Electrical Safety at Home*, including the year-to-date safety information and responded to questions from the Board.

D. Electric Power Factoid

Rachael Frison, Manager, Human Resources, presented the *Electric Power Factoid: Recruiting and the Onboarding Experience*, and responded to questions from the Board.

Director Fleek-Green joined the meeting at 4:09 p.m.

II. APPROVAL OF AGENDA

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

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

III. PERSONS TO BE HEARD

A. Member Comments

Mitch Roth, Member, commented to the Board on promoting EV's more and his appreciation of the Community Solar Program.

Bernie Smith, Member, reported to the Board his take aways from the June 25, 2025 RCA meeting Chugach presented at.

Alex Petkanas, Member, provided the Board with a reminder on tax credits available to utilities.

IV. DIRECTOR REPORTS

A. Alaska Power Association (APA) Report

Michael Rovito, Deputy Director, Alaska Power Association, provided an update on APA activities, and upcoming events and responded to questions from the Board.

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

Director Morse reported that Audit & Finance had not met since the last Regular Board of Directors' Meeting and noted that the next meeting for the Audit & Finance Committee would be Wednesday, August 20, 2025.

Director Fleek-Green reported that the Governance Committee had not met since the last Regular Board of Directors' Meeting and noted that the next meeting for the Governance Committee would be held July 16, 2025.

Director Rogers reported that the Operations Committee had not met since the last Regular Board of Directors' Meeting and noted that the next meeting for the Operations Committee would be July 9, 2025.

C. Other Meeting Reports

Director Morse updated the Board on the Election Committee Lessons Learned meeting held on June 24, 2025. Director Morse commented that there were a lot of good recommendations from the committee.

Director Fleek-Green reminded the Board and Staff the closing date for Cents of Community would be June 30, 2025 and encouraged people to apply.

Director Nordlund joined the meeting via teleconference at 4:26 p.m.

V. CONSENT AGENDA

A. Board Calendar

1. *Request for Excused Absence – Annual Meeting, May 30, 2025 – Morse*
2. *Request for Excused Absence – Regular Board of Directors' Meeting Immediately Following Annual Meeting, May 30, 2025 – Morse*

B. Training and Conferences

1. *RCA Bradley Lake & Beluga Tour, July 11, 2025*
2. *NRECA Summer School for Directors, July 11-15, 2025, Colorado Springs, CO*
3. *APA Annual Meeting, September 23-26, 2025, Cordova, AK*
4. *NRECA Region 7 & 9 Meeting, October 6 – 8, 2025, Bellevue, WA*

C. Minutes

1. *May 28, 2025, Regular Board of Directors' Meeting (Mankel)*
2. *May 30, 2025, Regular Board of Directors' Meeting (Cacy)*

D. Director Expenses

Director Expenses were provided in the Board Packet.

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

VI. CEO REPORTS AND CORRESPONDENCE

A. Rate Design (Szymoniak/Clarkson/Peterson)

Matthew Clarkson, Chief Legal Officer, Nick Szymoniak, VP, Regulatory & Economic Affairs, and Carl Peterson, Executive Advisor, Concentric Energy Advisors, Inc., presented a high level overview on and answered questions from the Board.

B. RTO Filing (Szymoniak/Clarkson)

Matthew Clarkson, CLO, and Nick Szymoniak, VP Regulatory & Economic Affairs, updated the Board on the RTO Filing and answered questions from the Board.

C. April 2025 Financials and Variance Report (Millwood)

Paul Millwood, VP, Finance & Accounting went over the highlights of the April 2025 Financials and Variance Report and responded to questions from the Board.

D. Recap 2025 Election, Member Appreciation Event, and Annual Meeting (Pherson/Asher/Hasquet)

Brett Pherson, Manager, Member Services, Taylor Asher, Member Programs and Sustainability Specialist, and Julie Hasquet, Sr. Manager, Corporate Communications, presented and discussed the take aways from this years Member Appreciation Event, Annual Meeting, and the 2025 Election and answered questions from the Board.

E. Business Development Report (Skaling)

Sean Skaling, Sr. Manager, Business & Sustainability Program Development & Business Development, reported to the Board on the current Business Development Report and answered questions from the Board.

F. ERP Update (Travis/Rudeck)

Allan Rudeck, Chief Strategic Officer, and Josh Travis, VP, Technology & Corporate Services, gave an update to the Board on the status of the ERP Update

G. Board Policy Scheduled Tasks/Reports (Board/Staff)

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

VII. NEW BUSINESS (SCHEDULED)

A. Conflicts of Interest (Board)

The Board discussed the importance of CEA's Conflicts of Interest Policy and Director Jernstrom disclosed a less than 10% ownership in APCM and stated she would abstain from any votes, decisions, and contractual agreements involving APCM.

B. Contract Approval – Hawk Consultants (Travis)*

Josh Travis presented the Hawk Consultants contract update and approval points and answered questions from the Board.

Director Cooper moved, and Director Fleek-Green seconded that the Chugach Board of Directors authorize the Chief Executive Officer to increase the 2024-2025 Hawk Consultants LLC contract not to exceed value to \$2,522,000. The motion passed unanimously.

VIII. DIRECTOR COMMENTS

Director comments were made at this time.

IX. UNFINISHED BUSINESS (none)

Director Nordlund left the meeting at 6:36 p.m.

X. EXECUTIVE SESSION

Recess (10 Minutes)

A. Bradley Lake RECs (Clarkson)

B. HERE Contract (Millen/Menefee)

C. HR Matters (Millen/Menefee)

At 6:36 p.m. Director Cooper moved, and Director Morse seconded the motion that pursuant to Alaska Statute 10.25.175(c)(1), (3) and (4), 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; 2) discuss with its attorneys matters the immediate knowledge of which could have an adverse effect on the legal position of the cooperative; and 3) discuss personnel matters. The motion passed unanimously.

The meeting reconvened to open session at 8:03 p.m.

XI. ADJOURNMENT

At 8:04 p.m. Director Morse moved, and Director Cooper seconded the motion to adjourn. The motion passed unanimously.

A handwritten signature in cursive script, appearing to read "Susanne Fleek-Green", written over a horizontal line.

Susanne Fleek-Green, Secretary

Date Approved: July 30, 2025