CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

July 22, 2026
Wednesday

GOVERNANCE COMMITTEE MEETING

Recording Secretary: Heather Slocum

I. CALL TO ORDER

Chair Jernstrom called the Governance Committee meeting to order at 4:06 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

A. Roll Call

Committee Members Present:
Katherine Jernstrom, Chair
Penny Gage, Vice Chair
Rachel Morse, Director
Jim Nordlund, Director – *arrived at 4:15 p.m.*
Mark Wiggin, Director

Other Board Members Present:
Susanne Fleek-Green – *arrived at 4:26 p.m.*
Dan Rogers

Guests and Staff Attendance Present:

Arthur Miller	Al Rudeck	Julie Hasquet
Andrew Laughlin	Mark Sonstein	Whitney Wilkson
Sherri Highers	Kattie Millen	Brett Pherson
Matt Clarkson	Nick Szymoniak	Bernie Smith, Member
Via teleconference:		
Sandra Cacy	Amanda Mankel	Mitch Roth, Member

II. APPROVAL OF THE AGENDA

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

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

III. APPROVAL OF MINUTES

Director Morse moved, and Director Gage seconded the motion to approve the April 15, 2026, Governance Committee meeting minutes. The motion passed unanimously.

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

IV. UNFINISHED BUSINESS *(none)*

V. PERSONS TO BE HEARD

Bernie Smith, Member, provided comments regarding the July 21, 2026, MAC meeting.

VI. NEW BUSINESS

A. Membership Fee Bylaw Amendment (Board)

The Committee discussed the Membership Fee Bylaw Amendment and how to proceed for inclusion in next year's annual meeting.

*B. Board Policies Update** (Wilkson)*

1. BP 604 -Board Candidate Statements

Whitney Wilkson, Associate General Counsel, discussed updates to Board Policy 604 – Board Candidate Statements and answered questions from the Committee.

Director Gage moved, and Director Wiggin seconded the motion that the Governance Committee recommend the Chugach Electric Association, Inc. Board of Directors approve the modifications to Board Policy 604, Board Candidate Statements as identified in Attachment II. The motion passed unanimously.

VII. DIRECTOR COMMENTS

Director comments were held until the Operations Committee Meeting immediately following the Governance Committee Meeting.

VIII. EXECUTIVE SESSION *(none)*

IX. NEW BUSINESS

A. Election of Governance Committee Vice-Chair (Board)

Director Morse nominated Director Gage for Vice-Chair of the Governance Committee. Director Gage was elected unanimously.

X. ADJOURNMENT

At 4:38 p.m., Director Wiggin moved, and Director Nordlund seconded the motion to adjourn. The motion passed unanimously.