

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

September 14, 2022
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 4:01 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

A. Roll Call

Committee Members Present:

Sam Cason, Chair
Erin Whitney, Vice Chair
Mark Wiggin, Director (*via teleconference*)
Rachel Morse, Director

Committee Member Absent:

Bettina Chastain, Director

Board Members Present:

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

Guests and Staff Attendance Present:

Arthur Miller	Andrew Laughlin	Julie Hasquet
Matthew Clarkson	Karen Griffin	Jean Kormmuller
Sherri Highers	Arden Quezon	

Via teleconference:

Ashton Doyle

II. APPROVAL OF THE AGENDA

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

III. APPROVAL OF MINUTES

Director Whitney moved and Director Morse seconded the motion to approve the June 14, 2022, Governance Committee meeting minutes. The motion passed unanimously.

IV. PERSONS TO BE HEARD

- A. *Member Comments*
None.

Chair Cason stated that a Chugach member had sent an email to several of the Board members on Fire Island Wind.

V. UNFINISHED BUSINESS

None.

VI. NEW BUSINESS

- A. *Member Advisory Council 2023 Process (Hasquet)*
Julie Hasquet, Sr. Manager Corporate Communications, discussed the Member Advisory Council 2023 Process and the upcoming October 5th follow up meeting.
- B. *Review of Election Process (Hasquet)*
Ms. Hasquet gave an overview of the 2023 Election Process.
- C. *Review of Board Policy 303 – Financial Management (recommended revision to II.E.4.e.) (Highers)*
Sherri Highers, Chief Financial Officer, discussed a recommended revision to Board Policy 303 Financial Management, requesting that item II.E.4.e. Functional financial data (quarterly), be removed and also responded to questions from the Committee.

Director Whitney moved and Director Morse seconded the motion that the Governance Committee recommend the Board of Directors approve the attached changes to Board Policy 303 Financial Management. The motion passed unanimously.

VII. EXECUTIVE SESSION

- A. *Board Communications (Clarkson)*

At 4:30 p.m., Director Whitney moved and Director Morse seconded the motion that pursuant to Alaska Statute 10.25.175(c)(3) the Governance Committee go into executive session to discuss with its attorneys legal matters, the immediate knowledge of which could have an adverse effect on the legal position of the cooperative. The motion passed unanimously.

VIII. NEW BUSINESS

None.

VII. DIRECTOR COMMENTS

Director comments were made at this time.

VIII. ADJOURNMENT

At 4:46 p.m., Director Whitney moved and Director Morse seconded the motion to adjourn. The motion passed unanimously.