

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

September 28, 2022
Wednesday
4:00 p.m.

REGULAR BOARD OF DIRECTORS' MEETING

Recording Secretary: Ashton Doyle

I. CALL TO ORDER

Chair Chastain called the Regular Board of Directors' meeting to order at 4:03 p.m. 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 (*via teleconference*)
Harold Hollis, Treasurer
Sam Cason, Secretary
Erin Whitney, Director (*via teleconference*)
Rachel Morse, Director (*via teleconference*)
Sisi Cooper, Director

Guests in Attendance:

Present:

| | | |
|---------------------------|-----------------|-------------------------|
| Arthur Miller | Sherri Highers | Todd McCarty |
| Matthew Clarkson | Julie Hasquet | Karen Griffin |
| Andrew Laughlin | Jean Kornmuller | Sean Skaling |
| Dean Thompson, Consultant | Andrew White | John Bell |
| Marty Freeman | Dustin Highers | Russel Thornton |
| Brandy Richards | David Caye | Michael Weston |
| Kate Ayers | Chris Kohler | Shaina Kilcoyne, Member |

Via Teleconference:

| | | |
|---------------------|-----------------------|-------------------------|
| Arden Quezon | Matthew Perkins, | Rachel Christensen, |
| Sandra Cacy | Alaska Renewables | Alaska Center |
| Jennifer Stryker, | Teresa Kurka | Crystal Enkvist, Alaska |
| Alaska Center | Allen Hippler, Member | Power Association |
| Jonas Banta, Member | Nathan Golab | |

At this time delegation was given to Director Cooper to sign expense reports for Directors Morse, Whitney, and Wiggin.

- C. *Safety Minute*
Marty Freeman, Senior Manager HSE, discussed “*Cold Water Safety*”.
- D. *Guest Speaker: Anchorage Greenhouse Gas Inventory Results (Shaina Kilcoyne)*
Shaina Kilcoyne, former Energy and Sustainability Manager with the Municipality of Anchorage presented on the results of the 2015-2020 Greenhouse Gas Inventory.

II. APPROVAL OF AGENDA

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

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

III. PERSONS TO BE HEARD

- A. *Member Comments*
Rachel Christensen, Clean Energy Organizer with the Alaska Center thanked Directors and staff for increased transparency.

Allen Hippler, Member, encouraged the Board to focus on power source cost and reliability and to provide opt-in and opt-out options for consumers.

IV. DIRECTOR REPORTS

- A. *Alaska Power Association (APA) Report*
Director Hollis introduced Crystal Enkvist, Alaska Power Association Executive Director, who provided an update on APA activities, upcoming events, and responded to questions from the Board.
- B. *Renewable Energy Alaska Project (REAP) Report*
Director Whitney reported on REAP activities, upcoming events, and responded to questions from the Board.
- C. *Board Committee Reports (Audit and Finance, Operations & Governance)*
Director Hollis reported on the August 24, 2022, Audit and Finance Committee meeting and stated that the next meeting is scheduled for November 9, 2022.

Director Hollis stated there were no Operations Committee meetings to report on and stated that the next committee meeting is scheduled for October 19, 2022.

Director Cason reported on the September 14, 2022, Governance Committee meeting and stated that the meeting is scheduled for December 5, 2022.

- D. *Other Meeting Reports*
Director Cason reported on the upcoming Member Advisory Council (MAC) meeting scheduled for October 5, 2022.

Director Morse reported on the Region IX meeting she was attending in Portland, Oregon, and responded to questions from the Board.

V. CONSENT AGENDA

- A. *Board Calendar*
 - 1. *Excused Absence – Director Wiggin – September 28, 2022, Regular Board of Directors’ Meeting*
- B. *Training and Conferences*
- C. *Minutes*
 - 1. *August 29-30, 2022, Regular Board of Directors’ Meeting (Cacy)*
- D. *Director Expenses*
- E. *Board Policy 303 - Financial Management (Highers)*

Director Cason moved and Director Hollis seconded the motion to approve the consent agenda. The motion passed unanimously.

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

VI. CEO REPORTS AND CORRESPONDENCE

- A. *Enterprise Resource Planning (ERP) Project Update (McCarty)*

Arthur Miller, Chief Executive Officer (CEO), provided an update on the Enterprise Resources Planning project and responded to questions from the Board.
- B. *July 2022 Financial Statements & Variance Report (Griffin/Highers)*

Karen Griffin, Vice President of Finance and Accounting, reported on the July 2022 Financial Statements and Variance Report and responded to questions from the Board.
- C. *3rd Quarter 2022 Railbelt Bill Comparison (Kornmuller)*

Arthur Miller, CEO, reported on the 3rd Quarter 2022 Railbelt Bill Comparison and responded to questions from the Board.
- D. *Board Policies Scheduled Tasks (Staff/Board)*

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

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

VII. UNFINISHED BUSINESS

None.

Director Wiggin joined the meeting via teleconference during Unfinished Business.

VIII. NEW BUSINESS

- A. *Approval of Board Policy 401 Delegation of Authority and Relationship Between the Board of Directors and the CEO (recommended revision to III.M.)* (Board)*

Director Cason moved and Director Hollis seconded the motion that the Board of Directors approve the amendment of Board Policy 401 - Delegations of Authority from the Board of Directors to the Chief Executive Officer, to require that unbundled financial results (generation, transmission, distribution) be provided at the time base rates are adjusted, as identified on the attached amended Board Policy 401.

Director Cooper offered a friendly amendment to add the exact title of Board Policy 401 in the motion. The amendment was accepted, and motion passed unanimously as amended.

IX. EXECUTIVE SESSION

- A. *Power Pool Agreement (White/Clarkson/D. Thompson/Miller)*
- B. *Battery Energy Storage System (Laughlin)*
- C. *Decarbonization Program Update (D. Highers)*
- D. *Renewable Energy Plan Update (Skaling/Miller)*
- E. *Bradley Lake Project Management Committee Structure (Miller)*

At 5:01 p.m., Director Hollis moved and Director Cason seconded the motion that pursuant to Alaska Statute 10.25.175(c)(3) the Board of Directors 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.

The meeting reconvened in open session at 8:31 p.m.

X. NEW BUSINESS

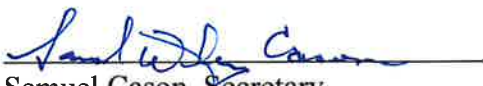
None.

XI. DIRECTOR COMMENTS

Director comments were made at this time.

XII. ADJOURNMENT

At 8:41 p.m., Director Hollis moved and Director Cason seconded the motion to adjourn. The motion passed unanimously.



Samuel Cason, Secretary
Date Approved: October 26, 2022