

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

Wednesday November 20, 2024

REGULAR BOARD OF DIRECTORS' MEETING

Recording Secretary: Amanda Mankel

I. CALL TO ORDER

Chair Wiggin called the Regular Board of Directors' Meeting to order at 4:05 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

Susanne Fleek-Green, Secretary

Rachel Morse, Treasurer *Arrived at 4:08 p.m.*

Bettina Chastain, Director.

Dan Rogers, Director

Jim Nordlund, Director *Arrived at 4:10 p.m.*

Board Members Absent:

Sisi Cooper

Guests and Staff Attendance Present:

Arthur Miller

Sherri Highers

Matt Clarkson

Andrew Laughlin

Allan Rudeck

Tiffany Wilson

Trish Baker

Josh Travis

Julie Hasquet

Lynda Muise

Chantelle Lewis-Boutte

Daniel Herrmann

Dusty Menefee

Scarlett Masten

Marty Freeman

Teresa Kurka

Kate Ayers

Heather Slocum

David Caye

Erik Boyette

Randall Chicola

Katie Millen

Bart Armfield, Consultant

Steve Gerlek, Consultant

Crystal Enkvist, APA

Bill Herman, Member

Bernie Smith, Member

Alex Petkanas, Member

Angela Kuest, Member

Via Teleconference:

Stephanie Huddell

Sandra Cacy

Buddi Richey

Debbie Gardino

Grace Johnston

Whitney Wilkson

Mitch Roth, Member

George Donart, Member

C. *Safety Minute*

Marty Freeman, Senior Manager of Safety and Security, presented the Safety Minute, *Road and Driver Safety* including the year-to-date safety information and responded to questions from the Board.

D. *Electric Power Factoid*

Scarlett Masten, Key Members, Sustainability, Document Control Specialist, presented on Electric Power Factoid: Key Member Program and responded to questions from the Board.

II. APPROVAL OF AGENDA

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

III. PERSONS TO BE HEARD

A. *Member Comments*

- 1) Bill Herman provided comments regarding monitoring Chugach Electric's future.
- 2) Mitchell Roth provided comments regarding fuel costs and renewable energy.
- 3) George Donart provided written comments regarding the North Slope natural gas pipeline project.
- 4) Bernie Smith thanked the Board for their attentiveness to the BESS Agreement.

Director Morse joined at 4:08 p.m. and Director Nordland joined the meeting at 4:10 p.m.

IV. DIRECTOR REPORTS

A. *Alaska Power Association (APA) Report*

Crystal Enkvist, Executive Director & Executive Vice President, Alaska Power Association provided an update on APA activities, upcoming events, and responded to questions from the Board.

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

Director Morse reported on the Audit & Finance Committee meeting that was held November 19 and that the next meeting is scheduled for December 4, 2024.

Director Fleek-Green reported that the next Governance Committee Meeting is scheduled for December 4, 2024.

Director Nordland reported on the last Operations Committee Meeting that was held October 9, 2024.

C. *Other Meeting Reports*

Director Morse reported on her attendance at the NWPPA Quarterly meeting.

V. CONSENT AGENDA

A. *Board Calendar*

1. *Request for Excused Absence – Nordlund – October 15, 2024, Regular Board of Directors' Meeting*

B. Training and Conferences

1. *NRECA Winter School, December 13-17, 2024, Nashville TN*
2. *APA Legislative Conference, February 5-6, 2025, Juneau, AK*
3. *NRECA PowerXchange, March 7-12, 2025, Atlanta, GA*

C. Minutes

1. *October 15, 2024, Regular Board of Directors' Meeting (Richey)*

D. Director Expenses

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

VI. CEO REPORTS AND CORRESPONDENCE

A. BRU Performance Report (Miller)

Arthur Miller, Chief Executive Officer, presented the BRU Performance report and responded to questions from the Board.

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

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

VII. UNFINISHED BUSINESS

NONE.

VIII. NEW BUSINESS

A. Discounts for 2025 Retail Capital Credit Payments (Muisse)*

Lynda Muise, Sr. Manager, Member Accounting, reported on the Discounts for 2025 Retail Capital Credit Payments and responded to questions from the Board.

Director Morse moved, and Director Nordlund seconded the motion that the Board of Directors approve the attached resolution authorizing early (discounted) retail capital credit payments in 2025 for estate payments and former members that are no longer on Chugach's system in an amount not-to-exceed \$350,000. The motion passed unanimously.

B. Battery Energy Storage System (BESS) Agreement (Clarkson)*

Matthew Clarkson, Chief Legal Officer, reported on the Battery Energy Storage System (BESS) Agreement and responded to questions from the Board.

Director Fleet-Green moved, and Director Chastain seconded the motion that the Board of Directors authorize the Chief Executive Officer to negotiate and execute a Definitive Agreement governing the sale of oscillation dampening services to the Alaska Energy Authority for Bradley Lake. The motion passed unanimously.

C. Establishing Chugach Electric Association Charitable Foundation (Lewis-Boutte/Clarkson)*

Chantelle Lewis-Boutte, Member & Energy Programs Specialist, reported on the Establishing Chugach Electric Association Charitable Foundation and responded to questions from the Board.

Director Nordlund moved, and Director Chastain seconded the motion that the Board of Directors approve the Chugach Electric Association Articles of Incorporation and Bylaws, as presented, and authorize the Chief Executive Officer to form Chugach Electric Association Charitable Foundation. The motion passed unanimously.

IX. EXECUTIVE SESSION

- A. *Alaska Gasline Development Corporation (AGDC Participants)*
- B. *Gas Strategy Update, Subject to NDA (Rudeck/Herrmann/Gerlek/Armfield)*
- C. *IPP, Subject to NDA (Herrmann/Thompson)*
- D. *BRU Confidential (Rudeck/Clarkson/Herrmann/Armfield)*
- E. *Collective Bargaining Negotiations (Wilson)*

At 5:13 p.m. Director Morse moved, and Director Fleet-Green 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 in open session at 8:54 p.m.

X. DIRECTOR COMMENTS

Director comments were made at this time.

XI. ADJOURNMENT

At 9:00 p.m. Director Morse moved, and Director Rogers seconded the motion to adjourn. The motion passed unanimously.



Susanne Fleek-Green, Secretary

Date Approved: December 11, 2024