

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

November 28, 2022

Monday

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 (*arrived during Executive Session*)

Erin Whitney, Director

Rachel Morse, Director

Committee Member Excused Absence:

Sisi Cooper, Director

Staff and Guests in Attendance:

Present:

Arthur Miller

Sherri Highers

Dean Thompson

Matthew Clarkson

Jean Kornmuller

Kate Ayers

Teresa Kurka

Todd McCarty

Dustin Higher

Vincent Perez

Sean Skaling

Crystal Enkvist, APA

Lynda Muise

Kyle Wooly

Via Teleconference:

Arden Quezon

Julie Hasquet

Sandra Cacy

Matt Perkins, Alaska

Shaina Kilcoyne,

Jennifer Stryker, Alaska

Renewables

Member

Center

C. Safety Minute

Vincent Perez, Manager of Safety, discussed "*Holiday Safety.*"

- D. *Electric Power Factoid: Utility Ratemaking Fundamentals*
Jean Kornmuller, Senior Manager, Regulatory Affairs, presented an overview of utility ratemaking fundamentals and responded to questions from the Board.

Director Whitney was delegated to sign expense reports for Directors Cooper and Wiggin.

II. APPROVAL OF AGENDA

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

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

III. PERSONS TO BE HEARD

A. *Member Comments*

Shaina Kilcoyne, member, addressed the Board regarding the Board calendar, meeting notices, meeting access, and decarbonization goal.

IV. DIRECTOR REPORTS

A. *Alaska Power Association (APA) Report*

Director Hollis introduced Crystal Enkvist, Executive Director, APA, who provided an update on APA activities and upcoming events.

B. *Renewable Energy Alaska Project (REAP) Report*

Director Whitney introduced Chris McConnell, Alaska Network for Energy Education and Employment Director, REAP, who reported on REAP activities and upcoming events.

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

Director Hollis stated there have been no Audit and Finance Committee meetings to report on and that the next meeting is scheduled for November 30, 2022.

Director Hollis reported on the November 15, 2022, Operations Committee meeting and stated the next meeting is scheduled for December 7, 2022, and noted the meeting would have an earlier start time.

Director Whitney stated there have been no Governance Committee meetings to report on and that the next meeting is scheduled for December 5, 2022.

D. *Other Meeting Reports*

None.

V. CONSENT AGENDA

A. *Board Calendar*

1. *Excused Absence for Director Cooper – November 15, 2022, Operations Committee Meeting*

B. *Training and Conferences*

1. *APA Legislative Conference, February 1-2, 2023, Juneau, AK*
2. *NRECA PowerXchange, March 5-8, 2023, Nashville, TN*

- C. *Minutes*
 - 1. *October 26, 2022, Regular Board of Directors' Meeting (Cacy)*
- D. *Director Expenses*

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

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

VI. CEO REPORTS AND CORRESPONDENCE

- A. *Enterprise Resource Planning (ERP) Project Update (Travis/McCarty)*
Arthur Miller, Chief Executive Officer (CEO), and Todd McCarty, Vice President, Information Services, provided an update on the Enterprise Resources Planning project and responded to questions from the Board.
- B. *2022 Member Survey Results (Hasquet)*
Julie Hasquet, Senior Manager, Corporate Communications, reported on the 2022 Member Survey Results and responded to questions from the Board.
- C. *Write-off of Accounts Receivable – Electric-Other (Kurka)*
Lynda Muise, Senior Manager, Member Accounting reported on the semi-annual electric write-off. Ms. Muise, Arthur Miller, CEO and Teresa Kurka, Vice President, Member Services, 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.

VIII. NEW BUSINESS

- A. *Discounting for 2023 Capital Credit Payments (Muise/Kurka)*
Lynda Muise, Senior Manager, Member Accounting, reported on the discounting for 2023 capital credit payments and responded to questions from the Board.

Director Morse moved and Director Hollis seconded the motion that the Board of Directors approve the attached resolution authorizing early (discounted) capital credit payments in calendar-year 2023 for estate payments and former members that are no longer on Chugach's distribution system in an amount not-to-exceed \$350,000. The motion passed unanimously.

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

IX. EXECUTIVE SESSION

- A. *Status of Appeal – Beluga River Unit Tax Credits (D. Thompson)*

- B. *Capital Credit Retirement (Highers)*
- C. *4th Quarter 2022 Update to the Renewable Energy Plan (Skaling)*
- D. *Seward Electric System (Miller)*
- E. *2023-2027 Strategic Plan (Board)*

At 5:02 p.m., Director Morse moved and Director Wiggin seconded the motion that pursuant to Alaska Statute 10.25.175(c)(1) and (4) the Board of Directors go into executive session to: 1) discuss and receive reports regarding financial matters, the immediate knowledge of which would clearly have an adverse effect on the finances of the cooperative; and 2) 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.

Director Cason was not present during the vote.

Director Cason joined the meeting during Executive Session.

The meeting reconvened in open session at 6:50 p.m.

X. NEW BUSINESS

A. Capital Credit Retirement (Highers)

Director Hollis moved and Director Morse seconded the motion that the Board of Directors approve a wholesale capital credit retirement as discussed in executive session and in accordance with the attached resolution. The motion passed unanimously.

XI. DIRECTOR COMMENTS

Director comments were made at this time.

XII. ADJOURNMENT

At 6:59 p.m., Director Hollis moved and Director Morse seconded the motion to adjourn. The motion passed unanimously.


Samuel Cason, Secretary

Date Approved: December 14, 2022