CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

Wednesday, December 10, 2025

REGULAR BOARD OF DIRECTORS' MEETING

Recording Secretary: Buddi Richey

I. CALL TO ORDER

Chair Wiggin called the Regular Board of Directors' Meeting to order at 4:01 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
Sisi Cooper, Vice Chair
Susanne Fleek-Green, Secretary
Rachel Morse, Treasurer
Dan Rogers, Director - *via teleconference*
Jim Nordlund, Director - *via teleconference*
Katherine Jernstrom, Director

Guests and Staff Attendance Present:

Arthur Miller	Katherine Queen	Whitney Wilkson
Al Rudeck	Brett Pherson	Emily Mueller
Sherri Highers	Dan Herrmann	Trent Parke
Andrew Laughlin	Mark Henspeter	Bart Armfield, Consultant
Matthew Clarkson	Sean Skaling	Mark Spafford, MOA
Katie Millen	Selena Bailey	Mark Corsentino, AWWU
Dusty Menefee	Mike Miller	Angela Kuest, HDR
Paul Millwood	Eugene Ori	Michael Snyder, IBEW
Julie Hasquet	Ander Knudsen	Bernie Smith, Member
Dustin Highers	Darvin Thornton	PJ Hill, Member
Trish Baker	Nikki Giordano	Caroline Grass, Member

Via Teleconference:

Sandra Cacy	Josh Travis	Zoe Cramer, Member
Sephanie Huddell	Michael Rovito, APA	Shaina Kilcoyne, Member
Heather Slocum	Alex Baker, Member	George Donart, Member
Amanda Mankel	Ivan Moore, Member	

C. Safety Minute

Katherine Queen, Manager, Safety, presented the *Safety Minute: Dangers of Distractions,* including year-to-date safety information and responded to questions from the Board.

D. Electric Power Factoid

Brett Pherson, Manager, Member Services, presented the *Electric Power Factoid: Chugach App* and responded to questions from the Board.

II. APPROVAL OF AGENDA

Director Fleek-Green moved, and Director Jernstrom seconded the motion to approve the agenda. The motion passed unanimously.

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

III. PERSONS TO BE HEARD

Bernie Smith, Member, commented to the Board on his support of MOA Waste to energy presentation and to ask if the Board calendar could be added to Chugach's website. He also asked if the November 19th meeting minutes reflect that he spoke in member comments.

P.J. Hill, Member, commented to the Board on the existing port and import/export facility and encouraged the use of the existing facility.

IV. DIRECTOR REPORTS

A. Alaska Power Association (APA) Report

Michael Rovito, Deputy Director, Alaska Power Association, provided an update on APA activities, and upcoming events and responded to questions from the Board.

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

Director Cooper reported that the Audit & Finance Committee met on December 3 and will meet again on April 8th, 2026.

Director Jernstrom reported on the Governance Committee meeting, held on December 3, 2025.

Director Nordland reported that the Operations Committee had not met since the last Regular Board of Directors' Meeting.

C. Other Meeting Reports

None.

V. CONSENT AGENDA

A. Board Calendar

B. Training and Conferences

1. *NRECA Winter School, December 12 - 16, 2025, Nashville, TN*
2. *APA Legislative Conference, February 3 - 5, 2026, Juneau, AK*
3. *NWPPA Board of Trustees Meeting, February 18 – 20, 2026, Vancouver, WA*
4. *NRECA PowerXchange, March 6 - 11, 2026, Nashville, TN*

C. Minutes

1. *November 19, 2025, Regular Board of Directors' Meeting (Slocum)*

D. *NRUCFC Line of Credit (Millwood)*
E. *Appointments to 2026 Member Advisory Council (MAC)*
F. *Appointments to 2026 Bylaws, Election, and Nominating Committees*
G. *Director Expenses*
Director Expenses were provided in the Board Packet.

Director Cooper moved, and Director Jernstrom seconded the motion to approve the consent agenda. The motion passed unanimously.

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

VI. CEO REPORTS AND CORRESPONDENCE

A. *Community Outreach Update (Hasquet)*
Julie Hasquet, Sr. Manager, Corporate Communications, presented a community outreach update and responded to questions from the Board.

B. *Annual Member Satisfaction Survey Results (Hasquet/Mueller/Moore)*
Julie Hasquet, Sr. Manager, Corporate Communications, and Emily Mueller, Communications & Creative Specialist, presented the Annual Member Satisfaction Survey results and responded to questions from the Board.

C. *Gas Supply Update (Rudeck/Clarkson/Herrmann)*
Dan Herrmann, Manager, Natural Gas and Energy Resources, presented an update on Gas Supply and responded to questions from the Board.

D. *Business Development Report (Skaling)*
Sean Skaling, Sr. Manager, Business & Sustainability Program Development & Business Development provided the Business Development Report and responded to questions from the Board.

E. *Board Policy Scheduled Tasks (Miller)*
Arthur Miller, Chief Executive Officer, discussed CEO Reports and responded to questions from the Board.

Director Morse joined the meeting at 5:06 p.m.

VII. NEW BUSINESS *(SCHEDULED)*

A. *Second Amended and Restated Indenture of Trust Real Property Changes (Millwood)*
Paul Millwood, VP, Finance & Accounting, discussed the Second Amended and Restated Indenture of Trust Real Property Changes and responded to questions from the Board.

Director Fleek-Green moved, and Director Jernstrom seconded that the Chugach Board of Directors approve the attached Resolution authorizing the Chief Executive Officer to enter into a Supplemental Indenture for the purpose of evidencing the property subject to replat and subjecting its ownership interest in previously excepted and/or excluded property to the lien of the Indenture. The motion passed unanimously.

B. *Transmission Structure Repair Little Susitna* (Laughlin/M. Miller)*

Mike Miller, VP, System Control, presented the Cooper Landing campus plan and responded to questions from the Board.

Director Jernstrom moved, and Director Cooper seconded the motion that the Chugach Electric Association, Inc. Board of Directors authorize the Chief Executive Officer to procure, construct, and install the Beluga Structure Revetment at an estimated total installed cost of $4,300,000 and with an estimated completion date of March 31, 2027. The motion passed unanimously.

C. *Girdwood to Indian Transmission Line Project* (Laughlin/M. Miller)*
Mike Miller, VP, System Control, discussed the Girdwood to Indian Transmission Line Project and responded to questions from the Board.

Director Cooper moved, and Director Fleek-Green seconded the motion that the Chugach Board of Directors authorize the Chief Executive Officer to execute a contract with Sturgeon Electric for the construction for the remainder of the Quartz Creek, Girdwood to Indian, Transmission Line Rebuild Project with Sturgeon Electric in the amount of $4,990,867. The motion passed unanimously.

D. *System Upgrades - Whittier Shore Power* (Laughlin/Knudsen)*
Ander Knudsen, Sr. Manager, Distribution, Design, and Construction, discussed the System Upgrades - Whittier Shore Power Project and responded to questions from the Board.

Director Jernstrom moved, and Director Cooper seconded the motion, that subject to receiving the additional grant increase from the AEA, the Chugach Board of Directors authorizes the Chief Executive Officer to procure, construct and install all necessary equipment to rebuild Portage feeder 322 for an estimated Total Installed Cost to Chugach of $11.4 million. The motion passed unanimously.

E. *Sullivan Power Plant Unit 9 Overhaul* (Laughlin/Ori)*
Eugene Ori, VP, Power Production, discussed the Sullivan Power Plant Unit 9 Overhaul and responded to questions from the Board.

Director Morse moved, and Director Cooper seconded the motion that the Chugach Board of Directors authorize the Chief Executive Officer to complete the major overhaul of Sullivan Unit 9 instead of Unit 10, including all material and work necessary for the installation of the spare turbine for a Total Installed Cost of $9.2 million. The motion passed unanimously.

F. *Updates to Board Policy 502* (Wilkson)*
Whitney Wilkerson, Associate General Counsel, discussed the Updates to Board Policy 502 and responded to questions from the Board.

Director Morse moved, and Director Fleek-Green seconded the motion that the Chugach Board of Directors approve the modifications to Board Policy 502, Contributions to Retail Members as identified in Attachment II. The motion passed unanimously.

VIII. DIRECTOR COMMENTS

Director comments were made at this time.

IX. UNFINISHED BUSINESS (NONE)

X. EXECUTIVE SESSION

Recess (15 Minutes)

A. Gas Supply Update (Rudeck/Clarkson/Herrmann)
B. Hilcorp Gas Storage Agreement (Clarkson/Rudeck)

At 7:20 p.m. Director Fleek-Green moved, and Director Morse seconded the motion that pursuant to Alaska Statute 10.25.175(c)(1) and (3) 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; and 2) discuss with its attorneys 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 to open session at 8:31 p.m.

XI. NEW BUSINESSS

A. Gas Supply Update (Rudeck/Clarkson)

Director Cooper moved, and Director Jernstrom seconded the motion that the Chugach Board of Directors approve the attached resolution authorizing the Chief Executive Officer to enter into a Firm Storage Service Gas Storage Agreement with Hilcorp Alaska Gas Storage, under terms and conditions consistent with those discussed in executive session on November 19, 2025, and December 10, 2025. The motion passed unanimously.

XII. ADJOURNMENT

At 8:36 p.m. Director Morse moved, and Director Cooper seconded the motion to adjourn. The motion passed unanimously.

for Susanne Fleek-Green

Susanne Fleek-Green, Secretary
Date Approved: January 28, 2026