

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

Wednesday December 11, 2024

REGULAR BOARD OF DIRECTORS' MEETING

Recording Secretary: Heather Slocum

I. CALL TO ORDER

Chair Wiggin called the Regular Board of Directors' Meeting to order at 4:02 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
Bettina Chastain, Director – *via teleconference*
Dan Rogers, Director
Jim Nordlund, Director
Sisi Cooper, Director

Guests and Staff Attendance Present:

Arthur Miller	Chantelle Lewis-Boutte	Randall Chicola
Sherri Highers	Daniel Herrmann	Katie Millen
Matt Clarkson	Dusty Menefee	Whitney Wilkson
Andrew Laughlin	Scarlett Masten	Pat Andrews
Trish Baker	Marty Freeman	Emily Mueller
Julie Hasquet	Kate Ayers	Bart Armfield, Consultant
Lynda Muise	Eric Boyette	Steve Gerlek, Consultant
Sean Skaling	Bianca Cross	Bill Herman, Member
Dean Ratliff	Angela Kuest, HDR	Bernie Smith, Member
Josh Resnick	Kate Wedemeyer, Member	Alex Petkanas, Member
Steve Nawa	Matt Perkins, AER	Michael Rovito, APA
Paul Millwood		

Via Teleconference:

Allan Rudeck	Debbie Gardino	Ivan Moore, Alaska Survey
Stephanie Huddell	Josh Travis	Research
Sandra Cacy	David Caye	Onaca Daniels, Alaska
Buddi Richey	Nathan Golab	Survey Research
Amanda Mankel	Shaina Kilcoyne, Member	Blake Bennett, Alaska
Grace Johnston	Mitch Roth, Member	Survey Research

C. *Safety Minute*

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

D. *Electric Power Factoid*

Pat Andrews, Senior Meter Technician, presented the *Electric Power Factoid: Advanced Metering Infrastructure* and responded to questions from the Board.

II. APPROVAL OF AGENDA

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

Director Fleek-Green and Director Morse were not present at the time of the vote.

III. PERSONS TO BE HEARD

A. *Member Comments*

- 1) Kate Wedemeyer commented on the natural gas shortage.
- 2) Mitchell Roth commented on the cost of electricity.

IV. DIRECTOR REPORTS

A. *Alaska Power Association (APA) Report*

Micheal Rovito, Deputy Director, 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 Cooper reported on the December 4, 2024 Audit & Finance Committee Meeting on behalf of Director Morse.

Director Nordland reported that there had not been an Operations Committee meeting since the last board meeting.

Director Fleek-Green reported that the last Governance Committee Meeting was December 4, and that they were working on a charge for the Member Advisory Committee. The next Governance Committee Meeting will be in March.

C. *Other Meeting Reports*

None.

V. CONSENT AGENDA

A. *Board Calendar*

1. *Request for Excused Absence – Cooper – November 20, 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*
4. *Alaska Sustainable Energy Conference, June 3-5, 2025, Anchorage, AK*

C. *Minutes*

I. *November 20, 2024, Regular Board of Directors' Meeting (Mankel)*

D. *KPMG Contract Extension*

E. *Board Policy Updates (BP 201, BP 202, BP 205, BP 206, BP 209, & BP 505)*

F. *Appointments to 2025 Member Advisory Council (MAC)*

G. *Appointments to 2025 Bylaws, Election and Nominating Committees*

H. *Member Committee Compensation*

I. *Board of Director Appointments to Chugach Electric Charitable Foundation*

J. *Director Expenses*

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

Director Fleek-Geen joined the meeting online at 4:33 p.m.

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

VI. CEO REPORTS AND CORRESPONDENCE

A. *Annual Member Satisfaction Survey Results (Hasquet/Moore)*

Julie Hasquet, Sr. Manager Communications and Ivan Moore, Alaska Survey Research, presented the Annual Member Satisfaction Survey results and answered questions from the Board.

B. *2025 Legislative Goals (Baker)*

Trish Baker, Sr. Manager, Government Affairs, presented the 2025 Legislative Goals and answered questions from the Board.

C. *One Campus Plan Update (Miller)*

Arthur Miller, Chief Executive Officer, gave an update on the One Campus Plan and answered questions from the Board.

D. *Business Development Report (2025, Q4) (Miller)*

Arthur Miller, Chief Executive Officer, summarized the 4th Quarter Business Development Report, and answered questions from the Board.

E. *Railbelt Bill Comparison (Miller)*

Arthur Miller, Chief Executive Officer, updated the Board on the Railbelt Bill Comparison, and answered questions from the Board.

F. *Board Policy Scheduled Task List (Board/Staff)*

Arthur Miller, Chief Executive Officer, updated the board on the monthly ERP report, and answered questions from the Board.

Director Fleek-Green joined the meeting in-person at 4:48 p.m.

Director Morse joined the meeting at 4:57 p.m.

VII. UNFINISHED BUSINESS

NONE.

VIII. NEW BUSINESS

A. *Signatory Changes - BMO Bank N.A. * (Highers)*

Arthur Miller, Chief Executive Officer, presented BMO Account Changes to the Board.

Director Morse moved, and Director Cooper seconded the motion that the Board of Directors approve the attached resolution to update the approved designators and signers empowered to act on behalf of Chugach related to its account with BMO Bank N.A. The motion passed unanimously.

B. *2025 Operating and Capital Budget* (Highers/Millwood)*

The 2025 Operating and Capital Budget was presented for approval.

Director Morse moved, and Director Fleek-Green seconded the motion that the Board of Directors approve the 2025 Operating and Capital Budget, which is expected to produce margins of \$15.4 million, MFI/I ratio of 1.30, TIER ratio of 1.35 and Equity to Total Capitalization ratio of 17.1%. These results are based on a Total Cost of Service of \$379.3 million, Total Revenue of \$392.2 million, Non-Operating Margins of \$2.5 million, and a capital expenditure cash requirement of \$117.7 million. The motion passed unanimously.

C. *Hilcorp Underlift Agreement* (Armfield/Clarkson)*

Bart Armfield, BRU Consultant and Representative, presented the Hilcorp Underlift Agreement and answered questions from the Board.

Director Fleek-Green moved, and Director Morse seconded the motion that the Board of Directors authorize the Chief Executive Officer to execute the Beluga River Unit Inventory Agreement with Hilcorp Alaska, LLC. The motion passed unanimously.

D. *Re-entry into Simplified Rate Filing Process* (Clarkson)*

Matthew Clarkson, Chief Legal Officer, presented Re-entry into Simplified Rate Filing Process and answered questions from the Board.

Director Cooper moved, and Director Nordlund seconded the motion that the Board of Directors approve the attached resolution authorizing implementation of the SRF process in compliance with 3 AAC 48.700 through 3 AAC 48.790 for adjustments to base demand and energy rates to Chugach's retail and the wholesale customer classes as discussed therein. The motion passed unanimously.

E. *Simplified Rate Filing Test Year Ended September 2024* (Clarkson)*

Matthew Clarkson, Chief Legal Officer, presented the Simplified Rate Filing Test Year Ended September and answered questions from the Board.

Director Morse moved, and director Cooper seconded the motion that the Board of Directors approve the attached Resolution authorizing the filing of the SRF adjustment described therein with the Regulatory Commission of Alaska on the basis of a September 2024 test year. The motion passed unanimously.

IX. EXECUTIVE SESSION

- A. Gas Strategy Update, Subject to NDA (Clarkson/Herrmann/Gerlek/Armfield)*
- B. Collective Bargaining Negotiations (Menefee/Millen)*

At 6:03 p.m. Director Morse moved, and Director Rogers 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 7:55 p.m.

X. NEW BUSINESS* (scheduled)

- A. Approval of Negotiations Plan (Menefee/Millen)***

No action taken.

XI. DIRECTOR COMMENTS

Director comments were made at this time.

XII. ADJOURNMENT

At 8:12 p.m. Director Morse moved, and Director Fleek-Green seconded the motion to adjourn. The motion passed unanimously.



Susanne Fleek-Green, Secretary
Date Approved: January 22, 2025