

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

December 4, 2017
Monday
12:00 p.m.

SPECIAL BOARD OF DIRECTORS' MEETING

Recording Secretary: Arden Quezon-Vicente

I. CALL TO ORDER

Chair Reiser called the Special Board of Directors Meeting to order at 12:02 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

A. Roll Call

Board Members Present:

Janet Reiser, Chair
Bettina Chastain, Vice Chair (*via teleconference*)
Jim Henderson, Secretary (*via teleconference*)
Sisi Cooper, Treasurer
Susan Reeves, Director (*via teleconference*)
Harry Crawford, Director (*arrived at 12:06 p.m.*)
Stuart Parks, Director

Guests and Staff in Attendance:

Lee Thibert	Mark Fouts	Kurt Strunk,
Sherri Highers	Julie Hasquet	NERA (<i>via teleconference</i>)
Brian Hickey	Divina Portades	James Bertrand,
Arthur Miller	Tom Schulman	Stinson Leonard Street (<i>via</i>
Paul Risse	Tyler Andrews	<i>teleconference</i>)

II. APOVAL OF THE AGENDA

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

Director Crawford was not present at the time of vote.

III. PERSONS TO BE HEARD

A. Member Comments
None

IV. CEO REPORTS AND CORRESPONDENCE

None

V. DIRECTORS REPORTS

None

VI. UNFINISHED BUSINESS

None

VII. NEW BUSINESS

None

VIII. EXECUTIVE SESSION

A. Anchorage IRP

At 12:04 p.m., Director Crawford moved and Director Cooper 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 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 Crawford was not present at the time of vote.

Director Crawford arrived at 12:06 p.m.

The meeting reconvened in open session at 2:06 p.m.

Chair Reiser requested to add New Business IX.A. Anchorage IRP during the executive session.

IX. NEW BUSINESS

*A. Anchorage IRP**

Director Crawford moved and Director Cooper seconded the motion that the Board of Directors' authorize the Chief Executive Officer to enter into negotiations consistent with the term sheet as discussed in Executive Session. Chair Reiser called for a vote and the motion passed unanimously.

X. DIRECTOR COMMENTS

Director comments were made at this time.

XI. ADJOURNMENT

At 2:09 p.m., Director Cooper moved and Director Parks seconded the motion to adjourn. The motion passed unanimously.

/ss/

James Henderson, Secretary

Date Approved: December 20, 2017