

**CHUGACH ELECTRIC ASSOCIATION, INC.**  
**Anchorage, Alaska**

**April 22, 2019**  
**Monday**  
**4:30 p.m.**

**OPERATIONS COMMITTEE MEETING**

Recording Secretary: Arden Quezon

**I. CALL TO ORDER**

Chair Parks called the Operations Committee meeting to order at 4:31 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

*A. Roll Call*

Stuart Parks, Chair  
Susan Reeves, Vice Chair  
Bettina Chastain, Director  
Harry Crawford, Director (*arrived during executive session*)  
Harold Hollis, Director

*Other Board Members Present:*

Rachel Morse, Director  
Jim Henderson, Director (*via teleconference at 4:33 p.m.*)

*Guests and Staff in Attendance:*

Lee Thibert	Julie Hasquet	Tyler Andrews
Connie Owens	Josh Resnick	Paul Risse
Brian Hickey	Mark Fouts	Tom Schulman
Matthew Clarkson	Sherri Highers	Todd McCarty
Arthur Miller	Andrew Laughlin	Kristin McVeigh, RGP
		Marcos Sanchez, RGP

**II. APPROVAL OF THE AGENDA**

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

*Director Crawford was not present at the time of the vote.*

*Director Henderson arrived at 4:33 p.m.*

**III. APPROVAL OF THE MINUTES**

Director Hollis moved and Director Reeves seconded the motion to approve the March 26, 2019, Operations Committee Meeting minutes. The motion passed unanimously.

*Director Crawford was not present at the time of the vote.*

**IV. PERSONS TO BE HEARD**

- A. *Member Comments*  
None

**V. NEW BUSINESS**

None

**VI. EXECUTIVE SESSION**

- A. *ML&P Acquisition Update*  
1. *IMO Update*  
2. *ML&P Acquisition RCA Filing Update*  
3. *Finance Update*  
C. *2018 CEO Evaluation and Compensation*  
D. *2019 Chief Executive Officer Key Performance Indicators*

At 4:35 p.m., Director Hollis moved and Director Reeves seconded the motion that pursuant to Alaska Statute 10.25.175 (c)(1), (2) and (3) the Operations Committee 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; 2) discuss personnel matters that may tend to prejudice the reputation or character of a person; however, the person may request a public discussion; and, 3) 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 arrived during executive session.*

*The meeting reconvened in open session at 8:23 p.m.*

**VII. NEW BUSINESS**

- A. *2018 Chief Executive Officer Evaluation and Compensation*  
B. *2019 Chief Executive Officer Key Performance Indicators*

Chair Parks stated that there will be no New Business at this time and that a final review will be taken up at the Wednesday, April 24, 2019, Regular Board of Directors' meeting. No objections were made.

**VIII. DIRECTOR COMMENTS**

Director comments were made at this time.

**IX. ADJOURNMENT**

At 8:28 p.m., Director Reeves moved and Director Hollis seconded the motion to adjourn. The motion passed unanimously.

*Director Crawford was not present at the time of the vote.*