

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

August 8, 2019
Thursday
4:00 p.m.

GOVERNANCE COMMITTEE MEETING

Recording Secretary: Divina Portades

I. CALL TO ORDER

Chair Reeves called the Governance Committee meeting to order at 4:01 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

A. Roll Call

Committee Members Present:

Susan Reeves, Chair

Rachel Morse, Vice Chair

Jim Henderson, Director (*arrived at 4:02 p.m.*)

Bettina Chastain, Director (*arrived at 4:02 p.m.*)

Harry Crawford, Director

Guests and Staff in Attendance:

Lee Thibert

Connie Owens

II. APPROVAL OF THE AGENDA

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

Directors Chastain and Henderson were not present at the time of vote.

III. APPROVAL OF MINUTES

A. May 22, 2019

Director Crawford moved and Director Morse seconded the motion to approve the May 22, 2019 meeting minutes. The motion passed unanimously.

Director Henderson arrived at 4:02 p.m.

Director Chastain was not present at the time of vote.

IV. PERSONS TO BE HEARD

A. Member Comments

None

V. UNFINISHED BUSINESS

None

Director Chastain arrived at 4:03 p.m.

VI. EXECUTIVE SESSION

- A. Member Advisory Committee*
- B. Districts, Pros and Cons*
- C. Board Size*
- D. Election Cycle*
- E. Guidelines for Sitting Board Members during Elections*
- F. Renewables*

At 4:03 p.m., Director Morse moved and Director Crawford seconded the motion that pursuant Move that pursuant to Alaska Statute 10.25.175(c) (3) the Board of Directors' Governance Committee go into executive session to discuss legal matters with its attorneys, the immediate knowledge of which could have an adverse effect on the legal position of the cooperative. The motion passed unanimously.

The meeting reconvened in open session at 5:28 p.m.

VII. NEW BUSINESS

- A. Election of Governance Committee Vice Chair* (Committee)*
Chair Reeves opened the floor to nominations for Vice Chair of the Governance Committee.

Director Morse nominated herself for Vice Chair of the Governance Committee. Director Chastain seconded the nomination. No other nominations were made.

Director Chastain moved and Director Crawford seconded the motion that the Governance Committee elect Director Morse as the Vice Chair of the Governance Committee. The motion passed unanimously.

VIII. DIRECTOR COMMENTS

Comments were made at this time.

IX. ADJOURNMENT

At 5:34 p.m., Director Henderson moved and Director Morse seconded the motion to adjourn. The motion passed unanimously.