CHUGACH ELECTRIC ASSOCIATION, INC. Anchorage, Alaska

February 19, 2020 Wednesday 4:00 p.m.

REGULAR BOARD OF DIRECTORS' MEETING

Recording Secretary: DeAnna Scott

I. CALL TO ORDER

Chair Chastain called the Regular Board of Directors' Meeting to order at 4:04 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

- *A. Pledge of Allegiance* Chair Chastain led the Board in the Pledge of Allegiance.
- B. Roll Call Board Members Present: Bettina Chastain, Chair Susan Reeves, Vice Chair (via teleconference) Stuart Parks, Secretary Rachel Morse, Treasurer Jim Henderson, Director Harry Crawford, Director Harold Hollis, Director

Guests and Staff in Attendance:

Lee Thibert	Mark Fouts	Laurel Foster
Brian Hickey	Arthur Miller	Crystal Enkvist, Alaska
Matthew Clarkson	Sherri Highers	Power Association (APA)
Tyler Andrews	Arden Quezon	Bill Murray
Sean Skaling	Marty Freeman	Russ Thornton
Andrew Laughlin	Josh Resnick	Connie Owens
Julie Hasquet	Teresa Kurka	Marcos Santos, RGP
Jean Kornmuller	Pete Smithson	Grant Johnston, Yuti
Mitchell Roth, Member	Alexandra Veri di Suvero,	Nabgha Qureshi, Public
Jenny Marie Stryker,	AKPIRG	
The Alaska Center		

C. Safety Minute

Marty Freeman, Manager, Safety discussed "Ice Safety/Ice Rescue".

II. APPROVAL OF THE AGENDA

Director Hollis moved and Director Crawford seconded the motion to approve the agenda. Director Morse requested to add *Sponsorships of Events* to the Executive Session. Director Hollis accepted the amendment. The motion passed unanimously, as amended.

III. PERSONS TO BE HEARD

A. Member Comments None

IV. CONSENT AGENDA

- A. Board Calendar
- B. Training and Conferences
 - 1. 2020 APA NRECA Annual Meeting, February 27-March 1, 2020, New Orleans, LA (Deadline for conference registration is December 30, 2019)
- C. Minutes
 - 1. January 22, 2020, Regular Board of Directors' Meeting (Portades)
- D. Director Expenses

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

Chair Chastain stated that Director Reeves is participating via teleconference and will need to designate a Board member to sign her expense report. Vice Chair Reeves requested Director Crawford to sign her expense report. No objections were made.

V. CEO REPORTS AND CORRESPONDENCE

- A. ML&P Acquisition Education Campaign (Yuti-Grant Johnston/Hasquet) Julie Hasquet, Sr. Manager, Corporate Communications and Grant Johnston, Yuti discussed the ML&P Acquisition Education Campaign and responded to questions from the Board.
- B. 2020 State Legislative Update (Steyer/Miller/Hickey) Arthur Miller, Executive V.P. Regulatory & External Affairs, and Brian Hickey, Chief Operating Officer reported on the 2020 State Legislative Update and responded to questions from the Board.

VI. DIRECTOR REPORTS

- A. Alaska Power Association (APA) Report Director Hollis stated that Crystal Enkvist, APA is present and is reporting on upcoming events and responded to questions from the Board.
- *B.* Alaska Railbelt Cooperative Transmission & Electric Company (ARCTEC) Report Director Crawford stated that there was no ARCTEC meeting to report.
- C. Renewable Energy Alaska Project (REAP) Report Director Morse reported there was a Policy Committee meeting she was not able to attend, however, will be attending the Executive Committee meeting scheduled this month.
- D. Board Committee Reports (Audit and Finance, Operations & Governance) Director Morse stated that there was no Audit and Finance Committee meeting to report but the Committee will be meeting on March 18, 2020.

Director Parks reported on the February 5, 2020 Operations Committee meeting.

Director Reeves reported the Governance Committee will be meeting in March and the Bylaws Committee met and no recommended changes were proposed by the Committee.

- *E. Other Meeting Reports* None
- VII. UNFINISHED BUSINESS None

VIII. NEW BUSINESS

A. IMO GIS Contract Approval* (Fouts)

Mark Fouts, Executive V.P., Fuel & Corporate Planning, discussed the IMO GIS Contract Approval and responded to questions from the Board.

Director Parks moved and Director Hollis seconded the motion that the Board of Directors a authorize the Chief Executive Officer to execute an IMO Professional Service Contract with JCMB Technology for IT consulting services with a not-to-exceed total contract amount of \$1,105,000 with a period ending of December 31, 2020. The motion passed unanimously.

B. Mobile Radio Replacement Contract Authorization* (Hickey)

Brian Hickey, Chief Operating Officer introduced Paul Johnson, Sr. Manager, Control and Communications and Bill Murray, Supervisor, Telecommunication. Mr. Johnson and Mr. Murray discussed the Land Mobile Radio Replacement project. Mr. Johnson, Mr. Murray and Mr. Hickey responded to questions from the Board.

Move that the Board of Directors approve the resolution authorizing the Chief Executive Officer to execute an equipment and services contract with RACOM to replace Chugach's UHF Land Mobile Radio System in the amount of \$1,454,133.16. The motion passed unanimously.

C. Simplified Rate Filing (SRF): December 2019 Test Year* (Kornmuller/Miller) Jean Kornmuller, Manager, Regulatory Affairs discussed the December 2019 Test Year Simplified Rate Filing.

Director Morse moved and director Hollies seconded the motion that the Board of Directors approve the attached Resolution authorizing Chugach to file with the Commission: 1) a December 2019 test year SRF requesting approval to increase the demand and energy rates by 1.1 percent to Chugach retail and increase the demand and energy rates by 1.3 percent to Seward; and, 2) a request to suspend participation in the SRF process if the Commission approves the acquisition of ML&P. The motion passed unanimously.

The Board acknowledged the arrival of Mitchell Roth, member, Alexandra Veri di Suvero, Alaska Public Interest Research Group (APIRG), Jenny-Marie Stryker, The Alaska Center and Nabgha Qureshi, public after Agenda Item III. A.

IX. EXECUTIVE SESSION

- A. IMO Update
- B. ML&P Acquisition Update
- C. Finance Update
- D. Railbelt Directors Meeting
- *E. Eklutna Update*

At 5:07 p.m., Director Crawford moved and Director Parks 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.

The meeting reconvened in open session at 7:30 p.m.

X. NEW BUSINESS None

XI. DIRECTOR COMMENTS

Director comments were made at this time.

XII. ADJOURNMENT

At 7:37 p.m., Director Morse moved and Director Hollis seconded the motion to adjourn. The motion passed unanimously.

/ss/

Stuart Parks, Secretary Date Approved: March 25, 2020