

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

April 8, 2020
Wednesday
4:00 p.m.

SPECIAL BOARD OF DIRECTORS' MEETING

Recording Secretary: Arden Quezon

I. CALL TO ORDER

Chair Chastain called the Special 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 Chastain led the Board in the Pledge of Allegiance.

B. Roll Call

Board Members Present:

Bettina Chastain, Chair *(via teleconference)*

Susan Reeves, Vice Chair *(via teleconference)*

Stuart Parks, Secretary *(via teleconference)*

Rachel Morse, Treasurer *(via teleconference)*

James Henderson, Director *(via teleconference)*

Harry Crawford, Director

Harold Hollis, Director *(via teleconference)*

Guests and Staff in Attendance:

Arthur Miller

Lee Thibert

Sherri Highers *(via teleconference)*

Brian Hickey *(via teleconference)*

Mark Fouts *(via teleconference)*

Tyler Andrews *(via teleconference)*

Connie Owens *(via teleconference)*

Matthew Clarkson

Mitchell Roth, Chugach

Julie Hasquet *(via teleconference)*

Phil Steyer *(via teleconference)*

Member *(via teleconference)*

Rodney Kaas

C. Safety Minute

Tyler Andrews, Executive VP, Employee Services and Communication, discussed "Wash Your Hands" with the Board.

Director Hollis joined via teleconference at 4:07 p.m.

II. APPROVAL OF THE AGENDA

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

III. PERSONS TO BE HEARD

- A. *Member Comments*
None

IV. CONSENT AGENDA

None

V. CEO REPORTS AND CORRESPONDENCE

None

VI. DIRECTOR REPORTS

None

VII. UNFINISHED BUSINESS

None

VIII. EXECUTIVE SESSION

- A. *Update on Legislative Issues*
B. *Mission Critical Items*
C. *Board Questions – ML&P Acquisition*
D. *Force Majeure Analysis*
E. *Board Discussion*

At 4:09 p.m., Director Crawford moved and Director Morse 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) 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 8:48 p.m.

X. DIRECTOR COMMENTS

Director comments were made at this time.

XI. ADJOURNMENT

At 8:56 p.m., Director Crawford moved and Director Hollis seconded the motion to adjourn. The motion passed unanimously.

/s/
Stuart Parks, Secretary
Date Approved: April 22, 2020