

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

November 23, 2020
Monday
4:00 p.m.

REGULAR BOARD OF DIRECTORS' MEETING

Recording Secretary: Arden Quezon

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 lead the Board in the Pledge of Allegiance.

B. Roll Call

Board Members Present:

Bettina Chastain, Chair

Rachel Morse, Vice Chair *(via teleconference)*

Jim Henderson, Secretary *(via teleconference)*

Harold Hollis, Treasurer *(via teleconference)*

Stuart Parks, Director *(via teleconference)*

Sam Cason, Director *(via teleconference)*

Mark Wiggin, Director

Guests and Staff Attendance

Present:

Lee Thibert

Arthur Miller

Danielle Bigelow

Mark Fouts

Josh Resnick

Julie Hasquet

Jody Abruzzino

Via Teleconference:

Connie Owens

Matthew Clarkson

Sherri Highers

Brian Hickey

Crystal Enkvist, APA

Sean Skaling

Brian Meissner, Consultant

C. Safety Minute

Lee Thibert, Chief Executive Officer (CEO) discussed "*Flu Prevention*".

II. APPROVAL OF AGENDA

Director Cason moved and Director Wiggin seconded the motion to approve the agenda. The motion passed unanimously.

III. PERSONS TO BE HEARD

No member comments.

IV. CONSENT AGENDA

- A. Board Calendar*
- B. Training and Conferences*
- C. Minutes*
 - 1. October 28, 2020, Regular Board of Directors' Meeting (Quezon)*
- D. Director Expenses*
- E. 2020 Budget Revision (Highers)*
- F. Discounting for 2021 Capital Credit (Miller)*

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

Director Hollis requested for Director Chastain to sign Board expense reports. No objections were made.

V. CEO REPORTS AND CORRESPONDENCE

- A. Member Attitude Survey (Hasquet)*

Julie Hasquet, Sr. Manager, Corporate Communications and Lee Thibert, CEO discussed the Member Attitude Survey and responded to questions from the Board.

Director Chastain requested another survey to be conducted for the incoming ML&P members geared towards the transition.

Mr. Thibert and Ms. Hasquet stated that information regarding an additional member survey will be brought to the January 2021, Regular Board meeting for review and discussion.

- B. Board Policy Scheduled Tasks/Reports (Board/Staff)*

Lee Thibert, CEO, gave a summary on the Board Policy Scheduled Tasks/Reports provided in the meeting packet.

VI. DIRECTOR REPORTS

- A. Alaska Power Association (APA) Report*

Director Hollis and Crystal Enkvist, Executive Director, APA provided an update on APA activities, upcoming events and responded to questions from the Board.
- B. Alaska Railbelt Cooperative Transmission & Electric Company (ARCTEC) Report*

Director Henderson discussed and reported on ARCTEC meetings. The Board requested to have additional discussion under executive session at the December 7, 2020 Operations Committee meeting.

Mr. Thibert stated that there is an ARCTEC Strategic Planning meeting scheduled for December 10, 2020 from 1:00 p.m. - 5:00 p.m.

C. Renewable Energy Alaska Project (REAP) Report

Director Morse reported on REAP's Public Policy, Executive and Finance Committees and Quarterly meetings.

D. Board Committee Reports (Audit and Finance, Operations & Governance)

Director Hollis reported on the November 10, 2020, Audit and Finance Committee meeting and also stated that the next meeting is scheduled on December 7, 2020.

Director Parks reported that the Operations Committee has not met but a meeting is scheduled for December 7, 2020 and that Director Hollis will be acting Chair.

Director Morse reported that the Governance Committee has not met but a meeting is scheduled for December 9, 2020, immediately following the Audit and Finance Committee meeting.

E. Other Meeting Reports

Directors Parks, Wiggin and Chastain reported on member calls received.

Director Cason requested that a standard process for member calls be provided to the Board. Lee Thibert, CEO stated that he will work with staff in researching weatherization programs and work on creating a standard process for member matters.

Directors Morse and Chastain reported on their attendance of the virtual NRECA Leadership training.

VII. UNFINISHED BUSINESS

VIII. NEW BUSINESS

VIII. EXECUTIVE SESSION

- A. IMO Update*
- B. 2021-2025 Strategic Plan*
- C. Renewable Energy Plan*
- D. Railbelt Reliability Council Update*
- E. Eklutna Plan*

At 4:47 p.m., Director Cason moved and Director Wiggin 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 6:53 p.m.

IX. NEW BUSINESS

A. Integration Program Funding Authorization (Fouts)

Director Cason moved and Director Hollis seconded the motion that the Board of Directors authorize an increase of the Integration Program funding of \$1.6 million to continue the program for December 2020 to February 2021, for a total Integration Program funding authorization of \$37.3 million. The motion passed unanimously.

B. North Campus Facility Remodel (Fouts)

Director Parks moved and Director Morse seconded the motion that the Board of Directors approve Bauer Construction, Inc. to remodel the North Campus for a not-to-exceed amount of \$1,178,242. The motion passed unanimously.

XI. DIRECTOR COMMENTS

Director comments were made at this time.

XII. ADJOURNMENT

At 7:05 p.m., Director Wiggin moved and Director Cason seconded the motion to adjourn. The motion passed unanimously.

/s/

James Henderson, Secretary

Date Approved: December 16, 2020