

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

**December 5, 2022**  
**Wednesday**  
**4:00 p.m.**

**GOVERNANCE COMMITTEE MEETING**

Recording Secretary: Ashton Doyle

**I. CALL TO ORDER**

Chair Cason called the Governance Committee meeting to order at 4:05 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

*A. Roll Call*

*Committee Members Present:*

Sam Cason, Chair  
Erin Whitney, Vice Chair  
Mark Wiggin, Director  
Bettina Chastain, Director  
Rachel Morse, Director (*via teleconference*)

*Board Member Present:*

Harold Hollis, Director (*via teleconference*)  
Sisi Cooper, Director (*via teleconference*)

*Guests and Staff Attendance Present:*

Arthur Miller	Matthew Clarkson	Julie Hasquet
Andrew Laughlin	Sherri Highers	Scarlett Masten

*Via teleconference:*

Arden Quezon	Sandra Cacy	Josh Travis
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**II. APPROVAL OF THE AGENDA**

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

**III. APPROVAL OF MINUTES**

Director Whitney moved and Director Wiggin seconded the motion to approve the September 14, 2022, Governance Committee meeting minutes. Director Morse requested a friendly amendment to item VII.A., "Director Morse moved" to be revised to "Director Morse seconded". The motion passed unanimously, as amended.

**IV. PERSONS TO BE HEARD**

- A. Member Comments*  
None.

**V. UNFINISHED BUSINESS**

None.

**VI. NEW BUSINESS**

None.

**VII. EXECUTIVE SESSION**

- A. Appointments to 2023 Member Advisory Council*
- B. Appointments to 2023 Bylaws Committee*
- C. Appointments to 2023 Election Committee*
- D. Appointments to 2023 Nominating Committee*

At 4:08 p.m., Director Chastain moved and Director Whitney seconded the motion that pursuant to Alaska Statute 10.25.175(c)(4) the Governance Committee go into executive session to discuss personnel matters. The motion passed unanimously.

*The meeting reconvened in open session at 5:06 p.m.*

**VIII. NEW BUSINESS**

- A. Appointments to 2023 Member Advisory Council (MAC)*

Director Whitney moved and Director Morse seconded the motion that the Governance Committee recommend the Chugach Board of Directors appoint Bryce Mahn, Jay Hermanson, Bernie Smith, Kathi Johnson, Sandy Rabinowitch, Carl Berger, Jim Henderson, Ryan Buchholdt, Charles Scantlebury, Louise Lazur, Wynne Auld, Kira Enari, Mitchell Roth, Esther Cox, and James Mendenhall to a one-year term on the Member Advisory Council Committee. The motion passed unanimously.

- B. Appointments to 2023 Bylaws Committee*

Director Wiggin moved and Director Chastain seconded the motion that the Governance committee recommend the Board of Directors appoint Jim Strandberg and Jessica Koloski to fill the vacant A term seats available to the Bylaws Committee for the January 1, 2023 through December 31, 2025 period. The motion passed unanimously.

- C. Appointments to 2023 Election Committee*

Director Whitney moved and Director Chastain seconded the motion that the Governance Committee recommend the Board of Directors appoint Jim Magowan, William Simpson, Patti Bogan, and Lawrence Camp to fill the vacant A term seats on the Election Committee for the January 1, 2023 through December 31, 2025 period. The motion passed unanimously.

- D. Appointments to 2023 Nominating Committee*

Director Wiggin moved and Director Chastain seconded the motion that the Governance Committee recommend the Board of Directors appoint Leslie Ridle and Wynne Auld to fill the vacant A term seats on the Nominating Committee for the January 1, 2023 through December 31, 2025 period. The motion passed unanimously.

**IX. DIRECTOR COMMENTS**

Director comments were made at this time.

**X. ADJOURNMENT**

At 5:18 p.m., Director Wiggin moved and Director Whitney seconded the motion to adjourn. The motion passes unanimously.