

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

**December 16, 2020**  
**Wednesday**  
**4:00 p.m.**

**REGULAR BOARD OF DIRECTORS' MEETING**

Recording Secretary: Jody Abruzzino

**I. CALL TO ORDER**

Chair Chastain called the Regular Board of Directors' Meeting to order at 4:12 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

Sam Cason, Director *(via teleconference)*

Mark Wiggin, Director *(via teleconference)*

*Guests and Staff Attendance*

*Present:*

Brian Hickey

Arthur Miller

Arden Quezon

Teresa Kurka

*Via Teleconference:*

Connie Owens

Sherri Highers

Crystal Enkvist, APA

Lee Thibert

Jenny Marie, Alaska

Sean Skaling

Matthew Clarkson

Center

Nabi Qureshi, Alaska

Julie Hasquet

Tyler Andrews

Center

*C. Safety Minute*

Tyler Andrews, Executive VP Employee Services and Communications discussed "Winter Safety".

**II. APPROVAL OF AGENDA**

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

### III. PERSONS TO BE HEARD

Nabi Qureshi, Chugach member and Eklutna Coordinator with The Alaska Center discussed the Eklutna River Restoration Project and responded to questions from the Board.

### IV. CONSENT AGENDA

- A. *Board Calendar*
- B. *Training and Conferences*
  - 1. *NRECA Power Xchange – February 18-24, 2021*
- C. *Minutes*
  - 1. *November 23, 2020, Regular Board of Directors' Meeting (Quezon)*
- D. *Director Expenses*
- E. *2021-2025 Strategic Plan*
- F. *2021 Operating and Capital Budget*

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

### V. CEO REPORTS AND CORRESPONDENCE

- A. *4<sup>th</sup> Quarter 2020 Railbelt Bill Comparison (Skaling/Miller)*

Brian Hickey, Chief Executive Officer (COO), Arthur Miller, Executive VP, Regulatory and External Affairs, and Teresa Kurka, Director, Member Services discussed the 4<sup>th</sup> Quarter 2020 Railbelt Bill Comparison and responded to questions from the Board.

Julie Hasquet, Sr. Manager, Corporate Communication discussed member messaging.
- B. *Board Policy Scheduled Tasks/Reports (Board/Staff)*

Brian Hickey, (COO), recommended that discussion on this agenda item be moved to Executive Session. No objections were made.

### 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*

Lee Thibert, Chief Executive Officer, reported on ARCTEC's Strategic Planning which was held under executive session.

Mr. Thibert also stated that questions should be deferred to Executive Session. No objections were made.
- C. *Renewable Energy Alaska Project (REAP) Report*

Director Morse reported on REAP's Public Policy Committee and Executive Committees meetings held on December 15, 2020.

- D. *Board Committee Reports (Audit and Finance, Operations & Governance)*  
Director Hollis reported on the December 9, 2020, Audit and Finance Committee meeting.

Director Hollis reported on the December 7, 2020, Operations Committee meeting.

Director Morse reported on the December 9, 2020, Governance Committee meeting which was held immediately following the Audit and Finance Committee.

- E. *Other Meeting Reports*  
Directors Chastain reported on attending the Risk Management Course offered through APA/NRECA.

*Director Chastain called for a ten-minute recess at 5:05 p.m.*

*Meeting reconvened at 5:15 p.m.*

## **VII. UNFINISHED BUSINESS**

## **VIII. NEW BUSINESS**

- A. *Appointment NRECA Voting Delegate and Alternate*  
Director Morse moved and Director Hollis seconded the motion that the Board of Directors appoint Director Parks as the NRECA Voting Delegate and Director Wiggin as the alternate. The motion passed unanimously.

- B. *Appointment CFC Voting Delegate and Alternate*  
Director Morse moved and Director Hollis seconded the motion that the Board of Directors appoint Director Parks as the CFC Voting Delegate and Director Wiggin as the alternate. The motion passed unanimously.

Director Henderson requested a motion to reconsider him as the CFC Voting Delegate, However, the motion was not seconded. Motion for reconsideration of the original motion failed.

- C. *Appointment to 2021 Bylaws Committee (Board)*  
Director Morse moved and Director Parks seconded the motion that the Board of Directors appoint Frank Gwartney and Bernie Smith to the “B” terms on the Bylaws Committee. The motion passed unanimously.

- D. *Appointment to 2021 Election Committee (Board)*  
There were no applicants for the six seats available.

- E. *Appointment to 2021 Nominating Committee (Board)*  
Director Morse moved and Director Hollis seconded the motion that the Board of Directors appoint Ashley Johnson and Heidi Hansen to the “B” terms on the Nominating Committee. The motion passed unanimously.

## **IX. EXECUTIVE SESSION**

- A. *Railbelt Reliability Council Update*
- B. *Eklutna Plan*
- C. *Write-off of Accounts Receivable*

At 5:35 p.m., Director Parks 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) 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 7:20 p.m.*

## **X. NEW BUSINESS**

- A. *Eklutna Plan (Hickey)*

No action taken and has been deferred to the January 2021 Board meeting.

- B. *Amend Requirements of Board Policy 301, Business Resource and Financial Planning*

Director Parks moved and Director Morse seconded the motion to approve amending the requirements of Board Policy 301, Business Resource and Financial Planning as it relates to the timing of the review of the next ten-year Financial Forecast. The motion passed unanimously.

Director Morse requested an amendment to the motion to add the date of 2023 to the motion, Director Parks accepted the amendment and Morse seconded. The motion passed unanimously, as amended.

- C. *Amend Requirements of Board Policy 302, Integrated Resource Planning*

Director Morse moved and Director Parks seconded the motion to approve amending requirements of Board Policy 302, Integrated Resource Planning as it relates to the timing of the review to be revisited in June 2021. The motion passed unanimously.

## **XI. DIRECTOR COMMENTS**

Director comments were made at this time.

## **XII. ADJOURNMENT**

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

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/s/  
James Henderson, Secretary  
Date Approved: January 27, 2021