

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

January 27, 2021
Wednesday
4:00 p.m.

REGULAR BOARD OF DIRECTORS' MEETING

Recording Secretary: Jody Abruzzino

I. CALL TO ORDER

Acting Chair Morse called the Regular Board of Directors' Meeting to order at 4:01 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

A. Pledge of Allegiance

Acting Chair Morse lead the Board in the Pledge of Allegiance.

B. Roll Call

Board Members Present:

Bettina Chastain, Chair *(via teleconference)*

Rachel Morse, Vice Chair

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:

Lee Thibert

Jody Abruzzino

Sherri Highers

Arden Quezon

Renee Curran

Via Teleconference:

Connie Owens

Sean Skaling

Dimitri Shein, Member

Matthew Clarkson

Phil Steyer

Max Neale, Member

Julie Hasquet

Arthur Miller

Nabi Qureshi, Member

Mark Fouts

Kathy Harris

Tyler Andrews

Cyrstal Enkvist, APA

C. Safety Minute

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

II. APPROVAL OF AGENDA

Director Wiggin moved and Director Hollis seconded the motion to approve the agenda.

Lee Thibert, Chief Executive Officer (CEO) requested to add an RRC Update and discussion on a request received to Co-Chair for the Conquering Covid-19 Coalition to the Executive Session. Director Wiggin and Director Hollis accepted the amendment to the agenda. The motion passed unanimously, as amended.

Acting Chair Morse delegated Director Parks as Acting Treasurer and Secretary for the meeting. No objections were made.

III. PERSONS TO BE HEARD

Dimitri Shein, Chugach member, Director of Alaska Electrical Vehicle Association and electric vehicle owner discussed electric vehicles and responded to questions from the Board.

Max Neale, Chugach member and electric vehicle owner discussed expanding the charging infrastructure for electric vehicles.

IV. CONSENT AGENDA

- A. *Board Calendar*
- B. *Training and Conferences*
 - 1. *NRECA 2021 Directors Conference – March 23-24, 2021*
- C. *Minutes*
 - 1. *December 16, 2020, Regular Board of Directors' Meeting (Quezon)*
- D. *Director Expenses*
- E. *Update Bank Signature Cards*
- F. *BRU Future Natural Gas Investment Account*

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

V. CEO REPORTS AND CORRESPONDENCE

Lee Thibert, CEO stated that there are reports included in the CEO Reports and Correspondence and that staff can discuss if requested by the Board.

- A. *2021 State Legislative Update (Miller/Steyer)*

Phil Steyer, Director, Government Relations and Lee Thibert, CEO discussed the 2021 State Legislative Update and responded to questions from the Board.
- B. *4th Quarter Safety Report (Andrews/Freeman)*

Tyler Andrews, Executive VP, Employee Services and Communications and Lee Thibert, CEO discussed the 4th Quarter Safety Report and responded to questions from the Board.
- C. *October 2020 Financial Statements and Variance Report (Harris/Curran)*

Renee Curran, Manager, Budget and Financial Reporting discussed the October 2020 Financial Statements and Variance Report.

Lee Thibert, CEO and Renee Curran, Manager, Budget and Financial Reporting responded to questions from the Board.

D. Board Policy Scheduled Tasks/Reports (Board/Staff)

Lee Thibert, CEO, gave a summary on the Board Policy Scheduled Tasks/Reports and responded to questions from the Board.

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 reported on several ARCTEC Strategic Planning meetings that took place during the month of January. Lee Thibert, CEO, reported on electric vehicles being utilized along the railbelt and ARCTEC assisting with regulations and the Regulatory Commission of Alaska. Director Chastain stated that Tom DeLong, Chair of ARCTEC, reached out to her and the Homer Electric Association (HEA) Board of Directors and invited them to sit in on an ARCTEC update meeting being held on February 8, 2021.

C. Renewable Energy Alaska Project (REAP) Report

Director Wiggin reported on REAP's Public Policy Committee meeting and REAP's Annual meeting both held in January. He stated that he is now the Chugach's Representative and Director Morse is the Alternate Representative. Director Morse discussed REAP's interest in electric vehicles.

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

Director Hollis reported on the January 20, 2021, Audit and Finance Committee meeting.

Director Parks reported on the January 13, 2021, Operations Committee meeting and stated that the next Operations Committee meeting will be on February 10, 2021.

Director Morse stated that there is no Governance Committee meeting to report on but will reach out to Connie Owens, Manager, Executive Office.

E. Other Meeting Reports

Directors Cason and Morse reported on the two-day Equity Management Training.

VII. UNFINISHED BUSINESS

VIII. NEW BUSINESS

IX. EXECUTIVE SESSION

A. SEC Related Matters

B. RRC Update

C. Co-Chair for the Conquering COVID-19 Coalition

D. CEO Goals Update on PSI-5

Agenda items IX.B. RRC Update and IX.C. Co-Chair for the Conquering COVID-19 Coalition were added during the approval of the agenda.

At 5:05 p.m., Director Parks moved and Director Cason seconded the motion that pursuant to Alaska Statute 10.25.175 (c)(1), (3), and (4) 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; (3), discuss with its attorneys legal matters, the immediate knowledge of which could have an adverse effect on the legal position of the cooperative; and (4) personnel matters. The motion passed unanimously.

The meeting reconvened in open session at 5:59 p.m.

X. NEW BUSINESS

A. SEC Related Matters (Highers)

Director Hollis moved and Director Cason seconded the motion that the Board of Directors approve Chugach Electric Association's suspension as a voluntary filer with the SEC in accordance with the attached resolution. Director Morse asked if there were any comments. After comments were made, Director Morse asked for a vote. Director Chastain, Morse, Hollis, Parks, Wiggin and Cason voted yes; Director Henderson voted no. The motion passed with a 6 to 1 vote.

B. Kubra Contract Amendment (Miller)

Director Hollis moved and Director Parks seconded the motion that the Board of Directors authorize the Chief Executive Officer to extend the Professional Services Contract Between Chugach Electric Association, Inc. and Kubra Data Transfer Ltd. through March 31, 2022 for electronic payment processing in an amount not to exceed \$1,300,000. The motion passed unanimously.

XI. DIRECTOR COMMENTS

Director comments were made at this time.

XII. ADJOURNMENT

At 6:19 p.m., Director Parks moved and Director Cason seconded the motion to adjourn. The motion passed unanimously.

/s/
James Henderson, Secretary
Date Approved: February 24, 2021