

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

July 21, 2021
Wednesday
4:00 p.m.

REGULAR BOARD OF DIRECTORS' MEETING

Recording Secretary: Arden Quezon

I. CALL TO ORDER

Chair Morse called the Regular Board of Directors' Meeting to order at 4:05 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

A. Pledge of Allegiance

Chair Morse led the Board in the Pledge of Allegiance.

B. Roll Call

Board Members Present:

Rachel Morse, Chair

Bettina Chastain, Vice Chair (*via teleconference at 4:06 p.m.*)

James Henderson, Secretary

Harold Hollis, Treasurer

Sam Cason, Director

Mark Wiggin, Director

Erin Whitney, Director (*via teleconference*)

Guests and Staff Attendance

Present:

Andrew Laughlin

Kate Ayers

Matthew Clarkson

Arthur Miller

Kathy Harris

Sarah Wiggers

Barry Piser

Lee Thibert

Teresa Kurka

Brian Hickey

Mark Fouts

Tyler Andrews

Via Teleconference:

Connie Owens

Crystal Enkvist, APA

Julie Hasquet

C. Safety Minute

Tyler Andrews, Executive VP Employee Services and Communications discussed "*Lawn Mower Safety.*"

Director Chastain joined via teleconference at 4:06 p.m.

II. APPROVAL OF AGENDA

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

III. PERSONS TO BE HEARD

None.

IV. CONSENT AGENDA

- A. *Board Calendar*
 - 1. *Chastain Excused Absence – June 23, 2021, Regular Board Meeting*
- B. *Training and Conferences*
 - 1. *NRECA Region IX Meeting – Morse (Alaska NRECA Representative) (September 28-30, 2021, Las Vegas, NV)*
- C. *Minutes*
 - 1. *June 23, 2021, Regular Board of Directors' Meeting (Quezon)*
- D. *Director Expenses*
- E. *Board Policy 206 – Statement of Functions of the Operations Committee*
- F. *2022 Wholesale Power Contract for Seward Electric System*
- G. *Board Policy 701 – Evaluation Process and Compensation Policy*
- H. *Board Policy 702 – Chief Executive Officer - Search and Selection Policy*
- I. *Board Policy 703 – Chief Executive Officer - Succession Plan*
- J. *Board Policy 704 – Chief Executive Officer - Emergency Succession Plan*
- K. *Board Policy 401 – Delegation of Authority - Board and Chief Executive Officer Relationship*

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

V. CEO REPORTS AND CORRESPONDENCE

- A. *May 2021 Financial Statements and Variance Report (Harris/Highers)*

Sherri Highers, Chief Financial Officer (CFO), Executive VP, Finance & Administration discussed the May 2021 Financial Statements and Variance Report.

Ms. Highers, Lee Thibert, Chief Executive Officer (CEO) and Arthur Miller, Executive VP, Regulatory & External Affairs responded to questions from the Board.

- B. *2nd Quarter 2021 Communications Report (Hasquet)*

The 2nd Quarter 2021 Communications Report was provided in the meeting packet.
- C. *Write-off of Accounts Receivable – Electric/Other (Kurka/Miller)*

Teresa Kurka, Director Member Services discussed the Write-off Accounts Receivable.

Ms. Kurka and Lee Thibert, CEO responded to questions from the Board.

- D. *2022 Annual Meeting and Member Appreciation Day (Hasquet)*
Julie Hasquet, Manager, Corporate Communications discussed the 2022 Annual Meeting and Member Appreciation Day and responded to questions from the Board.
- E. *Board Policy Scheduled Tasks/Reports (Board/Staff)*
Lee Thibert, CEO, discussed the Board Policy Scheduled Tasks/Reports and responded to questions from the Board.

Lee Thibert, CEO, announced that Sarah Wiggers, Communications Specialist will be retiring on Friday, July 30, 2021.

VI. DIRECTOR REPORTS

- A. *Alaska Power Association (APA) Report*
Director Hollis introduced Crystal Enkvist, Executive Director, APA and she 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 stated that ARCTEC has not met, however, he informed the Board that he contacted Tom Long regarding Bradley Lake. Lee Thibert, CEO also reported on Bradley Lake.
- C. *Renewable Energy Alaska Project (REAP) Report*
Director Wiggin reported on the June 20, and June 21, 2021, REAP Public Policy Committee and Quarterly Board meetings which was also attended by Director Whitney.

Chair Morse asked the Board to review the REAP information provided in the meeting packet.

- D. *Board Committee Reports (Audit and Finance, Operations & Governance)*
Director Hollis reported that the last Audit and Finance Committee meeting was on May 19, 2021 and that the next meeting is scheduled for July 28, 2021.

Director Chastain reported on the July 14, 2021, Operations Committee meeting and stated that the next meeting is scheduled on August 2, 2021.

Director Cason reported on the July 14, 2021, Governance Committee meeting.

- E. *Other Meeting Reports*
Chair Morse stated that Meera Kohler contacted her and asked if she would be interested in serving as the Alaska Representative for Region 9 for the Resolution Committee and that she accepted the position.

VII. UNFINISHED

None.

VIII. NEW BUSINESS

None.

IX. EXECUTIVE SESSION

- A. *Battery Energy Storage System*
- B. *Strategic Planning Discussion*

At 5:01 p.m., Director Wiggin moved and Director Hollis 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; 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; and 3) discuss personnel matters. The motion passed unanimously.

The meeting reconvened in open session at 7:39 p.m.

IX. NEW BUSINESS

- A. *Battery Energy Storage System*
No action taken.

X. DIRECTOR COMMENTS

Director comments were made at this time.

XI. ADJOURNMENT

At 7:47 p.m., Director Wiggin moved and Director Henderson seconded the motion to adjourn. The motion passed unanimously.

/s/
James Henderson, Secretary
Date Approved: August 25, 2021