

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

December 6, 2023

Wednesday

Immediately following the Audit & Finance Committee Meeting

REGULAR BOARD OF DIRECTORS' MEETING

Recording Secretary: Heather Slocum

I. CALL TO ORDER

Chair Cason called the Regular Board of Directors' Meeting to order at 5:01 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

A. Pledge of Allegiance

B. Roll Call

Board Members Present:

Sam Cason, Chair

Sisi Cooper, Vice Chair (Telephonic)

Susanne Fleek-Green, Secretary (Telephonic)

Rachel Morse, Treasurer

Mark Wiggin, Director

Bettina Chastain, Director

Jim Nordlund, Director

Guests and Staff Attendance

Present:

Arthur Miller

Andrew Laughlin

Matt Clarkson

Allan Rudeck

Tiffany Wilson

Julie Hasquet

Marty Freeman

Sean Honeman

Sean Skaling

Josh Travis

Bernie Smith, member

Michael Rovito, APA

Scarlett Masten

Mark Henspeter

Karen Griffin

Mark Henspeter

Via Teleconference:

Ky'yanna Hamilton

Todd McCarty

Debbie Gardino

David Caye

Peyton Reid

Mitchell Roth, Member

Ivan Moore, Alaska Survey
Research

- C. *Safety Minute*
Marty Freeman, Senior Manager of Safety and Security presented on Winter Driving Safety and the year-to-date safety information and responded to questions from the Board.
- D. *Energy Factoid: Safety City*
Sean Honeman, Safety Specialist presented on Safety City and responded to questions from the Board.

II. APPROVAL OF AGENDA

Director Wiggin moved, and Director Morse seconded the motion to approve the agenda. The amended motion passed unanimously.

As a friendly amendment, Director Chastain requested an executive session discussion on personnel matters.

III. PERSONS TO BE HEARD

- A. *Member Comments*
Mitchell Roth gave comments on the RPS.

IV. DIRECTOR REPORTS

- A. *Alaska Power Association (APA) Report*
Chair Cason introduced Michael Rovito, Deputy Director, APA, who provided an update on APA activities, upcoming events and responded to questions from the Board.
- B. *Board Committee Reports (Audit & Finance, Operations & Governance)*
Director Morse gave a summary of the Audit & Finance Committee meeting that preceded the Board meeting.

Director Wiggin reported that there have been no meetings since the October 11, 2023, Operations Committee Meeting and the next meeting is scheduled for December 20, 2023.

Director Fleek-Green reported that there have been no meetings since October 17, 2023, and that the next meeting would be held on January 10, 2024.

- C. *Other Meeting Reports*
Director Cason gave a summary of the Strategic Planning Meeting in November.

V. CONSENT AGENDA

- A. *Board Calendar*
- B. *Training and Conferences*
 - 1. *APA State Legislative Conference, January 30 – February 1, 2024, Juneau, AK*
 - 2. *NERCA PowerXchange, March 1 – 6, 2024, San Antonio, TX*
- C. *Minutes*
 - 1. *November 13 - 14, 2023, Regular Board of Directors' Meeting (Cacy)*
- D. *Discounting for 2024 Retail Capital Credit Payments*

E. Director Expenses

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

Chair Cason asked Director Fleek-Green and Director Cooper to designate signers. Director Fleek-Green designated Director Wiggin and Director Cooper designated Director Cason (via text)

VI. CEO REPORTS AND CORRESPONDENCE

A. Member Satisfaction Survey (Moore/Hasquet)

Julie Hasquet, Senior Manager, Corporate Communications, and Ivan Moore, Alaska Survey Research, presented on the Member Satisfaction Survey and responded to questions from the Board.

B. Rate Case Update

Matt Clarkson, Chief Legal Officer, gave an update on the Rate Case and responded to questions from the Board.

C. Eklutna Project Update

Arthur Miller, Chief Executive Officer (CEO), and Julie Hasquet, Senior Manager, Corporate Communications, gave a brief update on the Eklutna Project and upcoming scheduled meetings at the Municipality of Anchorage and responded to questions from the Board.

D. Board Policy Scheduled Tasks/Reports

The Board Policy Scheduled Tasks were provided in the meeting packets.

Arthur Miller, CEO, discussed the CEO Reports and responded to questions from the Board.

VII. UNFINISHED BUSINESS

NONE.

The Board recessed at 6:06 for dinner and reconvened in open session at 6:27 p.m.

VIII. NEW BUSINESS

A. Community Solar

Sean Skaling, Sr. Manager of Business and Sustainable Program Development, presented the Community Solar Project and answered questions from the Board.

Director Wiggin moved, and Director Morse seconded that the Board of Directors approve the attached resolution authorizing the Chief Executive Officer to move forward with execution and completion of the Project subject to the limits and conditions expressed therein. The motion passed unanimously.

B. Renewable Portfolio Standard

Director Fleek-Green presented the Renewable Portfolio Standard draft and the Board discussed changes to the language. Chair Cason polled the Directors, and it was decided to table the issue until the January 10 Governance Committee meeting.

C. Appointments to 2024 Member Advisory Council (MAC) (Board) (7:10 p.m.)*

Director Nordlund motioned, and Director Morse seconded that the Board appoint Kurt Egelhofer, Daniel Powers, and Anna Sattler to the Member Advisory Council. The motion passed unanimously.

Chair Cason appointed Director Fleek-Green as Board Liaison to the Member Advisory Committee.

D. Appointments to 2024 Bylaws Committee (Board) (7:15 p.m.)*

Director Morse moved, and Director Wiggin seconded that the Board of Directors appoint Frank Gwartney and Bernie Smith to the Bylaws Committee. The motion passed unanimously.

Chair Cason appointed Director Nordlund as Board Liaison to the Bylaws Committee.

E. Appointments to 2024 Election Committee (Board) (7:20 p.m.)*

Director Nordlund Motioned and Director Morse seconded that the Board accept Olutunde Akindipe to the Election Committee. The motion passed unanimously.

Chair Cason appointed Director Cooper as Board Liaison to the Election Committee.

F. Appointments to 2024 Nominating Committee (Board) (7:25 p.m.)*

Director Nordlund moved, and Director Morse seconded that the Board of Directors appoint Ashley Johnson to the "A" term, and Heidi Hansen and Louise Lazur to the "B" Term on the Nominating Committee. The motion passed unanimously.

Chair Cason appointed Director Chastain as Board Liaison to the Nominating Committee.

IX. EXECUTIVE SESSION

- A. Enterprise Resource Planning Project Update*
- B. Personnel Matter*

At 8:08 p.m. Director Morse moved, and Director Cooper seconded the motion that pursuant to Alaska Statute 10.25.175(c)(1), the Board of Directors go into executive session to discuss and receive reports regarding matters the immediate knowledge of which would clearly have an adverse effect on the finances of the cooperation. The motion passed unanimously.

The meeting reconvened in open session at 9:36 p.m.

X. NEW BUSINESS

NONE.

XI. DIRECTOR COMMENTS

Director comments were made at this time.

XII. ADJOURNMENT

At 9:51 p.m., Director Wiggin moved, and Director Morse seconded the motion to adjourn. The motion passed unanimously.



Susanne Fleek-Green, Secretary

Date Approved: January 24, 2024