

CHUGACH ELECTRIC ASSOCIATION, INC.

BOARD POLICY: 204

DIRECTOR MEETING FEES AND EXPENSES

I. OBJECTIVE

To provide compensation and expense reimbursement for Directors serving on Chugach Electric Association, Inc.'s ("Association") Board of Directors.

II. CONTENT

- A. **Board Meetings.** Upon approval of the Board, a "Board Meeting Fee" in the amount identified in Appendix A shall be paid to Directors for each day of attendance, or fraction thereof, at regular and special meetings of the Board ("Board Meetings"). The Board Chair shall receive an additional "Board Chair Fee" in the amount identified in Appendix A for each day of each Board Meeting compensated under this Paragraph A if the Chair performs the duties of Chair at the Board Meeting.
- B. **Committee Meetings.** Upon approval of the Board, a "Committee Meeting Fee" in the amount identified in Appendix A shall be paid to Directors for each day of attendance, or fraction thereof, at Board Committee Meetings whether standing, special, or ad-hoc. The Committee Chair shall receive an additional "Committee Chair Fee" in the amount identified in Appendix A for each day of each Committee Meeting compensated under this Paragraph B if the Chair performs the duties of Chair at the Committee Meeting.
- C. **Other Meetings and Events.** Upon approval of the Board, an "Other Meetings/Events Fee" in the amount identified in Appendix A shall be paid to Directors for each day of attendance, or fraction thereof, at: (1) meetings where a Director attends as an official Board liaison or representative ("Other Meetings"); and (2) company and community events where a Director is representing the Association in an official capacity ("Events"). Directors shall be paid a "Travel Fee (In-State)" in the amount identified in Appendix A for each day of travel to Other Meetings and Events within the state of Alaska and a "Travel Fee (Out-of-State)" in the amount identified in Appendix A for each day of travel to Other Meetings and Events outside of the state of Alaska. Travel Fees shall be limited to a maximum of two days before the first day of the Other Meeting or Event attended and one day following the end of the Other Meeting or Event.
- D. **Conferences and Education.** Upon approval of the Board, a "Conference Fee (In-State)" in the amount identified in Appendix A shall be paid to Directors representing

the Association in an official capacity for each day of attendance, or fraction thereof, at conferences and educational seminars within the state of Alaska or a "Conference Fee (Out-of-State)" in the amount identified in Appendix A for conferences and educational seminars outside of the state of Alaska ("Conferences"). Directors shall be paid a "Travel Fee (In-State)" in the amount identified in Appendix A for each day of travel to Conferences within the state of Alaska and a "Travel Fee (Out-of-State)" in the amount identified in Appendix A for each day of travel to Conferences outside of the state of Alaska. Travel Fees shall be limited to a maximum of two days before the first day of the Conference attended and one day following the end of the Conference.

- E. Compensation Limits. If more than one Board Meeting, Committee Meeting, Other Meeting, Conference, and/or Event described in sections A-D above ("Compensable Event") is held and attended by a Director on the same day, only one day's attendance fee will be paid, which shall be the highest of any applicable daily fees. If travel occurs on the same day as a Compensable Event the daily attendance fee will be paid but the travel fee will not be paid. Each day of a multi-day Compensable Event counts as a single meeting. A Director may not be compensated for more than two regular Board meetings per month and an additional 12 special Board meetings per year. Directors shall not be paid for more than 70 total days of attendance per year at Board Meetings, Committee Meetings, Other Meetings and Events; *except that*, the Board Chair may be compensated for up to 85 total days of attendance per year at Board Meetings, Committee Meetings, and Other Meetings and Events. Additionally, Directors (including the Board Chair) shall not be paid for more than 20 days of attendance per year at Conferences. For purposes of this policy the term "per year" shall mean the one-year period between the Association's annual member meetings.
- F. Expense Reimbursement. Directors shall be paid a daily allowance (per diem) for meals and incidental expenses for attendance at any Compensable Event upon submission of a business expense report. The per diem rate shall reflect the current publicized Local Meals or Proportional Meals, plus Local Incidentals rate based on location in accordance with the Defense Travel Management Office. If dinner is provided, the daily allowance shall be the Proportional Meals plus Local Incidentals rate. A reimbursable day is defined as the hours between 8:00 a.m. and 5:00 p.m. Any partial day shall be reimbursed at 75 percent of the applicable Local Meals or Proportional Meals, plus Local Incidentals rate. Expense reports shall be reviewed and approved by the Board. No expenses will be paid for spouses or other family members of Directors, or any other individuals accompanying Directors to meetings. Other non-meal and incidental expenses shall be submitted on a business expense report with receipts attached, and shall be reimbursed on the following basis:
1. Air Transportation
 - a. Directors will only be reimbursed for reasonably priced airfare, taking into consideration preferred airports, preferred arrival and departure times,

connection times, and other restrictions. First Class air travel shall not be approved for reimbursement; however, the Director may purchase first class airfare provided that the Director is only reimbursed for reasonable round-trip airfare as provided above.

b. Directors may personally retain frequent flyer awards that accrue from authorized Association travel.

c. The Board reserves the right to determine whether to reimburse individual Directors for penalties and other charges for flight cancellations or changes, taking the circumstances into account.

2. Other Transportation and Parking

a. Personal Vehicles. If a Director elects to use their personal vehicle for authorized Association travel purposes for travel distances more than 15 miles to and from their personal residence each way, the Association will reimburse Directors upon request at the mileage rate set by the Internal Revenue Service (IRS). Tolls and parking fees are also reimbursable. Parking tickets, vehicle repairs and maintenance, fines for moving violations, vehicle towing charges, or other expenses not necessary for Association travel purposes will not be reimbursed. Directors using a personal vehicle for Association travel purposes should ensure that their automobile insurance covers business travel.

b. Rental Vehicles. If use of a rental car is required for Association travel purposes, the Association will reimburse Directors for the reasonable cost of the rental car, gasoline, tolls, and parking fees. Directors must reserve an economy or standard-size vehicle. Upgrades to full-size vehicles are permissible only with advance approval by the Board Chair and if required due to the number of passengers. The Association's insurance will cover both the Director and the vehicle when a vehicle is rented for Association travel purposes. Accordingly, Directors should not purchase additional insurance coverage from the rental car company.

c. Other Ground Transportation. Directors will be reimbursed for ordinary and reasonably priced ground transportation, including buses, shuttles, taxis, and car services to and from airports or railroad stations and between the Director's hotel and other business-related locations.

3. Hotels and Lodging. The Association will reimburse the Directors for the cost of standard lodging in a reasonably priced hotel for overnight stays during authorized Association travel to a Compensable Event. Directors shall be reimbursed for lodging expenses during the Compensable Event and, taking into consideration travel distances and Director schedules, up to a maximum of two additional nights prior to the Compensable Event and one additional

night following the Compensable Event. Directors seeking reimbursement for lodging expenses must submit an itemized hotel receipt or statement which indicates that full payment has been made and contains: the name and location of the hotel or other lodging; the date or dates of the Director's stay; separately stated charges for lodging, meals, telephone, and other expenses.

4. Other Expenses. The Association will reimburse Directors for other reasonable and necessary expenses incurred during an authorized Compensable Event that do not fall under the aforementioned categories. Examples of other expenses include business supplies, tools, accessories or similar expenses, as approved by the Board.
- G. Scheduling. Directors are encouraged to make travel arrangements, including transportation and lodging, through the Association's executive office. Directors attending Conferences are expected to: 1) comply with applicable registration deadlines; and 2) avoid cancellations exposing the Association to non-reimbursable charges.

III. RESPONSIBILITIES

- A. It shall be the responsibility of the Board to interpret and ensure that the provisions of this Policy are carried out.
- B. A summary of the meeting attendance fees and other expenses of Directors shall be itemized and provided to members upon request.

Date Approved: March 26, 2025

Attested:



Susanne Fleek-Green
Secretary of the Board

CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska

SCHEDULE OF DIRECTOR FEES

Description	Effective November 1, 2023	Effective January 1, 2025	Effective January 1, 2026
Regular & Special Board Meeting Fee	\$450	\$600	\$750
Board Chair Fee	\$75	\$100	\$125
Board Committee Meeting Fee	\$392	\$483	\$575
Board Committee Chair Fee	\$32	\$63	\$95
Other Meetings/Events Fee	\$250	\$300	\$350
Conferences/Education Fee (In-State)	\$250	\$300	\$350
Conferences/Education Fee (Out-of-State)	\$350	\$350	\$350
Travel Fee (In-State)	\$250	\$300	\$350
Travel Fee (Out-of-State)	\$317	\$333	\$350

Beginning January 1, 2027, and annually thereafter:

Survey – NRECA National Directors Survey (current available) Peer Group 1 – Revenue (\$205M - \$580M), or equivalent, Average + Complexity Percentage (previous fiscal year BRU market revenue as a % of previous fiscal year total revenue) + Geographic Pay Differential (Bureau of Labor Statistics, current available), rounded.