

RESOLUTION

Annual Meeting Requirements and Limitations Considering the COVID-19 Public Health Threat

WHEREAS, on March 11, 2020, the Governor of the State of Alaska issued a Declaration of Public Health Disaster and Emergency regarding the COVID-19 outbreak;

WHEREAS, on March 18, 2020, the Board of Directors passed its Resolution 03 01 20 addressing Meeting Attendance Limitations and Requirements During the COVID-19 Public Health Threat (COVID-19 Res. No. 1);

WHEREAS, on January 28, 2021, the Mayor of Anchorage updated Emergency Order 18 restricting public gatherings with food or drink to 10 people or less and without food or drink to 15 people or less;

WHEREAS, the Declaration of Public Health Disaster and Emergency expired on February 14, 2021, and it is uncertain whether a new Declaration will be issued by the Legislature;

WHEREAS, federal, state, and local authorities continue to treat COVID-19 as a very serious public health threat;

WHEREAS, the State's COVID-19 vaccine distribution plan is progressing, but large portions of the public remain unvaccinated;

WHEREAS, limiting in-person attendance at any meeting of the Association during the COVID-19 emergency, including this year's annual membership meeting, is required by and consistent with the Mayor's Emergency Order 18;

WHEREAS, limiting in-person attendance at Association meetings during the COVID-19 emergency, including the annual membership meeting, is also consistent with Article IV, Section 6 of Chugach's Bylaws, which grants the Board of Directors the "power to make, adopt and enforce such policy, rules and regulations, not inconsistent with law, the articles of incorporation, or these bylaws, as it may deem advisable for the management of the affairs and business of the Association, for the protection of its investment, and for the interest and welfare of the members thereof."

WHEREAS, the Board of Directors believe that good corporate social responsibility dictates that in-person attendance should not be encouraged at this year's annual meeting in order to avoid the unnecessary risk of exposing Association members to COVID-19;

WHEREAS, Chugach's bylaws allow the annual election results to be announced through a virtual annual meeting and members will be offered the opportunity to participate in the election by voting beginning on April 16, 2021 to May 14, 2021 for paper ballots, or until May 18, 2021 for online voting; and

WHEREAS, the Board of Directors intend to limit business conducted at the virtual annual meeting to that of announcing election results and believe that, under these emergent circumstances, adequate participation for that limited purpose can be achieved through a virtual platform.


NOW, THEREFORE, BE IT RESOLVED, the Association's annual membership meeting shall be conducted through a virtual platform;

BE IT FURTHER RESOLVED, that pursuant to Article III, Section 5 of the Association's Bylaws, business conducted at the virtual annual membership meeting shall be limited to announcing the results thereof; and

BE IT FINALLY RESOLVED, that the Chief Executive Officer is authorized to take any and all necessary steps to ensure compliance with the requirements and limitations contained in this Resolution.

I, James Henderson, do hereby certify that I am the Secretary of Chugach Electric Association, Inc., an electric non-profit cooperative membership corporation organized and existing under the laws of the State of Alaska: that the foregoing is a complete and correct copy of a resolution adopted at a meeting of the Board of Directors of this corporation, duly and properly called and held on the 24th day of February 2021; that a quorum was present at the meeting; that the resolution is set forth in the minutes of the meeting and has not been rescinded or modified.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of this corporation on the 24th day of February 2021.


Secretary