



RESOLUTION

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Meeting Attendance Limitations and Requirements During the COVID-19 Public Health Threat

WHEREAS, a novel coronavirus, COVID-19, was first detected in Wuhan City, Hubei Province, China in December 2019. Outcomes from contracting COVID-19 have ranged from mild to severe illness, and in some cases death. The Center for Disease Control and Prevention (CDC) considers COVID-19 to be a very serious public health threat;

WHEREAS, on January 30, 2020, the World Health Organization (WHO) declared the outbreak of COVID-19 as a Public Health Emergency of International Concern, advising countries to prepare for the containment, detection, isolation and case management, contact tracing and prevention of onward spread of the disease;

WHEREAS, on January 31, 2020, United States Health and Human Services Secretary Alex M. Azar II declared the COVID-19 outbreak to be a public health emergency for the United States;

WHEREAS, as of March 18, 2020, WHO is reporting 179,111 global confirmed cases of COVID-19 and the CDC is reporting 7,038 confirmed cases of COVID-19 in the United States, with those numbers increasing daily;

WHEREAS, the Commissioner of the Department of Health and Social Services for the State of Alaska has certified that it is highly probable that an outbreak of COVID-19 will occur in Alaska in the near future;

WHEREAS, the Chief Medical Officer for the State of Alaska, Dr. Anne Zink, issued Health Alerts on March 10, 2020, and March 16, 2020, with recommendations intended to prevent or slow the spread of COVID-19, including recommendations to attend meetings electronically and avoid crowds and mass gatherings (Alaska Health Alerts);

WHEREAS, on March 11, 2020, the Governor of the State of Alaska, Mike Dunleavy, issued a Declaration of Public Health Disaster and Emergency in order to provide assistance in responding to the COVID-19 public health threat (Governor's Disaster Order);

WHEREAS, six cases of COVID-19 have been confirmed in the State of Alaska as of March 18, 2020;

WHEREAS, on March 16, 2020, the Mayor of the Municipality of Anchorage issued a Proclamation of Additional Emergency Order EO-01 In Response to COVID-19, which ordered that numerous facilities and establishments be closed to the public and banned large events and gatherings of fifty



people or more within the Municipality of Anchorage until March 31, 2020 (Mayor's Emergency Order);

WHEREAS, on March 16, 2020, the White House released the President's Coronavirus Guidelines for America, which recommends avoiding social gatherings in groups of more than 10 people;

WHEREAS, on March 17, 2020, Governor Dunleavy issued a COVID-19 Health Mandate, which ordered the closure of entertainment and dine-in facilities with the goal of minimizing in-person interaction in enclosed spaces thereby mitigating the potential transmission of COVID-19 (Governor's Health Mandate);

WHEREAS, the Chugach Board of Directors believe that regular, special, and committee meetings (board and committee meetings) should be limited in number, size, and scope during the COVID-19 public health threat;

WHEREAS, the Chugach Board of Directors believe that limiting in-person attendance at any board and committee meetings held during the COVID-19 outbreak is required by the Mayor's Emergency Order and consistent with the Governor's Disaster Order and Health Mandate, the Alaska Health Alerts, and the President's Coronavirus Guidelines; and

WHEREAS, the Chugach Board of Directors believe that limiting in-person attendance at any board and committee meetings held during the COVID-19 outbreak 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."

NOW, THEREFORE, BE IT RESOLVED, the Board of Directors shall only convene board and committee meetings to consider matters that are deemed critical to the continued operation of the Association at this time;

BE IT FURTHER RESOLVED, any board and committee meetings of the Board of Directors that must be held shall be limited to less than fifty in-person attendees in the Chugach boardroom at one time;

BE IT FURTHER RESOLVED, for any such meetings, Chugach management shall endeavor to make additional rooms available at Chugach's headquarters as necessary to accommodate member attendees exceeding the fifty person limit, which such overflow facilities shall be equipped with electronic media capable of broadcasting the board meetings into those rooms in real time;

BE IT FURTHER RESOLVED, to allow for participation by members that wish to attend meetings in person, the Board of Directors shall endeavor to attend regular and special board meetings through electronic or telephonic means whenever possible;



BE IT FURTHER RESOLVED, Directors that do not attend regular or special board meetings in person during the effective period of this Resolution shall be considered “unable to attend in person due to Association business” pursuant to Article V, Section 7 of the Bylaws, and such electronic attendance shall not be counted towards the annual electronic attendance limitations contained in Article V, Section 7(a) of the Bylaws;

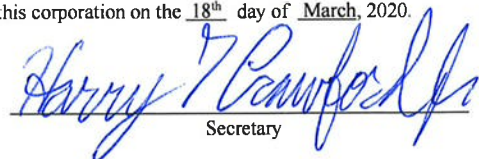
BE IT FURTHER RESOLVED, that the Chief Executive Officer is authorized to take necessary steps to ensure compliance with the in-person meeting attendance limitations contained in this Resolution;

BE IT FINALLY RESOLVED, that this Resolution shall remain in effect until 11:59 P.M. on Thursday, April 30, 2020, unless further extended by the Board of Directors.

CERTIFICATION

I, Stuart Parks, 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 18th day of March, 2020; 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 18th day of March, 2020.


Secretary