



03 01 20

## RESOLUTION

### **Board Meetings, Director Travel, and Director Expenses During COVID-19 Public Health Threat**

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 Resolution);

WHEREAS, on March 20, 2020, the Mayor of the Municipality of Anchorage issued a Proclamation of Emergency "Hunker Down" Order EO-03 requiring individuals to stay at home as much as possible and for all non-critical business to close their premises;

WHEREAS, the Board of Directors acknowledge that this is a dynamic situation that must be evaluated on a day-to-day basis as conditions and requirements evolve;

WHEREAS, the Board of Directors acknowledges that the Association must at all times act in a manner that complies with any and all state and local governmental orders; and,

WHEREAS, the Board of Directors also believes that, in recognition of the need to cut costs and promote the sustainable operation of the Association during this time of economic hardship, Director travel for Association business should be suspended and Director expenses should be limited during the COVID-19 public health threat.

NOW, THEREFORE, BE IT RESOLVED, the Board of Directors shall conduct meetings consistent with both its COVID-19 Resolution and all relevant state and local governmental orders. To the extent a conflict or discrepancy arises, the more restrictive gathering requirements and limitations shall be followed;

BE IT FURTHER RESOLVED, all Director travel for Association business shall be suspended during the COVID-19 public health threat;

BE IT FURTHER RESOLVED, Director expenses shall be limited to the largest extent reasonably possible and reimbursement shall only occur for costs deemed necessary to perform essential Director duties during the COVID-19 public health threat;

BE IT FURTHER RESOLVED, the Chair of the Board of Directors shall be responsible for determining whether Director costs qualify for reimbursement under this Resolution;



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

BE IT FINALLY RESOLVED, 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 25th 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 25th day of March, 2020.

A handwritten signature in blue ink, appearing to read "Stuart Parks", is written over a horizontal line. Below the line, the word "Secretary" is printed.

Secretary