

**CHUGACH ELECTRIC ASSOCIATION, INC.
Anchorage, Alaska**

**January 10, 2024
Wednesday**

Immediately Following the Operations Committee Meeting

GOVERNANCE COMMITTEE MEETING

Recording Secretary: Heather Slocum

I. CALL TO ORDER

Chair Fleek-Green called the Governance Committee meeting to order at 6:43 p.m. in the boardroom of Chugach Electric Association, Inc., 5601 Electron Drive, Anchorage, Alaska.

A. Roll Call

Committee Members Present:

Susanne Fleek-Green, Chair
Rachel Morse, Vice Chair
Mark Wiggin, Director
Sam Cason, Director
Bettina Chastain, Director

Board Members Present:

Sisi Cooper, Director
Jim Nordlund, Director

Guests and Staff Attendance Present:

Arthur Miller	Kate Ayers	Bill Herman, Member
Andrew Laughlin	Scarlett Masten	
Allan Rudeck	Trish Baker	
Sherri Highers	Emily Mueller	
Matthew Clarkson	Bernie Smith, Member	

Via teleconference:

Sandra Cacy	Shaina Kilcoyne, Member	Jenny Stryker, Member
David Caye	Geroge Donart, Member	Brad Authier, Member
Aurora Roth, Member	Kim Henkel, MEA	Sara Nabirye, Member
Julian Ramirez, Member	Jim Henderson, Member	Mitchell Roth, Member

II. APPROVAL OF THE AGENDA

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

III. APPROVAL OF MINUTES

Director Morse moved, and Director Cason seconded the motion to approve the October 17, 2023, Governance Committee meeting minutes. The motion passed unanimously.

IV. PERSONS TO BE HEARD

A. Member Comments

Chugach member Bill Herman gave comments on the gas supply.

Chugach members Bernie Smith, Jenny Marie Stryker and Brad Authier gave comments on the RPS.

V. UNFINISHED BUSINESS

None.

VI. NEW BUSINESS

A. Member Committees: Status

Scarlett Masten, Sustainability, Key Accounts & Document Control Specialist presented an update on member committees and responded to questions from the Committee.

B. Potential Bylaw Changes

The Committee discussed potential changes to the Board Compensation Bylaw and Policy. It was decided to table the discussion until the Regular Board of Directors' Meeting on January 24, 2024.

No motion was made at this time.

C. Legislative Priority Overview and Communications

Trish Baker, Government & Business Affairs Manager presented on the Legislative Priority Overview and Communications and responded to questions from the Committee.

D. Resolution: Renewable Portfolio Standard

Chair Fleek-Green presented the draft Renewable Portfolio Standard (RPS) and the Committee discussed. It was decided to continue the discussion at the Regular Board of Directors' Meeting to be held on January 24, 2024.

No motion was made at this time.

Director Cooper left the meeting at 8:13 p.m.

Director Cooper arrived online at 8:23 p.m.

VII. EXECUTIVE SESSION

None.

VIII. NEW BUSINESS

None.

IX. DIRECTOR COMMENTS

Director comments were made at this time.

X. ADJOURNMENT

At 9:30 p.m., Director Cason moved, and Director Morse seconded to adjourn. The motion passed unanimously.