

CHUGACH ELECTRIC ASSOCIATION, INC.

BOARD POLICY: 204

DIRECTOR MEETING FEES AND EXPENSES

I. OBJECTIVE

To provide for reimbursable fees and expenses to Association Directors in accordance with Article IV, Section 9 of the Association's Bylaws for attendance at regular or special Board, Board Committee, Member Committee and other meetings; conferences; training programs; or when otherwise representing the Association in the Director's official capacity as a member of the Board of Directors. Meetings, conferences, training programs, or other events shall be placed into two categories in this Policy.

II. CONTENT

- A. Upon approval of the Board, an attendance fee of \$300 for each day, or for each fraction thereof, and reasonable out-of-pocket expenses, will be paid to Directors for regular and special meetings of the Board within the State of Alaska. Attendance at Board committee meetings, Board retreat meetings and Board training meetings shall be included in this category. Directors shall be paid \$350 for each day the Director attends meetings outside the State of Alaska. The Board Chair shall receive an additional \$50 per day for each day of each meeting compensated under this Paragraph if the Chair performs the duties of Chair at the meeting. If more than one meeting is held the same day, only one day's meeting attendance fee will be paid.

Each day of a multi-day meeting 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. The total compensated meetings shall not exceed 70 meetings per year for a Director, and 85 meetings per year for the Board Chair.

- B. Upon approval of the Board, an attendance fee of \$200 for each day, or for each fraction thereof, and reasonable out-of-pocket expenses, will be paid to Directors for attendance at meetings other than regular and special meetings of the Board, as identified in A, above, within the State of Alaska. Meetings to be compensated under this Paragraph shall include, but is not limited to, Ad-hoc committee meetings, member committee meetings (Bylaws, Nominating, Elections, Renewable Energy) official liaison meetings (Alaska Power Association, Alaska Railbelt Cooperative Transmission and Electric Company), and company and community events. Directors shall be paid \$350 for each day the Director attends meetings of this category outside the State of Alaska. If more than one meeting is held the same day,

only one day's meeting attendance fee will be paid. Each day of a multi-day meeting of this category counts as a single meeting.

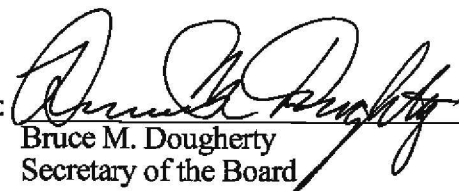
- C. Directors will be paid a meeting attendance fee of \$200 or \$300 for each day of travel to and from meetings as described above. Directors will not be paid for any travel days that would not normally be required to attend a meeting.
- D. Upon request, a cash advance may be secured prior to travel, not to exceed \$350 per day.
- E. Directors shall be reimbursed for all legitimate expenses for attendance at meetings authorized under this Policy upon submission of a detailed Business Expense Report, with receipts attached as appropriate. 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. Travel and related expense shall be reimbursed on the following basis:
 - 1. If commercial air travel is available, then regardless of the method of travel used, reimbursement shall be for the expenses actually incurred, but shall not exceed reasonable round-trip airfare taking into consideration the Director's schedule. It is preferred that all air travel arrangements be made through the Office of the Chief Executive Officer or, in the alternative, by a Director using the Association's "EasyBiz" account on any flight scheduled with Alaska Airlines. Absent a request by a Director, air travel arrangements made by the Office of the Chief Executive Officer will not require a Director to commence travel between the hours of 9 p.m. through 7 a.m. local time, at the point of departure.
 - 2. First-class air travel shall not be approved for payment; however, the Director may travel first-class provided that the Director is only reimbursed for reasonable round-trip airfare at reasonable times, taking into consideration the Director's schedule.
 - 3. If a Director elects to travel to any meeting by personal automobile, the Director may submit a request for mileage reimbursement for travel distances of no less than 15 miles to and from his or her personal residence "each way" which shall be at the current rate established by the Internal Revenue Service. Reimbursement for travel by personal automobile shall not exceed the cost of round-trip airfare by the most economical means under the circumstances. Directors are encouraged to pool vehicles whenever possible.
- F. Directors wishing to attend seminars, conferences or other events are expected to: 1) comply with the registration deadlines posted on the Board's agenda; and, 2) avoid cancellations exposing the Association to unreimbursable 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: May 25, 2016

Attested:


Bruce M. Dougherty
Secretary of the Board