

CHUGACH ELECTRIC ASSOCIATION, INC.

Anchorage, Alaska

April 28, 2005

ANNUAL MEMBERSHIP MEETING

MINUTES

Chairman of the Board H.A. "Red" Boucher convened the 55th Annual Membership Meeting of Chugach Electric Association, Inc., at 7:00 p.m. at the Egan Convention Center, in Anchorage, Alaska.

The following board members were present:

H.A. "Red" Boucher	-	Chairman of the Board
Bruce Davison	-	Vice Chairman
Pat Jasper	-	Secretary
Chris Birch	-	Director
Sam Cason	-	Director
David Cottrell	-	Director

The following participants in the program were present:

Joe Griffith	-	Chief Executive Officer
Tom Tibor	-	Master Election Judge
Yvonne Hall	-	Nominating Committee Chair
Jason Brune	-	Bylaws Committee Chair
Carol Johnson	-	Parliamentarian

I. CALL TO ORDER AND WELCOME

Red Boucher, Chairman of the Board of Directors, called the 2005 Annual Meeting to order at 7:00 p.m. and opened by leading the audience in the Pledge of Allegiance to the flag of the United States of America. Following the Pledge, Courtney Davison sang the Alaska Flag Song.

Chairman Boucher made introductions of the head table and visiting directors and managers from other co-ops. All members in attendance were encouraged to sign in at the registration table in order to establish a quorum.

II. REPORT OF QUORUM

At 7:15 p.m., Tom Tibor, Master Election Judge, reported that 208 members had registered as of that time. With the quorum being 50, a quorum was present for the meeting.

III. PROOF OF PUBLICATION OF THE ANNUAL MEETING

As required by the Bylaws, during the week of March 28 each Chugach member was mailed an election packet that contained voting materials and information on the Annual Meeting.

Notices announcing the time and date of the Annual Meeting appeared in the Chugach Outlet and on Chugach's website, as well as in several editions of the Anchorage Daily News.

IV. APPROVAL OF MINUTES OF THE 2004 ANNUAL MEETING

The minutes of the 2004 Annual Meeting had been distributed to the members. A motion was made and seconded to waive the reading of the minutes. The motion passed unanimously and the minutes were approved as written.

V. NOMINATING COMMITTEE REPORT

Yvonne Hall, Chair of the Nominating Committee, explained the process for selecting the candidates for directors. She expressed appreciation to all of the committee members.

VI. BYLAWS COMMITTEE REPORT

Jason Brune, Chair of the Bylaws Committee, explained the proposed changes to the Bylaws. He also expressed his appreciation to the members of the committee as well as the Board liaison and Chugach legal staff.

VII. ELECTION COMMITTEE REPORT

Master Election Judge Tom Tibor explained the voting procedures and date of record for this election. He also expressed appreciation for the work of the committee members.

VIII. CANDIDATE STATEMENTS

Each candidate for the Board of Directors was introduced and given two minutes to speak. Those candidates were:

H.A. "Red" Boucher
Sam Cason
Alan Christopherson
Pat Jasper
Uwe Kalenka
Mark Smith
Elizabeth Vazquez

➤ **DOOR PRIZE DRAWINGS**

IX. CLOSE OF REGISTRATION AND VOTING

At 7:50 p.m., Chairman Boucher announced that registration and voting would officially close in 15 minutes. He announced a short recess in order to allow members additional time to register and vote. The meeting reconvened at 8:05 p.m.

➤ DOOR PRIZE DRAWINGS

X. QUORUM UPDATE

Master Election Judge Tom Tibor reported that a total of 214 members had registered by the close of registration.

XI. CHAIRMAN AND CHIEF EXECUTIVE OFFICER'S REPORT

Chairman Boucher and CEO Griffith jointly delivered a report going over Chugach's accomplishments and challenges for the past year.

XII. TREASURER'S REPORT

Director David Cottrell delivered the Treasurer's report along with a PowerPoint presentation highlighting Chugach's finances over the past year.

XIII. NEW BUSINESS

There was no new business.

XIV. REPORT OF ELECTION RESULTS

Master Election Tom Tibor announced the results of the election:

62,380	Total ballots mailed
9,985	Total mail ballot envelopes received
9,605	Valid mail ballot envelopes
380	Invalid mail ballot envelopes
214	# Members registered at annual meeting
76	In-person ballots cast
9,681	Total number of ballots cast

Results of the ballot count were as follows:

Director Candidates:

H.A. "Red" Boucher	3,570
Samuel Cason	2,946
Alan Christopherson	5,412
Patricia Jasper	3,343
Uwe Kalenka	4,875
Mark Smith	1,798
Elizabeth Vazquez	5,724

Alan Christopherson, Uwe Kalenka, and Elizabeth Vazquez were elected to three-year terms.

Proposed Bylaw Amendments:

"Elimination of Requirement to Make and Save Electronic Recordings of Board meetings and to Prepare Verbatim Transcripts":

Yes	-	3,334
No	-	5,557

The proposition failed.

"Elimination of Prohibition on Compensating Standing and Ad Hoc Committee Members":

Yes - 3,324

No - 5,514

The proposition failed.

"Elimination of Requirement for a Member Advisory Council":

Yes - 3,158

No - 5,676

The proposition failed.

XV. VOTING PRIZE DRAWINGS

Winners' names were drawn from the ballot envelopes for the following grand prizes:

- \$500 Travel gift certificate
- \$300 Safeway gift card
- \$100 Gift of Light

XVI. QUESTIONS/COMMENTS

CEO Griffith responded to questions and comments. There were questions from the audience regarding candidate statements, director eligibility, campaign funding, employee salary and compensation, and broadband technology.

XVII. ADJOURNMENT

The meeting was adjourned at 8:50 p.m.