



MINUTES OF THE ANNUAL MEETING
March 1, 2012
Frontier Building, 3rd Floor Conference Room
Anchorage, Alaska

CALL TO ORDER 10:05 a.m. (Chairman Schikora)

**ROLL CALL
MEMBERS PRESENT**

Rick Schikora and Brian Newton (GVEA); Bradley Evans and Doug Robbins (Chugach); Joe Griffith and Janet Kincaid (MEA); Brad Janorschke (Homer Electric); Willard Dunham and John Foutz (City of Seward)

**TELEPHONICALLY
PRESENT**

Deb Debnam (Homer Electric)

OTHERS PRESENT

Mark Johnson (Counsel), Jim Strandberg (AEA), Steve Haagenson, Jim Nordland, Harry Crawford, and Lee Thiebert (Chugach); David Glines, Cheryl Heinze, Wes Lindsey and Suzie Deuser (MEA)

ACCEPTANCE OF AGENDA – (Schikora) Change original agenda to be Call to Order, Roll Call, Bylaw Amendment Change, and Adjournment.

Bylaw Change Article III, Section 3: and Article III, Section 3

- (Robbins/Dunham): motion to accept Robbins Bylaw Change Article III, Section 3; Article VI, Section 1 and Section 6. Discussion included language changes to hire a Chief Executive Officer and the funding necessary to remunerate a CEO.
- (Newton/Griffith): motion to revise the proposed Bylaw Change to: After the Board of Directors makes a determination, then the CEO should not be a member or an employee of any member co-op.
- (Dunham/Newton): Friendly Amendment to Amendment of the Bylaws be revised to: Once the Board makes a determination that the CEO should not be a member of the Board or an employee of a member co-op, and no later than January 1, 2013, then the chief executive officer may not be a member of the Board of Directors nor an employee of a member of the cooperative. (Dunham/Newton): motion to accept friendly amendment as modified. CARRIED

NEW BUSINESS

A. Bylaw Change Article III, Section 6

- (Schikora) Suggestion to review and amend at next annual meeting Article III, Section 6 on 3rd line omit the words "and of the nominating committee."

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NEXT MEETING: Call of the Chair.

ADJOURNMENT: 11:05 a.m.