

**GOLDEN VALLEY ELECTRIC ASSOCIATION, INC.
BOARD OF DIRECTORS'
MEETING MINUTES**

**January 21, 2019
Fairbanks, Alaska**

	<p>The regular meeting of the Board of Directors of Golden Valley Electric Association, Inc. was held in the Employee/Board Meeting Room in the Operations Building on January 21, 2019.</p>
PRESENT	<p><u>Directors:</u> Rick Schikora, Chairman; Tom DeLong, Vice Chairman; Bill Nordmark, Treasurer; Chris Bunch; Gary Newman (<i>via Skype</i>) and Dave Messier.</p> <p><u>Excused Absence:</u> John Sloan.</p> <p><u>Staff:</u> Cory Borgeson, President & CEO; John Burns, Vice President & General Counsel; Ron Woolf, Vice President Finance & CFO; Gary Betsill, Vice President Operations; Leo Quiachon, Vice President Engineering; Bill Kirkenir, Acting Vice President Power Supply; Dan Bishop, Manager of Engineering Services; Sarah Rixie, Controller; Rich Piech, Operations Manager; Chase Rixie, Engineering II; Alex Olesen, Right-of-Way Superintendent; Tim DeMarre, Energy Efficiency Engineer; and Susan Redlin, Executive Administrative Assistant.</p> <p><u>Members:</u></p> <p>District 1: Tristan Glowa, Hal Salerno and George Salmon.</p> <p>District 2: Mike Craft, Jimmy Fox, Jr., Mike Musick and Richard Theilmann.</p> <p>District 3: Alison Carter.</p> <p>District 4: Patricia R. Lee.</p> <p>District 5: Mark Oppe and Mike Prax.</p> <p><u>Guests:</u> Alyssa Crawford (address in District 1); Nick Moser (address in District 2) and Liz Greig (address in District 4).</p>
CALL TO ORDER	<p>Chairman Schikora called the meeting to order at 5 p.m.</p>
EXECUTIVE SESSION	<p>At 5:01 p.m., without objection, the board convened into executive session to discuss legal and financial issues (Operations Agreement Local 1547; Healy Unit 1: Life Extension Feasibility Study; Renewable Energy Credits and Attorney Reports), the immediate knowledge of which could have an adverse impact on GVEA.</p>

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EXECUTIVE SESSION (Continued)	<p>At 6:21 p.m. Messrs. Woolf, Quiachon, Bishop, Rixie and DeMarre and Ms. Rixie departed.</p> <p>At 6:36 p.m., without objection, the board came out of executive session and Chairman Schikora declared a break.</p>
RECONVENE THE MEETING	<p>At 6:45 p.m., Chairman Schikora reconvened the meeting; members and guests joined the meeting.</p>
SAFETY MOMENT	<p>Mr. Messier spoke about propane safety.</p>
MEMBER COMMENTS	<p>Mr. Musick's comments addressed the proposed Carbon Reduction Goal Policy; he would prefer an increase in the reduction goal percentage.</p> <p>Mr. Glowa echoed Mr. Musick's comments; looks forward to seeing the strategies to achieve the carbon reduction goal; spoke in favor of a unified Railbelt, and in support of Eco Green Generation's proposal.</p> <p>Mr. Salmon urged the Board to read <u>Drawdown: The Most Comprehensive Plan Ever Proposed to Reverse Global Warming</u>; spoke in favor of more renewables; and echoed Mr. Musick's comments.</p> <p>Ms. Lee asked that GVEA consider creating a sub-cooperative to address the air quality conditions in Fairbanks and North Pole.</p> <p>Ms. Greig spoke in support of Mike Craft and his proposed projects.</p> <p>Ms. Crawford asked GVEA to pursue providing broadband services.</p>
APPROVAL OF THE AGENDA AND ADOPTION OF THE CONSENT AGENDA	<p>Chairman Schikora added the proposed Carbon Reduction Goal Policy to the Agenda as Item 7.4.</p> <p>Mr. Nordmark moved to approve the amended Agenda and adopt the Consent Agenda. Mr. Messier seconded the motion; the motion passed.</p> <p>The Consent Agenda included:</p> <ul style="list-style-type: none"> • Approval of the December 10, 2018 Regular Board Meeting Minutes. • Review of the Safety Officer's December 2018 Report. • Setting Dates of Records: <ul style="list-style-type: none"> ○ 2019 Annual Meeting Notice: March 8, 2019.

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APPROVAL OF THE AGENDA AND ADOPTION OF THE CONSENT AGENDA (Continued)	<ul style="list-style-type: none"> ○ Mail Ballots for 2019 Director Elections: April 19, 2019. ○ 2019 Annual Meeting Notice: May 2, 2019.
REVIEW THE 2018 RIGHT-OF-WAY MAINTENANCE REPORT	<p>Mr. Olesen gave an overview of the 2018 Right-of-Way Maintenance Report. The board asked questions, which Mr. Olesen answered.</p> <p>Mr. Nordmark moved to let the record reflect that the board reviewed the 2018 Right-of-Way Maintenance Report. Mr. Bunch seconded the motion; the motion passed.</p> <p>At 7:21 p.m., Messrs. Betsill, Piech and Olesen departed the meeting.</p>
APPROVE THE AGREEMENT COVERING TERMS AND CONDITIONS OF EMPLOYMENT BETWEEN GVEA AND LOCAL IBEW FOR JANUARY 2019 – DECEMBER 31, 2021	<p>Mr. Bunch moved to approve the Agreement Covering Terms and Conditions of Employment Between GVEA and Local IBEW for January 1, 2019 through December 31, 2021. Mr. DeLong seconded the motion; the motion passed.</p>
ACCEPT ANNUAL MEETING COMMITTEE RECOMMENDATIONS FOR THE 2019 ANNUAL MEMBERS' MEETING	<p>As Chair of the Annual Meeting Committee, Mr. Newman moved to accept the Annual Meeting Committee recommendations for the 2019 Annual Members' Meeting; the motion passed.</p>
CARBON REDUCTION GOAL POLICY	<p>Mr. DeLong moved to approve the proposed Carbon Reduction Goal Policy. Mr. Bunch seconded the motion. Following discussion, the motion passed.</p> <p>At 7:32 p.m., Messrs. Craft and Musick departed the meeting.</p>
ONGOING REPORTS	<p>ARECA INSURANCE EXCHANGE – Mr. Schikora reported that the ARECA Insurance Exchange Board of Trustees met on December 12 and 13, 2018.</p>

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ONGOING REPORTS (Continued)	<p>At 7:34 p.m., Messrs. Glowa and Salerno and Mesdames Carter and Crawford departed the meeting.</p> <p>ARCTEC – Mr. DeLong reported on the ARCTEC meeting held on January 16, 2019.</p> <p>BOARD CALENDAR – The board reviewed its calendar.</p> <p>MAC REPORT – Mr. DeLong reported on the January 9, 2019 MAC meeting.</p>
BREAK	<p>At 7:59 p.m., Chairman Schikora declared a break. The meeting resumed at 8:11 p.m.</p>
MANAGEMENT REPORTS	<p>CEO REPORT – Mr. Borgeson gave updates on the status of the CPCN for the TRANSCO; the Bradley Lake O & M Agreement; the 2019 APA Legislative Conference; the Eco Green proposal; 2019 leadership training for GVEA employees, and GVEA's Wage Continuation Plan.</p> <p>PROGRESS REPORTS – Progress Reports, used for management purposes, were include in the board packet; various board members asked questions.</p>
DIRECTOR COMMENTS	<p>Mr. Newman's written comments were included in the board packet. He reported that he attended a CFC webinar on embezzlement, and he will be attending an APA Scholarship Committee meeting.</p> <p>Mr. Messier commented on the Energy Reliability Council of Texas and the growing wind industry; the Healy Life Extension Feasibility Study; voter-lead initiatives to reach certain renewable levels by certain dates; and commended GVEA on its right-of-way clearing.</p> <p>Mr. Bunch said he would be interested to see what it would cost for GVEA to reach 50 and 100 percent renewables by 2050. He also requested an update on the status of the IGU.</p> <p>Mr. DeLong commented on management's progress reports. He also requested that board meetings not be scheduled on a federal holiday, if possible.</p>

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DIRECTOR COMMENTS (Continued)	Mr. Schikora comments were related to articles in the Fairbanks Daily News-Miner; differences in the costs of switching from #1 and #2 fuel oil; the need to educate GVEA members on PM 2.5 issues; and that GVEA has been promoting energy conservation since the 1970s.
ADJOURNMENT	At 8:43 p.m., without objection, Chairman Schikora declared the meeting adjourned.



Rick Schikora, Chairman



John Sloan, Secretary



Susan K. Redlin, Recording Secretary

