

MATANUSKA ELECTRIC ASSOCIATION, INC.
PALMER, ALASKA

The 80th Annual Membership Meeting of Matanuska Electric Association, Inc. was called to order by Board President Bob Doyle, at 6:00 p.m. on Tuesday, April 26, 2022 at the Curtis D. Menard Memorial Sports Center in Wasilla, Alaska.	CALL TO ORDER
President Doyle welcomed members and other guests and invited the audience to rise for the presentation of colors by the Colony High School JROTC. Following the presentation of colors, Mr. Doyle led the assembly in the pledge of allegiance to the flag of the United States of America and invited the audience to remain standing for the National Anthem performed by Palmer High School student Keegan Gerkin.	PLEDGE OF ALLEGIANCE
Announcements were made by Chief Executive Officer Tony Izzo where he thanked those in attendance at MEA's first meeting held both in person and virtually. He also provided information about safety, medical assistance, sergeant-at-arms, member comments, 2021 draft minutes, Zoom etiquette, closing of registration and silencing cell phones.	GENERAL ANNOUNCEMENTS
President Doyle introduced those seated on stage: Peter Burchell, Vice President; Bill Kendig, Secretary-Treasurer; Kit Jones, Director; Dan Tucker, Director; Mark Hamm, Director; Mark Masteller, Director; and Tony Izzo, Chief Executive Officer.	INTRODUCTIONS
He then introduced those seated below the stage: Andy Leman, Parliamentarian, Dawn Baham, Board Secretary and thanked committee members whose names were listed on the reverse side of the program.	
President Doyle stated the next item of business was Approval of the Agenda and requested a motion from either the audience by raising their voting card or Zoom participants by pressing the 'raise hand' icon. Mr. Doyle stated there was a motion made and seconded to approve the agenda and that due to Zoom limitations, members in person and on Zoom will only be voting by objection which is allowed per Roberts Rules of Order. He then directed those opposed to the motion to raise their cards or if on Zoom to press their 'raise hand' icon. With only two opposed, President Doyle declared the motion CARRIED.	AGENDA APPROVED
Next on the agenda, President Doyle stated was Certification of Quorum and reported that 118 members were registered in-person and 306 members were online, for a total of 414 members prior to 6:00 p.m., therefore, a quorum was established.	CERTIFICATION OF QUORUM
President Doyle then called upon Secretary-Treasurer Bill Kendig to certify that proper Annual Meeting Notice had been given. Director Kendig certified that on March 14, 2022, the notice of the meeting was mailed to each qualified member in accordance with the Bylaws of the Association, a copy of which will be attached to and made a part of these minutes.	CERTIFICATION OF NOTICE GIVEN
President Doyle stated the next item of business on the agenda was Approval of Minutes. Mr. Doyle stated there was a motion made and seconded to dispense with the reading of the minutes and to approve the 2021 Annual Membership Meeting minutes as presented. He then directed those opposed to the motion to raise their cards or if on Zoom to press their 'raise hand' icon. With only one opposed, President Doyle declared the motion CARRIED.	2021 ANNUAL MEMBERSHIP MEETING MINUTES CARRIED
The next item of business on the agenda was the Report on Election Procedures. Election Overseer Crystal Stanley with Fosselman & Associates explained MEA's election procedures. In addition, she explained the steps taken to ensure the security of the paper ballots and electric voting until counted at today's meeting.	REPORT ON ELECTION PROCEDURES
Next on the agenda were Candidate Speeches. Christian Hartley and Arthur Keyes running for the At-Large seat and Lee Cruise, Mark Hamm, Paul Park and Robert Seitz running for the Eagle River district seat were each allotted up to 5 minutes to address the membership.	CANDIDATE SPEECHES
The next item of business on the agenda was Restated Bylaws Summary. Parliamentarian and Bylaw Committee legal advisor Andy Leman provided a high-level summary on the proposed revisions to MEA's Restated Bylaws and stated these included reorganization of sections to be more accessible, particularly with election procedures; language was modernized to increase understandability; changes were incorporated into the Bylaws to make them consistent with Alaska law/statutes; language was updated to allow for more electronic participation; Board member qualifications, requirements and vacancy procedures were updated; and definitions were added for key terms that were undefined in the past.	RESTATED BYLAWS SUMMARY
President Doyle stated the next item of business on the agenda was the President and Chief Executive Officer's Report. Mr. Izzo and Mr. Doyle shared a 2021 summary of achievements and some of the challenges MEA faced in early 2022. They highlighted the exemplary work of MEA line crews and employees during the Mat-Su windstorm in January as well as the Hiland Road avalanche in late March. Additionally in 2021, even with global supply chain shortages, MEA upgraded infrastructure, substations and replaced aging cables and poles. Mr. Izzo reported	PRESIDENT AND CEO'S REPORT 2021 HIGHLIGHTS

that in 2021, MEA launched a study to identify a route for a 20-mile long transmission line and two new substations to serve the growing communities from Fishhook through Tanaina to Meadow Lakes. The study concluded in March and a Decisional Document was submitted to the Mat-Su Borough in early April with our proposed transmission line route. Once approved, the project will take several years to complete. Mr. Doyle added that MEA continues to work with Chugach Electric on our power pooling effort to share our generation resources. Additionally, considerable progress was made on the formation of the Railbelt Reliability Council. Once formed, the RRC will conduct regional planning and develop and manage the reliability standards for the Railbelt electric system from Homer to Fairbanks. Mr. Doyle also mentioned that MEA increased its renewal energy portfolio through Independent Power Producers that included a solar farm in Houston that is planned for 2023. Priorities for 2022 include navigating through supply chain shortages and rising costs, accommodate power needs through infrastructure planning and upgrades while continuing to provide safe, reliable power at the lowest cost to our members.

Mr. Izzo stated next on agenda was the announcement of the MEA scholarships award recipients and invited Scholarship Program Coordinator, Sabrena Combs to share the names of the winners. Ms. Combs stated that scholarships are awarded annually to students and learners in our service territory through MEA's scholarship program. She announced six scholarships were awarded this year and wished them success in their future endeavors. \$8,000 WINNER, Abby Novak; \$5,000 WINNER Kieran Richardson; \$2,000 WINNER, Hunter Fleischhacker; \$1,000 WINNER, James Blackstone; \$1,000 WINNER, Orion Christian; and \$1,000 WINNER Dustin Luna.

SCHOLARSHIP
AWARDS

Next, Mr. Doyle introduced Charitable Foundation Board Member Barbara Gerard. Ms. Gerard stated the MEA has an excellent participation rate with over 65% of members rounding up their bill to the nearest dollar. In 2021, over 23 grants to non-profits totaling \$183,142 were awarded. Since inception in 2011, MEA members have given back more than \$1.7 million to the community.

OPERATION
ROUNDUP®

President Doyle stated the next item of business on the agenda was Unfinished Business. There was none.

UNFINISHED
BUSINESS
NONE

In compliance with Article III, Section 7 of MEA's Bylaws, the next item on the agenda was New Business. There was none.

NEW BUSINESS
NONE

President Doyle then introduced Election Committee Chair Carrie Klein who presented the Committee's report. She stated the member-led Election Committee representatives serve to ensure MEA's election is fair, transparent and conducted according to the Bylaws. She also stated that for the 2022 election the Committee approved election materials, confirmed the candidates met the requirements to serve on the Board, and help the election overseer verify signatures on ballots that were cast. The Committee was also present during the ballot counting to ensure integrity throughout the election process and can attest that the election was completed accurately and in accordance with the Bylaws in an unbiased and transparent manner.

ELECTION
COMMITTEE
REPORT

The next item of business on the agenda was Preliminary Election Results. Carrie Klein, Election Committee Chair, read the preliminary voting results. Ms. Klein announced that the preliminary election results showed that 90% of the members voted YES to adopt the Restated Bylaws. The unofficial winners of the Directors' seats were Arthur Keyes for the At-Large seat and Mark Hamm for the Eagle River district. Mr. Doyle added there will be a special meeting held on Monday, May 9 at 3:00 p.m. at Palmer Headquarters for the current Board of Directors to certify the election results.

PRELIMINARY
ELECTION
RESULTS

President Doyle then stated the next item of business on the agenda was Member Comments and stated Mr. Izzo will make an effort to address each member's question or a staff member will contact the member at a later time.

MEMBER
COMMENTS

1. Mayor of Wasilla, Glenda Ledford thanked the Board and employees for the exemplary work during the windstorm. She also mentioned there is an area in Wasilla with no power and would like to partner with MEA to rectify the situation.
2. Member Ben Raevsky commented that the Bylaws are actually amended and not restated and requested a motion from the floor to have the Bylaws removed from the ballot. President Doyle stated it would be out of order due to this being member comments.
3. Member David Dahms thanked the linemen for their work during the windstorm.
4. Member Tyler Riley asked what are the fiscal impacts and financial feasibility of moving the transmission lines underground?

5. Member Barbara Parker commented that she agrees with member Ben Raevsky on the Bylaws being amended and not restated.
6. Kristie Starr-Watson thanked the line crews for their hard work and long hours during the windstorm and also mentioned she was most impressed by the round-the-clock communication.
7. Member Heather Wengler stated she agreed with the concerns about the Bylaws.

President Doyle stated the next item of business on the agenda was Prize Winners. Chief Executive Officer Tony Izzo announced the following drawing winners' names and prizes:

PRIZE WINNER
ANNOUNCEMENTS

Ruth Wolfe – 2004 Chevy Silverado
Jack Zerbel – Electric Traeger Grill
Victoria McConnell – Greenworks Electric Chainsaw
Robert Link - 10,000 kWh of Electricity

There being no further business, President Doyle asked for a motion to adjourn. There was a motion and a second to adjourn the meeting. He then directed those opposed to the motion to raise their cards or if on Zoom to press their 'raise hand' icon. There being no objection to the motion, President Doyle declared the motion CARRIED and the Annual Membership Meeting of Matanuska Electric Association, Inc. adjourned at 7:17 p.m.

ADJOURNMENT

Respectfully submitted,



Dawn Baham
Board Secretary