



Meeting Minutes

ALASKA GASLINE DEVELOPMENT CORPORATION REGULAR BOARD OF DIRECTORS MEETING

January 10, 2019

09:00am

A Regular Board of Directors Meeting of the Alaska Gasline Development Corporation ("AGDC") was held at the Alaska Gasline Development Corporation Board Room, 3201 C Street, Suite 604, Anchorage, Alaska, on January 10, 2019, convening at 09:00am.

The following board members were present at the meeting (or attended via teleconference) except as otherwise noted:

DAVE CRUZ Anchorage, AK	Chair of the Board
Dan Coffey Anchorage, AK	Director
WARREN CHRISTIAN Anchorage, AK	Director
COMMISSIONER Jason Brune Anchorage, AK	Director
COMMISSIONER Tamika Ledbetter Anchorage, AK	Director
Doug Smith Anchorage, AK	Director
DAVID WIGHT Telephonic	Director

- I. CALL TO ORDER: Chair Cruz convened the meeting at 9:00am.
- II. ROLL CALL: A quorum was declared present and the meeting was duly and properly convened for the transaction of business.
- III. CHAIRMAN'S CHOICE: Chair Cruz welcomed four new board Members to the corporation and thanked them for offering to serve. He also thanked the outgoing board members for their service over the last few years.
- IV. APPROVAL OF AGENDA: Commissioner Ledbetter made a motion to change the agenda to reflect that the Board may need to go into executive session to discuss new business. Doug Smith second. The motion was made to change the order of the agenda and list "Executive Session" as new item VII. Motion passed (7-0).
- V. APPROVAL OF MINUTES: Warren Christian moved to approve board meeting minutes from November 8, 2018. Dan Coffey second. The approval of the board meeting minutes from November 8, 2018 passed unanimously (7-0).
- VI. PUBLIC COMMENTS: Board Room – Dr. William Cox from Anchorage; Richard McGahan from Nikiski; Eugene Haverman from Mat-Su Valley. Statewide – Joey Merrick, former AGDC board member; Vivian, on behalf of the Association of Village Council Presidents in Bethel.
- VII. BOARD OFFICER ELECTIONS: Pursuant to the AGDC Amended and Restated Bylaws, Chair Dave Cruz made a motion to nominate and select Director Doug Smith as AGDC chair, Dan Coffey as vice chair, and Warren Christian as secretary/treasurer. Commissioner Brune second. Motion passed (7-0). Effective immediately, the following AGDC directors will serve as chair, vice chair, and secretary/treasurer:

Chair - Doug Smith
Vice Chair - Dan Coffey
Secretary/Treasurer - Warren Christian

VIII. EXECUTIVE SESSION: Commissioner Brune made a motion to enter executive session to discuss matters relating to personnel. Commissioner Ledbetter second. Motion passed and the Board entered executive session. Upon coming out of executive session, Chair Smith affirmed that no action was taken by the Board during executive session and all matters discussed were within the subject matter that was the reason for calling the executive session.

IX. RESOLUTIONS AND MOTIONS:

A. Resolution 2019-01: Commissioner Brune moved to approve a written resolution of the Board of Directors of the Alaska Gasline Development Corporation appointing an interim president. Commissioner Ledbetter second. Motion passed (7-0) and directed the following:

1. Keith M. Meyer is hereby relieved of his duties as AGDC President.
2. Joseph Dubler is appointed to serve as AGDC Interim President.
3. The Interim President is authorized to carry out all acts necessary to effectuate this Resolution.
4. This resolution will take effect immediately.

X. NEW BUSINESS – AGDC MANAGEMENT/OPERATIONAL ISSUES:

A. Committee Chair Update

Technical Committee – Warren Christian relayed that Mr. Richards and the second floor have been working diligently on permits, not only FERC permits, but all permits required for the project. Once the Federal Government get back to work AGDC expects a record of decision (ROD) on ASAP and Draft Environmental Impact Statement (DEIS) from FERC.

B. Commercial Update: Lieza Wilcox, VP of Commercial and Economics, gave an update on commercial activities.

1. 2018 Highlights

2. Project Structure for Alaska's Legislature
3. Project and Mission Success
4. Commercial Project Success
5. 2019 Activities

C. Project Update: Frank Richards, Senior Vice President of Program Management, focused his update on Alaska LNG and ASAP activities.

1. Federal Energy Regulatory Commission (FERC) Section 3 application & EIS process
2. Alaska LNG Regulatory
3. Alaska LNG Engineering
4. Alaska Stand Alone Pipeline (ASAP) 2018 – Environmental Regulatory and Land (ERL); Engineering

D. External Affairs Update: Tim Fitzpatrick, VP of Communications, and Donna Bach, Director of Native Affairs, gave updates that included the following:

1. Media Relations
2. Marketing
3. Government Relations
4. Alaska Native Affairs
5. Coalition
6. Social & Digital Media

XI. FINANCIAL UPDATE: Deferred until a future board meeting.

XII. ANY OTHER ITEMS TO COME BEFORE THE BOARD: None

XIII. COMMENTS: Everyone is looking forward to working together to make sure we get gas to Alaskans and market Alaska's gas. Commissioner Ledbetter wanted to say thank you to AGDC for the warm welcome, and to Mr. Chair, "Let's get started." Referring to the Alaska LNG project, Chair Smith said this may be the most serious job we undertake. This job is about the next generation of Alaskans and the young people of Alaska deserve for us to do our very best job.



Meeting Minutes

XIV. ADJOURNMENT: Commissioner Brune moved to adjourn, Dan Coffey second, none opposed. The meeting adjourned at 11:35am.



Douglas Smith, Chair

3-6-19

Date