

ALASKA ENERGY AUTHORITY

RESOLUTION NO. 2026-02

**A RESOLUTION AMENDING THE BYLAWS TO
PERMIT THE CHAIR AND VICE CHAIR TO SERVE UP TO TWO CONSECUTIVE TERMS**

WHEREAS, Article II, Section 8 of the Alaska Energy Authority (Authority) Bylaws provides for the election and two-year term of the Chair and Vice Chair;

WHEREAS, Exhibit A to the Bylaws (Rules for Election of Chair and Vice Chair) presently prohibits consecutive terms for the Chair and Vice Chair;

WHEREAS, the Board of Directors finds that permitting the Chair and Vice Chair to serve up to two consecutive terms enhances continuity of leadership, allows the board to benefit from accumulated experience and institutional knowledge, and provides stability for long-term initiatives, while preserving accountability and opportunities for new leadership;

WHEREAS, Article VI of the Bylaws authorizes the Board to amend the Bylaws at a regular or special meeting with appropriate notice;

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Alaska Energy Authority:

Section 1. Article II, Section 8 of the Bylaws is amended to read as follows:

Section 8. Election of Chair and Vice Chair. The Chair and Vice-Chair shall be elected by the Board of Directors from its members at its annual meeting and shall hold office for two years or until their successors are elected as provided by law under AS 44.83.040(a). A Chair may serve up to two consecutive terms. The procedures for the election of the Chair and the Vice Chair are attached hereto as Exhibit A.

Section 2. Exhibit A, Section 2 is amended to read as follows:

Section 2. The Chair and Vice Chair shall serve for a term of two years or until his or her resignation or removal, if earlier. The Chair and Vice Chair may serve up to two consecutive terms. After serving two consecutive terms, the Chair or Vice Chair shall not be eligible for re-election to the same position until at least one intervening term has passed.

Section 3. The Executive Director, acting as Secretary/Treasurer, is authorized and directed to update and publish the Bylaws and Exhibit A to reflect these amendments,

and to circulate the updated Bylaws to Board members and post them for public inspection pursuant to Article V.

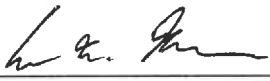
Section 4. These amendments shall take effect immediately upon adoption of this Resolution.

DATED at Anchorage, Alaska, this 31th day of January, 2026.

ALASKA ENERGY AUTHORITY



Chair



Curtis W. Thayer, Secretary



Corporate seal