

BARROW UTILITIES & ELECTRIC COOPERATIVE, INC.

# 2021 ANNUAL REPORT

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## 1964—2022

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*"Providing safe, reliable, and affordable utility services while respecting the community values of our members."*

# BARROW UTILITIES & ELECTRIC COOPERATIVE, INC.

## In Memory of Roy Maloney Akootchook Nageak, Sr.



Roy M. Nageak Sr. joined the Barrow Utilities and Electric Cooperative, Inc Board of Directors in 1985. For thirty-six years he served with passion and heart. He was not afraid to ask the hard questions, always keeping the cooperative members and the Inupiaq peoples' best interest and values in mind.

As a Vice President, Roy worked to better the lives of the Utqiagvik youth by voting along with the board to donate to many team sports and educational opportunities. He often told stories during board meetings about his own youth playing sports like football and basketball.

We could always count on Roy for a good story. He often joked and told funny stories as well, but he knew when it was time to be serious and get the work done. Above all else, he was a man of God. He often led us in heartfelt prayer before board meetings when giving the invocation, asking God for guidance for all the tough decisions ahead.

His larger-than-life personality was always at the forefront of who he was. Roy's presence in our board room will be truly missed.

### Director 1985-2021

*Thirty Six (36) years of dedicated service*

# OFFICIAL NOTICE

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## 2022 BUECI ANNUAL MEMBERSHIP MEETING

Notice is hereby given pursuant to Article III, Sections 1 and 3 of the bylaws of BUECI that the Annual Membership Meeting will be held on **Thursday, June 9, 2022, at 6:00 p.m. via Zoom Webinar**. Members can also listen in on KBRW AM 680. All members who return ballots (vote) will be considered registered and will establish quorum for the meeting. *Ballots must be returned no later than Friday June 3, 2022 at 4 p.m.* The meeting will begin promptly at 6:00 p.m.

The informational meeting will consist of short reports, responses to member comments, and the announcement of the election results for directors.

The following are your present Board of Directors:

Price E. Brower, President  
Karl Derek Ahgeak  
Bernadette A. Fischer

Frederick F. Brower, Vice President  
Lewis F. Brower  
Frieda N. Kaleak

The following three (3) Directors' terms expire:

**Herman L. Ahsoak, Secretary**  
**Don A. Nungasak, Treasurer**  
**Tina A. Wolgemuth**

The nomination for Directors was conducted by mail and email and has closed. The list of nominees is included in this mailer. Newly elected board members will serve a three-year term. There are a total of nine members who serve on the Board of Directors.


There will be a drawing for valuable door prizes including an iPad and wolverine ruff. ***All active members who return a ballot will be entered into a drawing for door prizes.*** Door prize winners will be posted at [bueci.org](http://bueci.org) and on Facebook. Staff will contact winners to arrange for pick-up of items the week of June 14, 2022. Door prizes must be picked up and cannot be mailed.

The Annual Meeting Report is also available online at <http://www.bueci.org/annual-meeting/>.  
**Please join June 9, 2022 at 6:00 p.m.**

Sincerely,



BUECI Board of Directors and Management



**RETURN YOUR  
BALLOT  
TO BE ENTERED  
INTO A DRAWING  
FOR DOOR  
PRIZES!**

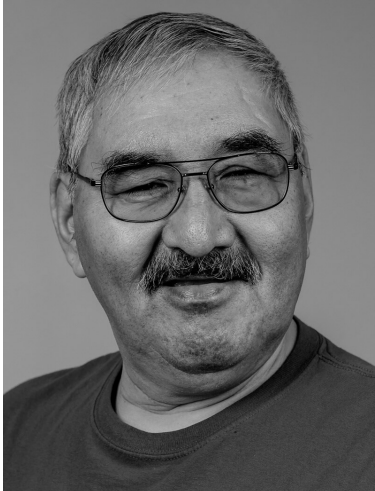
# AGENDA

2022 BUECI ANNUAL MEMBERSHIP MEETING

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- I. Call to Order
- II. Roll Call of the Board Members
- III. Invocation
- IV. Determination of a Quorum
- V. Reading of the Meeting Notice
- VI. Approval of Agenda
- VII. Recognition of Roy M. Nageak, Sr.
- VIII. Approval of 2021 Annual Meeting Minutes
- IX. Presentation of Reports
  - A. President's Report
  - B. General Manager's Report
  - C. Treasurer's Report
- X. Director Election Results
- XI. Member Concerns
- XII. Unfinished Business
- XIII. New Business
- XIV. Adjournment

**REMINDER: BRING YOUR COMPLETED BALLOT TO THE BUECI MAIN OFFICE  
BY JUNE 3, 2022 AT 4:00 P.M TO RECEIVE YOUR  
GOODIE BAG & BLEACHER SEAT! ONLY 1ST 300 BALLOTS WILL RECEIVE  
GOODIE BAG & BLEACHER SEAT!**



Dear Valued Member:

2021 was another year that required continual adjusting and adapting to ever changing local and state mandates regarding COVID-19. Despite the pandemic, Barrow Utilities and Electric Cooperative, Inc. (BUECI) continued to provide safe and reliable services to you, our members.

In 2021, the North Slope Borough generously gave residential members one (1) \$300 COVID-19 Relief payment to lessen the burden of COVID-19 on our community and members. On behalf of the Board of Directors and our members, we would like to extend a special thank you to Mayor Harry K. Brower, Jr. and the North Slope Borough.

Throughout 2021, BUECI continued to provide essential grave-digging services to 38 families in our community. Our employees and the Board of Directors feel honored to have helped the families during their time of need. The Board of Directors also approved five (5), \$1,500 scholarships to high school seniors looking to further their education. We also donated \$42,675 to youth and cultural activities. We are constantly looking for ways to better serve our members and our community.

When planning the 2022 Annual Meeting, we made the decision to hold another virtual meeting to protect our community's health. This year we offered the zoom webinar platform so that everyone can participate fully in the meeting. Thank you for your patience while we strive to serve you during this difficult time. We look forward to seeing you in person at the 2023 Annual Meeting next year.

In April of 2021, Timothy W. Russell became the General Manager. He has been doing an excellent job and we are pleased with his efforts. We look forward to working with General Manager Russell on many new and exciting projects.

On behalf of the Board of Directors and senior leadership team, I am pleased to submit BUECI's 2021 Annual Report for your consideration. We do not take the duties that you have entrusted us lightly.

Sincerely,

A handwritten signature in blue ink that reads "Price E. Brower".

Price E. Brower

President





Last year I wrote to you as your incoming General Manager having dedicated myself over the last 37 years to the betterment of our community through service to Barrow Utilities & Electric Coop., Inc. It is now my honor to share the continued tradition of excellence and knowledge left behind from my predecessors who I have had the honor to work with and conduct that excellence with immense pride that you have become accustom too.

BUECI's Administration and Supervisors have worked diligently together over the last year to provide the best quality "utility" services possible to our members taking into consideration the times we were short staffed due to COVID-19, Delta, and Omicron variants. It was very demanding of all the employees and their families when having to contend with the extra workload and extended work hours.

As I look back on 2021 the pandemic continued to upend the most carefully laid plans, wreak havoc on the global economy, and reshape nearly every facet of our lives. Our people safely navigated COVID restrictions and supported each other and our community. We continued to focus and deliver on our purpose to provide the utilities that people rely on every day to fuel their quality of life. We delivered record safety, operating

and financial performance, and executed on key strategic priorities.

It is especially important now to make sound financial decisions to ensure the outcome of the organization and the strength of our community is properly secured. Through making significant investments in proper planning, we can ensure sustainable rate reliability for the next years to come.

At BUECI, we are proud of the system we support and the service we provide to our members who are the cooperative owners. With continued support and investment BUECI can continue to set the standard and deliver the best member service experience for you, our members.

On behalf of the North Slope Borough Mayor's Office and Barrow Utilities & Electric Cooperative, Inc. we scheduled a Community Critical Development Planning Meeting.

The purpose of this meeting was to gather the leaders of our local entities in order to gain a better understanding of future business plans to develop our communities residential, commercial, and economic growth.

This multi-entity cooperation was extremely important for the future expansion of our community's Electrical (production) Generation, Electric Distribution, Natural Gas Transmission and Distribution Systems. Continuing these meetings moving forward will provide the NSB and BUECI with a better understanding of the needs and growth of our community. Discussions included where best to build a new Electrical (production) Generation Plant and extension of the Natural Gas Transmission line on the south side of the airport. I look forward to continuing these meetings to discuss how to provide the necessary utilities where they are needed.

I would like to take this opportunity to thank all the BUECI employees that went beyond their normal call of duty as they provided the best service possible for our community members over the last year. Their care and effort are what made this last year as rewarding as it has been.

And finally, I thank you, the Cooperative members for your sincere support which is a vital part of our day-to-day operations. Thank you for your participation in this year's annual meeting being presented to you this evening.

Quyanaqpak,

A handwritten signature in cursive script, reading "Tim W. Russell".

Timothy W. Russell,  
General Manager

# TREASURER'S REPORT

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The analysis which follows is intended to provide our members an overview of the Cooperative's financial activities for the year ended December 31, 2021. This information should be read in conjunction with the Cooperative's financial statements and integral footnote disclosures. The financial data presented in this report is summarized information, derived from the Cooperative's financial statements. Our audited financial statements and footnote disclosures, including the auditor's opinion, are available for review at the Cooperative's offices following their issuance and acceptance by the board annually.

At the writing of this report, the Certified Public Accounting firm, BDO, LLP, is in the process of completing the audit of the Cooperative's 2021 financial reports. Therefore, the following listed information in this letter and the enclosed 2021 Balance Sheets and Statement of Revenues and Changes in Patronage Capital reports contain summaries of unaudited 2021 data. The audit should be completed in time for us to present the audited financial reports for the year ending December 31, 2021 at our scheduled Annual

Meeting.

During 2021, operating revenue increased by \$1,764,621 for a total of \$30,149,345. Thirty-seven percent (37%) of the increase is from Electric, Gas, and Water revenue, and sixty-three percent (63%) of the increase is from BUS Water and Sewer cost reimbursements.

In 2021, the Cooperative ended the year with \$5,482,885 in construction work in progress, which is up \$4,650,011 from the prior year's total of \$832,874. In 2021, the Cooperative's net long-term debt increased by \$287,865, ending 2021 with a net long-term debt of \$25,793,933. The projects reflected in this balance are aimed at extending services to members, improving service to existing members, and replacing equipment at end of life. These projects also help the utility to provide additional capacity to serve demand and to increase service reliability to members.

During 2021, BUECI ended the year with net margins of \$1,630,364, resulting in an increase of member equity to a total of \$19,112,129. As a cooperative operating on a not-for-profit tax basis, it is important to understand that these are not profits, but rather member patronage which is returned to the members over a 25 to 30-year repayment cycle.

Respectfully,

A handwritten signature in cursive script that reads "Don A. Nungasak".

Don A. Nungasak  
Treasurer



# UNAUDITED FINANCIALS

## Balance Sheet

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### Barrow Utilities and Electric Cooperative, Inc.

#### Balance Sheets

December 31,	Unaudited 2021	Audited 2020
<b>Assets</b>		
<b>Utility Plant</b>		
Electric utility plant	\$ 24,950,272	\$ 25,173,381
Gas utility plant	3,010,349	3,010,349
Water utility plant	24,209,981	24,599,350
Buildings and improvements	6,485,658	6,485,658
Vehicles and heavy equipment	2,813,757	2,938,710
Other general plant	1,658,202	1,586,022
Total utility plant in service	63,128,219	63,793,470
Construction work in progress	5,482,885	832,874
Total utility plant	68,611,104	64,626,344
Less accumulated depreciation	(31,599,241)	(29,318,016)
<b>Net Utility Plant</b>	<b>37,011,863</b>	<b>35,308,328</b>
<b>Other Assets and Investments</b>		
Restricted funds:		
Consumer deposits	135,905	131,664
Certificate of deposit	25,000	25,000
Emergency fund investments	487,000	487,000
Investments in associated organizations	3,038,873	3,037,903
<b>Total Other Assets and Investments</b>	<b>3,686,778</b>	<b>3,681,567</b>
<b>Current Assets</b>		
Cash - general	1,612,099	2,803,151
Investments	90,773	94,748
Consumer accounts receivable	1,887,258	1,940,253
Other accounts receivable, net	3,740,611	2,654,624
Materials, fuel and supplies inventories	1,744,156	1,611,889
Prepayments	(4,367)	28,696
<b>Total Current Assets</b>	<b>9,070,530</b>	<b>9,133,361</b>
<b>Deferred Charges</b>	<b>2,736,491</b>	<b>2,936,235</b>
<b>Total Assets</b>	<b>\$ 52,505,662</b>	<b>\$ 51,059,491</b>



# UNAUDITED FINANCIALS

## Balance Sheet Cont'd.

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### Barrow Utilities and Electric Cooperative, Inc.

#### Balance Sheets

December 31,	Unaudited 2021	Audited 2020
<b>Equities and Liabilities</b>		
<b>Equities</b>		
Memberships	\$ 4,698	\$ 4,698
Patronage capital	10,366,670	18,022,788
Other equities	11,443,523	1,911,048
<b>Total Equities</b>	<b>21,814,891</b>	<b>19,938,534</b>
<b>Liabilities</b>		
<b>Long-term Liabilities</b>		
Long-term debt	25,793,933	27,787,959
Less current maturities	-	(2,281,891)
<b>Total Long-term Liabilities</b>	<b>25,793,933</b>	<b>25,506,068</b>
<b>Current Liabilities</b>		
Current maturities of long-term debt	1,535,193	2,281,891
Accounts payable	1,512,242	1,430,717
Consumer deposits	135,905	131,664
Accrued payroll and benefits	758,438	801,426
Accrued taxes	23,671	23,864
Accrued interest	11,406	10,900
Line of credit payable	-	-
Patronage capital credits payable	(678)	477
<b>Total Current Liabilities</b>	<b>3,976,177</b>	<b>4,680,939</b>
<b>Deferred Credits</b>		
Consumer advances	(12,886)	1,523
ARECA allocation due to North Slope Borough	933,547	932,427
<b>Total Deferred Credits</b>	<b>920,661</b>	<b>933,950</b>
<b>Total Liabilities</b>	<b>30,690,771</b>	<b>31,120,957</b>
<b>Total Equities and Liabilities</b>	<b>\$ 52,505,662</b>	<b>\$ 51,059,491</b>

## Statement of Revenues & Changes in Patronage Capital

### Barrow Utilities and Electric Cooperative, Inc.

#### Statements of Revenues and Changes in Patronage Capital

Years Ended December 31,	Unaudited 2021	Audited 2020
<b>Operating Revenues</b>		
Electric service	\$ 7,117,453	\$ 7,041,407
Gas service	2,917,187	2,895,255
Water sales	4,534,351	3,977,247
Service revenue:		
Barrow Utilidor System water distribution	7,853,048	7,171,930
Barrow Utilidor System sewage collection	7,727,306	7,298,885
<b>Total Operating Revenues</b>	<b>30,149,345</b>	<b>28,384,724</b>
<b>Operating Expenses</b>		
Gas for generation	749,126	756,378
Gas for resale	765,154	779,024
Water for resale	3,305,613	2,978,759
Operations and maintenance:		
Electric production	1,142,184	1,141,570
Electric distribution	685,442	873,456
Gas distribution	623,167	772,981
Water production and distribution	1,073,038	1,076,472
Barrow Utilidor System water distribution	2,563,752	2,444,848
Barrow Utilidor System sewage collection	4,713,030	4,719,122
Consumer accounts	589,948	664,670
Administrative and general	6,740,932	5,933,244
Taxes	685,710	664,581
Depreciation	2,898,962	2,872,171
<b>Total Operating Expenses</b>	<b>26,536,058</b>	<b>25,677,276</b>
Operating margins before fixed charges	2,571,057	2,708,448
<b>Fixed Charges</b> - interest on long-term debt	<b>1,042,229</b>	<b>1,123,844</b>
Operating margins after fixed charges	1,528,828	1,584,604
<b>Net Nonoperating Margins</b>	<b>101,536</b>	<b>111,554</b>
Net Margins	1,630,364	1,696,158
<b>Patronage Capital</b> , beginning of year	<b>18,022,788</b>	<b>16,326,630</b>
Patronage capital distributions	(541,023)	-
<b>Patronage Capital</b> , end of year	<b>19,112,129</b>	<b>18,022,788</b>

# 2021 ANNUAL MEETING MINUTES

## MAY 6, 2021

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**ANNUAL MEETING**  
**Thursday, May 6, 2021**  
**via BUECI Conference Room,**  
**Zoom Teleconference, and**  
**Radio Broadcast - KBRW 680 AM**  
**6:00 p.m.**

**\*\*DRAFT\*\***

*Note: On January 30, 2020, the World Health Organization ("WHO") announced a global health emergency because of a new strain of coronavirus originating in Wuhan, China (the "COVID-19 outbreak") and the risks to the international community as the virus spread globally beyond its point of origin. In March 2020, the WHO classified the COVID-19 outbreak as a pandemic, based on the rapid increase in exposure globally. Beginning in March 2020 and continuing on throughout the remainder of the year in various forms, the State of Alaska Governor and the City of Utqiagvik issued hunker down orders, recommendations, and mandates, which served to ban or deter individuals from participating in in-person meetings. As a result, local meeting room facilities traditionally used for large gatherings were not available to the Cooperative for the remainder of 2020 through 2021. As a result of the limited options available to hold an in-person annual meeting and to protect our members from possible exposure to COVID-19, the Cooperative's Board approved holding the meeting voting by mail with an informational broadcast where reports, member concerns, results of the mail-in voting, and prizes, were read over KBRW Radio on channel 680 AM. The Board of Directors met in the BUECI Conference Room (some joined via Zoom electronic video and teleconference) and members were given an opportunity to call in and make comments or voice concerns.*

## I. Call to Order

President Price E. Brower called the meeting to order at 6:00 p.m. and welcomed all the members to the meeting.

President Brower mentioned that the winners of the top seven door prizes would be announced throughout the meeting. The list of remaining door prize winners were posted on the Cooperative's website and a link to the website was posted on the Cooperative's Facebook page.

## II. Roll Call of the Board Members

**Board Members Present:** Karl Derek Ahgeak, Director; Herman L. Ahsoak, Secretary (arrived after roll call); Frederick F. Brower, Vice President; Lewis F. Brower, Director; Price E. Brower, President; Bernadette A. Fischer, Director; Don A. Nungasak, Treasurer; Tina A. Wolgemuth, Director

# 2021 ANNUAL MEETING MINUTES

## MAY 6, 2021, CONT'D.

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### III. Invocation

Invocation was given by Treasurer Don A. Nungasak.

### IV. Determination of a Quorum

The current membership count of the Cooperative is comprised of 1,180 voting members as of close of business on March 23, 2021, the date of record set by the Cooperative's Board. The Bylaws of the Cooperative require at least ten percent (10%) of the members be present at the Annual Meeting to establish a quorum. Thus 118 members represent a quorum. A quorum was established for director elections and Bylaw amendments as 216 members returned a valid director ballot by the deadline and 196 members returned a valid proposition and minutes ballot by the deadline.

The members that made up this quorum are as follows:

Aamodt, Michael; Adams, Baxter W.; Aguilar Lopez, Maria C.; Ahgeak, Beverly A.; Ahgeak, Elizabeth & Robert A Sr.; Ahgeak, James & Mae; Ahgeak, Karl D.; Ahgeak, Molly; Ahkivgak, Aaron G.; Ahkivgak, Karina K.; Ahkiviana, Linda M.; Ahkiviana, Mary; Ahmakak, Zachariah; Ahmaogak, Doreen; Ahmaogak, Mattie R.; Ahngasuk, Flossie; Ahngasuk, Robert M.; Ahsogeak, Nancy; Ahvakana, Lilly & Pete F.; Aiken, Marietta & Jordan L.; Aiken, Reuben S. & Miriam; Akootchook, Justina M.; Akpik, Bertha E.; Akpik, Robert S. & Alice; Akpik, Theresa; Akpik-Varner, Kate A.; Alaska Eskimo Whaling Commission; Anashugak, Roy & Rachael; Arctic Slope Regional Corporation; ASRC Properties, LLC; Bankston, Alford R.; Barzaga, Veronica L. & Barzaga, Carlos T.; Benson, Clifford & Tracy; Biswokarma, Sangram; Bodfish, Waldo E.; Booth, Johnson; Bowen, Guy W.; Bowen, Stacy J.; Breer, Raymond & Dichos, Jess D.; Brouillette, Lucille; Brower, Andrew; Brower, Arnold Jr. & Cheryl; Brower, Charles & Rebecca; Brower, Dalles-Lee; Brower, Eugene & Charlotte; Brower, Isabel; Brower, Price E.; Burnell, Belinda; Burnell, Karen; Burnell-Wilhelm, Madison F.; Chrestman, Linda M.; Clemons, Dawn C.; Coates, Frederick C.; Coates, Lorena J.; Coates, Robert; Contrades, Damon K. & Wileyann; Contrades, Kelsey K.; Cornerstone Community Church; Danner, Scott & Corrine; Davis, Ralph; Diaz, Dora E. & Moises; Drake, Thomas R. II & Alice R.; Edwards, Ace C.; Edwards, Glenn R. & Carolyn M.; Edwardson, Daisy M.; Ekowana, Perry T.; Ekowana, William; Elavgak, Isabell & Vernon; Elavgak, Solomon; Elliott, Lucinda & Hayden S.; Esparza, Shannon & Francisco J.; Evikana, Delbert S.; Falleaf, Lula L.; Fischer, Bernadette; Fischer, Eldon R.; Fischer, Margaret E. & Robert Jr.; Fonua, Yvonne & Anthony R.; Gogo, Jerry C. & Ailepata; Gomez, Nellie A.; Griffin, Patrick S.; Gueco, Angelito H. & Mary E.; Gueco, Rafael H.; Gutierrez-Edwards, Kristin M.; Hagle, Griffin W.; Harcharek, Robert C.; Hermon, Mark H.; Hickman, Brandon & Angelia; Hoffland, Larshe D.; Hollis, Brendan & Tristyn N.; Hopson, Cassie; Hopson, Ellen J.; Hopson, Hubert E. & Maude; Hopson, Martha; Hubbard, Kristina J.; Igtanloc, Robbyn L.; Ipalook, Dawndee M.; Itta, Elsie; Itta, Laura; Itta, Vera; Ivanoff, Phyllis & James; Jacobs, Mary J.; Jeffery, Michael I. & Esther; Jones, Clifford & Sherry; Jordan, Layne R.; Kagak, Martha J.; Kaleak, Charmaine; Kaleak, Clara; Kaleak, Frederick & Josie; Kaleak, Frieda N.; Kaleak, Harry P.; Kaleak, Johnny B.; Kaleak, Julia; Kaleak, Lillian & Jeslie J.; Kaleak, Margaret; Kaleak, Steven A. Sr.; Kanayurak, Alicia & Tazruk-Simmonds, Michael G.; Kanayurak, Fred; Kanayurak, Isabel; Kanayurak, Lloyd & Alberta; Kaitairoak, Benita; Kaveolook, Roy; Kignak, Emma S.; Kiou, Clara; Kippi,

## MAY 6, 2021, CONT'D.

Dominique; Knodel, Douglas & Doreen; Koonaloak, Martha; Lachica, Cristeta; Lambrecht, John & Kimberly R.; Lampe, Doreen; Leavitt, Bertha L.; Leavitt, James Sr. & Rhoda; Leavitt, Jeffery & Grace; Leavitt, Johnny & Lucille; Leavitt, Sharon K.; Leavitt, Steven; Leavitt, William A. Sr. & Roseanne; Leavitt, William F. Jr.; Lemen, Rosanna A. & Morris W. Jr.; Lopez, Rebecca & Andres; Lowe, John E. IV. & Teresa M.; Lozano, Stefanie & Brown, Harvard R.; Manalang, Edilberto; Masanque-Perez, Rosemarie T. & Perez, Anthony D.; Maupin, Amy G.; Maupin, Dorcas; Mercier, Robert J.; Mila, Audrey & Tua; Mongoyak, Claudia; Moore, Mari; Mueller, Thomas J. & Arlene M.; Nageak, Ben & Violet; Nageak, Robert F. & Tranquilynna U.; Nageak, Roy & Flossie; Nayakik, Deborah; Neakok, Martha L.; Neakok, Nancy L.; Nelson, Lars & Carrie; North Slope Borough Police Department; Nowpakahok, Owen & Melba; Nungasak, Don & Nora; Nungasak, Harold & Gladys G.; Nungasak, Nelda N.; Okakok, Sarah; Okomailak, Larry A. Sr.; Okpeaha, Bernice; Okpeaha, Eddie M.; Okpeaha, Lisa M.; Okpeaha, Patrick Jr.; Okpik, Aqamak Q.; Olemaun, Chastity G.; Olemaun, Forrest D. & Mary J.; Olemaun, Kathleen R.; Olemaun, Thomas & Margaret A.; O'Neill, Nellie; Ortilla, Noel & Cherrylyn; Ortilla, Victoriano Jr.; Osborn, Dorothy;

Oyagak, John & Susie; Oyagak, Joy; Pico, Vincente Jr.; Pikok, Lloyd I.; Pikok, Lucy Ann; Rice, Mary K. & Rick L.; Richards, Lucy; Rivera, Carolyn; Roddy, Jeffrey & Qinugan; Rubio, Nora; Salamat, Lamberto P. & Pilar G.; San Jose, Leeza T.; Segevan, Frankie & Clara; Simmonds, Robert J.; Solomon, Clarence A.; Solomon, Elaine; Spear, Arnold & Cynthia; Stackhouse, Ernest G. & Marie G.; Stein, Christian & Dorcas; Stine, Susie J.; Stuaqpak Inc.; Suvlu, Edith; Suvlu, Gilbert; Suvlu, Jamie; Suvlu, Lester Jr. & Anashugak, Jolene; Syfko, Edna & Michael; Thomas, Laura & Bryan; Thomas, William; Tookak, Flossie O.; Toovak, Timothy; Tu'ifua, Sioeli L. & Mulugaveve; Ungarook, Margaret; Villalon, Robert; Vinas, Dolores & Jess P.; Weyiouanna, Michelle & Bradley; Wilhelm, Justina & Ross; Wilson, John L. Jr.; Wolgemuth, James & Dora; Wolgemuth, Mark;

## V. Presentation of Reports

### a. President's Report

President Price E. Brower presented the President's Report in its entirety.

### b. General Manager's Report

An audio file of outgoing General Manager Ben Frantz was played for the membership.

General Manager Timothy W. Russell presented the General Manager's Report in its entirety.

### c. Secretary/Treasurer's Report

Treasurer Don A. Nungasak presented the Treasurer's Report in its entirety.

## VI. Mail-In Member Concerns

There were no concerns received via mail or email.

## VII. Call-In Member Concerns

There were no call-in member concerns.

MAY 6, 2021, CONT'D.

## VIII. Nomination and Election of Directors

Secretary Herman L. Ahsoak reviewed the process of the nomination of directors for the 2021 Annual Meeting. The process was as follows:

Nominations for Directors were conducted by mail and e-mail from February 22, 2021, through March 15, 2021. Members were invited to nominate other members. Each individual making the nomination was verified as a Cooperative member and each nominee on the ballot self-certified that they met the Director Qualifications listed in the Cooperative Bylaws (Article IV, Section 3). A list of nominees was presented to the Board of Directors at the Regular Board Meeting on March 23, 2021. The Board approved **28** nominees to be placed on the ballot, one nominee later rescinded.

The only nominations received that were not placed on the ballot were individuals who failed to accept the nomination or did not meet the qualifications listed in the Cooperative Bylaws.

Secretary Herman L. Ahsoak reviewed the mail-in voting procedures for director elections and propositions.

The 2020 Annual Meeting process was as follows due to COVID-19 precautions:

1. Mail-in ballots and supplemental voting information was mailed to the membership on Monday, March 29, 2021.
2. Mail-in voting was open to members from Monday, March 29, 2021 through Friday, April 30, 2021, at 10:00 a.m.
3. Ballots submitted incorrectly, or received after Friday, April 30, 2021, at 10:00 a.m., were not considered; they are invalid per the election committee.

On April 19, 2021 the Cooperative announced a call for volunteer election judges via KBRW, Facebook, the website, and hung flyers around town. Volunteer judges were responsible to perform the ballot counting and certify the election results.

Eligible volunteer judges self-certified that they were: 1) a Cooperative member, 2) not a nominee on the ballot, 3) did not have a close relationship to a nominee on the ballot, and 4) were available at the specified date, time, and place to count ballots in-person.

As approved by the Cooperative's Board, and in keeping with guidance from the Cooperative's General Counsel, if sufficient volunteer election judges did not arrive at the specified date, time, and place, Cooperative employees could be called upon to serve as election judges.

The following served as the Cooperative's election judges: Justina Akootchook, volunteer, Jaleen Simmonds, BUECI employee, and Wendy Battle, BUECI employee.

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On Monday, May 3, 2021, at 10:00 a.m. the election judges met at the Cooperative's Central Office to count ballots. The Cooperative's General Counsel Andrew Leman called in via Zoom to visually observe and advise the election judges. The Cooperative's Board Treasurer Don A. Nungasak and Sangram Biswokarma, BUECI employee, served as witnesses to the ballot counting procedures. The election judges counted the valid ballots and certified the election results.

President Price E. Brower announced the director election results listed below:

1. <b>Karl Derek Ahgeak</b>	<b>75</b>	17. Shannon Esparza	17
2. <b>Lewis F. Brower</b>	<b>49</b>	18. David M. Leavitt Jr.	14
3. <b>Roy M. Nageak Sr.</b>	<b>49</b>	19. Robert "Bob" Harcharek	13
4. Martina Hopson	41	20. Jeffrey S. Maupin	11
5. Richard Ungarook Sr.	32	21. Johnny Adams	11
6. Ace Edwards	32	22. Laura Itta	9
7. Frieda Kaleak	30	23. Robert Francis Nageak	8
8. Lars Nelson	30	24. Vera Williams	8
9. George Edwardson	24	25. Griffin Hagle	6
10. Corrine Danner	23	26. Claudia Mongoyak	6
11. Deborah Nayakik	22	27. Clarissa Elbertai	5
12. Jim Roy Evikana	21		
13. Lloyd S. Kanayurak	21		
14. Dominique Kippi	20		
15. Sarah Taui	20		
16. Doreen Leavitt	20		

Write in candidates received a total of 5 votes.

It was determined upon the election results that **Karl Derek Ahgeak, Lewis F. Brower, and Roy M. Nageak Sr.** received the highest number of votes and thus are elected to the Cooperative's Board of Directors.

President Price E. Brower announced the election results of the proposed Bylaw amendments.

1. Proposition No. 1, Article IV, Section 3 – To Improve the Qualifications for Directors. The members have voted 169 to 25 **in favor** of amending Article IV, Section 3 – To Improve the Qualifications for Directors.

The proposition passed.

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2. Proposition No. 2, Article III, Section 1 – Allowing Electronic Notice of and Participation in Member Meetings. The members have voted 153 to 42 **in favor** of amending Article III, Section 1 – Allowing Electronic Notice of and Participation in Member Meetings.

The proposition passed.

3. Proposition No. 3, Article V, Section 1 – Allowing Electronic Notice of and Participation in Board Meetings. The members have voted 157 to 38 **in favor** of amending Article V, Section 1 – Allowing Electronic Notice of and Participation in Board Meetings.

The proposition passed.

4. Proposition No. 4, Article III, Section 5 – Allowing Voting by Mail and Changing Director Nomination to be by Mail. The members have voted 156 to 37 **in favor** of amending Article III, Section 5 – Allowing Voting by Mail and Changing Director Nomination to be by Mail.

The proposition passed.

5. Proposition No. 5, Amending Various Articles of the Bylaws to use General Neutral Language. The members have voted 138 to 54 **in favor** of Amending Various Articles of the Bylaws to use General Neutral Language.

The proposition has passed.

6. Proposition No. 6, Article IV, Section 5 – Requiring an Opportunity for Directors to Explain Absences. The members have voted 163 to 33 **in favor** of amending Article IV, Section 5 – Requiring an Opportunity for Directors to Explain Absences.

The proposition has passed.

The results of the approval of minutes and acceptance of reports are:

1. 2019 Annual Meeting Minutes - The members have voted 182 to 12 in favor of approving the 2019 Annual Meeting Minutes as presented.
2. 2020 Annual Meeting Minutes - The members have voted 183 to 11 in favor of approving the 2020 Annual Meeting Minutes as presented.
3. 2019 Annual Reports – The members have voted 182 to 11 in favor of accepting the 2019 Annual Reports from the President, Treasurer, and General Manager as presented.
4. 2020 Annual Reports – The members have voted 179 to 14 in favor of accepting the 2020 Annual Reports from the President, Treasurer, General Manager and Incoming General Manager as presented.



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President Price E. Brower thanked the members for adapting to the mail-in voting process. He also thanked the members who voted, the election judges, and those who serve on the BUECI Board of Directors.

General Manager Timothy W. Russell took a final moment to thank each of the sponsors who donated door prizes for the 2021 Annual Membership Meeting. The donors included: North Slope Borough, Arctic Chiropractic Barrow, Native Village of Barrow, Stuaqpak, Northern Air Cargo, Arctic Slope Telephone Association Cooperative, Kemppel, Huffman, & Ellis, Alaska Power Association, Northwest Public Power Association, Vector Engineering, National Information Solutions Cooperative, General Pacific, 4imprint, and JV Jones & Associates

## IX. Adjournment of Annual Meeting

President Price E. Brower thanked KBRW for allowing us to broadcast our membership meeting and thanked those who tuned in to listen.

Meeting adjourned at 6:58 p.m.

Date Approved: June 9, 2022

Attest:

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Herman L. Ahsoak, Secretary

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Price E. Brower, President