# Annual Membership Meeting June 5, 2025



**Annual Meeting Packet** 

May 1, 2025

Notice is hereby given pursuant to Article III, Sections 1 and 3 of the bylaws of BUECI that the <u>Annual Membership Meeting will be held on Thursday, June 5, 2025, at 7:00 p.m. at the Barrow High School Auditorium. The doors will open for registration at 5:30 p.m. and close at 7:00 p.m. After 7:00 p.m., you will no longer be able to register for the meeting. The business meeting will be called to order promptly at 7:00 p.m.</u>

The purpose of the meeting is to elect Directors, consider reports for the previous fiscal year, and transact such other business as may come before the meeting including amendments to the Articles of Incorporation and Bylaws.

There will be three (3) Bylaw Amendment Propositions put before the membership. The proposed amendments will be in Article IV – Directors, §3 Qualifications; Article I – Membership, §6 Termination of Membership; and Article III – Meeting of Members, §4 Quorum.

The following are your present Board of Directors:

Bernadette A. Fischer, Vice President Frieda N. Moore, Secretary Frederick F. Brower, Director Lewis F. Brower, Director Chastity Kayutak Olemaun, Director Marie G. Stackhouse, Director

#### The following three (3) Directors' terms expire:

- 1) Tina A. Wolgemuth, President
- 2) Don A. Nungasak, Treasurer
- 3) Bernadette J. Adams, Director

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 a **Liberty Centurion 12-gun Safe** and a **Starlink Roam Mobile Mini**. All active members who return a ballot either by mail-in ballot or in-person ballot will be eligible for the drawing. You do not need to be present to win the grand prize as long as you return a valid ballot, but you will need to be present to will all other door prizes. Goodie bags are intended to increase annual meeting participation and will only be given to the first 300 members attending the meeting in person.

The Annual Meeting Report will be available online at http://www.bueci.org/annual-meeting/.

For more information regarding the 2025 Annual Membership Meeting, please call BUECI at (907) 852-6166.

Sincerely,

Frieda N. Moore, Secretary and BUECI Board of Directors & Management



PO Box 449 Utqiagvik, Alaska 99723 Phone 907-852-6166

# INSTRUCTIONS FOR MAIL-IN BALLOT VOTING & RECEIVING YOUR GOODIE BAG

TO RECEIVE A GOODIE BAG: Register and attend the 2025 Annual Members Meeting on Thursday, June 5, 2025 at the Barrow High School Auditorium. You will not receive a goodie bag if you don't attend the Annual Meeting. Only one goodie bag will be issued per membership. The first 300 members who vote at the Annual Members Meeting will be eligible for the goodie bag. Goodie bags cannot be mailed or delivered. Any goodie bags left over after the annual meeting will go to elders who couldn't attend the annual meeting.

#### How to vote for your directors and bylaws by Mail-in Ballot:

- 1. <u>Vote for 3 directors [BLUE, FRONT SIDE]:</u> Clearly mark the box of no more than three (3) directors on your blue ballot, or write-in up to three (3) candidates.
- 2. Vote on your bylaw amendments [BLUE, BACK SIDE]: For each proposed bylaw amendment, please clearly mark the box of your desired vote, either YES or NO. The full text of the proposed changes is available in the Bylaws Amendment Election Pamphlet.
- **3.** <u>Validate your ballot:</u> After clearly marking your votes on the blue ballot, enclose the ballot into the small Ballot Envelope and seal.
  - You, the member, must complete the information on the back of the small Ballot Envelope. *This information must be completed for your ballot to be valid:* 
    - Add your signature. If you have a joint account, only one signature is required.
    - Add your printed name.
    - Add the date of your signature.
- **4.** <u>Mail your ballot back to BUECI:</u> Place the small Ballot Envelope in the larger prepaid return envelope addressed to Barrow Utilities and Electric Cooperative, Inc., seal it, and send.
  - Deliver the prepaid return envelope to the Post Office or to the collection drop box outside of BUECI Central Office at 1295 Agvik Street, Utqiagvik, AK 99723. You can also bring it to the BUECI Central Office during open office hours.
    - Remember: Goodie bags are for the first 300 members who register and attend the meeting. You will not get a goodie bag for mailing in your ballot.

MAIL-IN BALLOT MUST BE RECEIVED NO LATER THAN 4:00 P.M. on MAY 30, 2025.

If you miss the MAIL-IN BALLOT period, you can vote at the 2025 Annual Meeting on June 05, 2025 at the BHS Auditorium between 5:30 p.m. and 7:00 p.m.



# BARROW UTILITIES & ELECTRIC COOPERATIVE, INC. 2025 ANNUAL MEETING BYLAWS AMENDMENT ELECTION PAMPHLET

#### **BYLAW PROPOSITION NO. 1**

#### IMPROVING QUALIFICATIONS FOR SERVING AS DIRECTOR

**PROPOSITION 1:** BUECI's Bylaws set the qualifications for being elected and serving on the Board of Directors. One of those restrictions is that the Bylaws prohibit anyone who has ever been terminated from employment with BUECI from serving on the Board. The proposed amendment relaxes this restriction by limiting the ban to employees who were terminated for any reason within the past ten years.

Key—Language shown in blue underlined type is proposed to be added [Language shown within brackets and with strikethroughs is proposed to be deleted.]

#### ARTICLE IV—DIRECTORS

. . . .

SECTION 3. <u>QUALIFICATIONS</u>. No person shall be eligible to become or remain a Director in the Cooperative who:

. . . .

- (d) Has ever been terminated from employment with the Cooperative for any reason within the past ten (10) years; or,
  - (e) Has been convicted of a felony and has not had their civil rights restored.

#### **BYLAW PROPOSITION NO. 2**

#### **CLARIFYING MEMBERSHIP STATUS OF ESTATES**

**PROPOSITION 2:** The Bylaws currently state that a membership terminates when a member passes away. As a result, BUECI does not allow the personal representative or heir of an estate to vote for the deceased member in BUECI elections because the membership has terminated. This amendment would expressly state that the estate of a deceased member is not a member unless the estate becomes a member in its own name.

Key—Language shown in blue underlined type is proposed to be added [Language shown within brackets and with strikethroughs is proposed to be deleted.]

#### ARTICLE I—MEMBERSHIP

. . . .

SECTION 6. TERMINATION OF MEMBERSHIP.

. . . .

(b) Upon the withdrawal, death, or expulsion of a member, the membership of such member shall thereupon terminate, and the termination of membership shall be reflected in the records of the Cooperative. Termination of membership in any manner shall not release a member or the estate from any debts due the Cooperative. An estate of a deceased member is not a member unless the estate applies for membership in the name of the estate.

#### **BYLAW PROPOSITION NO. 3**

#### REDUCING QUORUM REQUIREMENT TO MATCH STATE LAW

**PROPOSITION 3:** The Bylaws currently state that a quorum for the annual meeting requires ten percent (10%) of the members present in person. Alaska state law allows a lower quorum requirement of the lesser of 50 members or 5% of the total number of members. There is no legal reason to have a stricter quorum requirement than state law requires.

Key—Language shown in blue underlined type is proposed to be added [Language shown within brackets and with strikethroughs is proposed to be deleted.]

#### ARTICLE III—MEETINGS OF MEMBERS

. . . .

SECTION 4. QUORUM. The lesser of Five Percent (5%) or fifty (50) Ten percent (10%) of voting members present in person at any annual or special meeting shall constitute a quorum. If less than a quorum is present at any meeting, a majority of those present in person may adjourn the meeting from time to time without notice, provided, that the Secretary shall notify any absent members of the time and place of such adjourned meeting. For purposes of determining a quorum, a member who votes on a matter by mail or electronic means in accordance with Article III Section 5(b)-(c) is considered to have attended the meeting in person for the matter on which the member voted.



# DIRECTOR ELECTION

Below are the names of nominees for director. All candidates must meet the director qualifications as listed in the Cooperative Bylaws to become a director. Check the box or write in up to three (3) candidates of your choosing.

# Vote for no more than three (3) directors. (check the box)

☐ Bernadette J. Adams (INCUMBENT)	☐ James Q. Pebley
□ Don A. Nungasak (INCUMBENT)	☐ Todd L. Sformo
☐ Tina A. Wolgemuth (INCUMBENT)	☐ Joanne A. Simmonds
☐ Jennifer T. Brower	□ Crystal L. Tula'i
☐ Brower A. Frantz	☐ Marcus G. Williams
□ Rita M. Frantz	□ Vera A. Williams
☐ Samuel A. Patkotak	☐ James C. Wolgemuth
☐ Write-in:	
□ Write-in:	
□ Write-in:	

# **BYLAW AMENDMENTS**

**Instructions:** Please review the Bylaw Proposition Pamphlet regarding the bylaw amendments prior to casting your ballot.

<b>PROPOSITION 1:</b> Should Prop QUALIFICATIONS, improving q		
YES	NO 🗆	
PROPOSITION 2: Should Prop TERMINATION OF MEMBERSI		
YES	NO 🗆	
<b>PROPOSITION 3:</b> Should Proposec 4, QUORUM, reducing quorus		
YES	NO	



PO Box 449 Barrow, Alaska 99723 Phone 907-852-6166 Fax 907-852-6372

#### **AGENDA**

2025 Annual Membership Meeting Agenda Barrow High School Auditorium Barrow, Alaska 99723 Thursday, June 5, 2025 7:00 p.m.

Food will be available, starting 30 minutes before the meeting is called to order.

I.	Call	to	Ord	ler

- II. Roll Call of the Board Members
- III. Invocation
- IV. Appointment of a Parliamentarian
- V. Determination of a Quorum
- VI. Reading of Notice of Meeting and Proof of Mailing
- VII. Approval of Agenda
- VIII. Approval of Minutes
- IX. Final Call for Ballots

#### [5-minute Intermission]

- X. Presentation of Reports
  - a. President's Report
  - b. General Manager's Report
  - c. Treasurer's Report
- XI. Member Concerns
- XII. Announcement of Election Results
- XIII. Unfinished Business
- XIV. New Business
- XV. Drawing for Door Prizes
- XVI. Adjournment



PO Box 449 Utqiagvik, Alaska 99723 Phone 907-852-6166

#### President's Report

2024 was a year of change, challenges, and accomplishments for our cooperative. Early last year, we lost a longtime friend and board member, Price Qaiyaan Brower. Price was well known and respected in the utility arena, locally and nationwide. We are truly grateful for the leadership he provided and the iconic presence he left as a BUECI representative.

In January 2024, we completed the executive search process to replace longtime employee and General Manager (GM) Timothy Russell upon his retirement. The Board of Directors selected and welcomed our new GM, Yves D. Kanik Brower. He brings with him 20+ years of experience as a long serving employee of BUECI as well as other pertinent experience from outside the cooperative. We are confident that he'll lead BUECI in a positive, productive, and safe direction for all our members and employees.

The Board of Directors recognizes the ongoing need to maintain and upgrade our current infrastructure and equipment to provide essential services for our community. However, more funding is needed in order to achieve these goals. With our current limited resources available, tough decisions were made to increase tariffs for Electric, Natural Gas, and Water Production. Even with these increases, we are proud to say that we are still one of the most affordable utility companies in Alaska. These tariff adjustments also included the elimination of the 10% discount program which gave BUECI \$1.49 million dollars to help meet our current expenses with operations, maintenance, and capital projects. We will continue to monitor and adhere to our fiduciary duties to ensure the stability of our cooperative. Foremost, BUECI is continually looking for grants both internally and with local partnerships like ICAS, COU and the NSB. In 2023, we hired TRIBN, LLC to help seek grant funding year round for all aspects of our utilities and improvement projects. Together, our management team and board strive to make the improvements we need with limiting our impacts to our members.

Staying in line with our commitment to keep our Directors informed and updated with current facets of utility cooperative success, I'd like to congratulate Bernadette A. Fischer for earning her Director Gold Certificate as well as Freida N. Moore for earning her Board Leadership Certificate. I'd also like to express my gratitude to the board for devoting their time away from work and home to achieving 100% all board member certification. This accomplishment shows the dedication each of us have to making the best decisions possible for BUECI.

BUECI has always believed in giving back to our community and investing in our youth. We continue to be vital support to our families in need, our young leaders heading to college, and our children who want to expand their knowledge of the world around us. Throughout 2024, our crew spent many hours providing essential gravedigging services to 32 families. We are honored to provide this kind of support to the many families during their time of need.

We've also paid out \$9,000 in academic scholarships for 6 students to assist them in obtaining higher education. In addition, BUECI donated \$64,480 to various youth, cultural and community programs.

On behalf of the Board of Directors and Senior Leadership team, I am pleased to submit BUECI's 2024 Annual Report for your consideration. Quyanaq!

Tina A. Wolgemuth President



PO Box 449 Utqiagvik, Alaska 99723 Phone 907-852-6166

#### Treasurer's Report

Paglagivsi,

The Annual Financial Report for the year ending December 31, 2024, contains the audited 2024 Balance Sheets and Statement of Revenues and Changes in Patronage Capital, completed by the Certified Public Accounting firm, BDO, LLP.

Compared to last year, the total operating revenues increased by \$365,537 for the year 2024. Of this increase, 11% is from electric, gas and water revenue and 89% is from BUS Water and Sewer cost reimbursements. The total operating expenses increased by \$1,505,073, which is mostly driven by the increase in administrative and general expenses.

The Cooperative's construction work in progress ended the year with \$2,176,767, which increased from the prior year's total by \$610,017. Also, the Cooperative's net long-term debt decreased by \$1,304,757. The projects reflected in this balance are aimed at extending services to members, improving services to existing members, and replacing equipment at the end of its useful life. These projects also help the Cooperative to provide additional capacity to meet demands and to increase service reliability to members.

During 2024, BUECI ended the year with net margins of \$219,386, resulting in an increase of member equity to a total of \$23,442,860. 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,

Don Nungasak Treasurer



PO Box 449 Utqiagvik, Alaska 99723 Phone 907-852-6166

#### 2024 General Manager's Report

One of my first priorities as the new General Manager was to elevate the already outstanding safety processes that we have at BUECI. We hired an Alaskan owned, employee safety & health consultancy. Together with MBS, LLC, we have run safety audits on all our facilities and are creating a new Safety Program. During 2024, we had 15 accidents, with 10 of the accidents being minor and 5 beyond first aid. With the partnership of MBS, and the extensive work being done by supervisors and employees alike, our incident rate has decreased.

2024 was a year of growth in relation to human resources and employee development. At the end of December, we had 79 fulltime employees. During the year, we hired 13 new employees, had 10 employee resignations, trained 14 student hires in the Student Hire Program, made 3 internal employee transfers, and promoted 4 employees to higher positions. We had one employee retire after his monumental 39-year career with BUECI, Timothy W. Russell.

With a commitment to empower our employees with the skills and knowledge to perform their jobs at the highest level, we provided 38 training opportunities for our employees, in-house and out of town. While many of our training courses were specific to utility trade certifications or specialized careers, I wanted to highlight that we also provided larger scale training classes for our employees such as OSHA-10 Training and a Microsoft Excel course.

Regarding Operations, we have started tracking trouble calls that are called in by our members to better identify problem areas and to serve our members more effectively. For 2024, we had 242 Electric, 302 Gas, 386 Water, and 1,442 Sewer trouble calls. With this data, we can investigate the problems and find solutions to decreasing service interruptions.

Highlighting the major operations for the Barrow Utilidor System (BUS Plant), they conducted 11 water excavations, 2 sewer excavations, and 1 pump station excavation in 2024. They also upgraded the Wastewater Treatment Plant (WWTP) Device Net, completed the WWTP tent construction, and installed a stainless steel basin valve on MBR basin #1.

For the Utility Plant, we produced 83,916,198 gallons of potable water and sold 131,046,593 gallons of raw water. 49,726,680 kWh of electricity was generated, and we consumed 75,561 gallons of diesel to conduct all departments operations for 2024. We had 3 generation outages (equipment failure) with a total down-time of 5 hours and 44 minutes.

Electrical Distribution had 97 outages. They replaced 9 power poles and 8 transformers, and installed 6 new power poles and 3 new transformers. In 2024, we have 1,141 streetlights which are made up of 250 LED lights and 891 Sodium lights. We are continuing to switch out the old sodium lights with the newer LED lights.

Natural Gas had one gas outage, 5 excavations and the new CNG Station construction began.

With 1,154 active members in 2024, another area of progress we made was in our community outreach efforts. Among the many events held throughout the year, we participated in the high school career day, Piuraagiaqta parade, BHS graduation as well as committing a full day of lagoon clean up during the summer.

We've prioritized sending out public service announcements during outages or excavations and strive to keep our members informed.

Finally, I want to congratulate our BUECI staff on all their achievements. Our crews went above and beyond to help with 2 major incidents, the house fire at 378 Ogrook Street and the fire at the NSB Shipping & Receiving building. Although each department faced some adversity, our employees showed great resilience and turned incidents into learning opportunities. Please help me in congratulating Timothy Russell for receiving the Utility Systems Manager of the Year Award and Jonas M. Ahsoak Sr. for receiving the Small Wastewater System Person of the Year Award.

This concludes my 2024 General Manager's Report. Quyanaqpak!

Yves D. Kanik Brower General Manager



# DRAFT AUDITED FINANCIAL STATEMENTS

**BALANCE SHEET** 

Months ended December 31, 2024 and 2023

December 31,	2024	2023
Assets		
Utility Plant		
Electric utility plant	\$ 27,315,411	\$ 26,979,994
Gas utility plant	3,214,361	3,214,361
Water utility plant	24,680,549	24,440,660
Buildings and improvements	9,072,830	8,697,613
Vehicles and heavy equipment	3,161,928	3,161,928
Other general plant	2,044,891	1,926,608
Right of use asset - operating lease	715,999	715,999
Total utility plant in service	70,205,969	69,137,163
Construction work in progress	2,176,767	1,566,750
	, , , , , , , , , , , , , , , , , , , ,	, , , , ,
Total utility plant	72,382,736	70,703,913
Less accumulated depreciation and amortization	(39,008,269)	(36,731,974)
Net Utility Plant	33,374,467	33,971,939
Other Assets and Investments		
Restricted cash:		
Consumer deposits	128,372	130,435
Emergency fund	487,000	487,000
Restricted investments - certificate of deposit	25,000	25,000
Investments in associated organizations	3,025,690	3,116,939
Total Other Assets and Investments	3,666,062	3,759,374
Current Assets		
Cash - general	2,412,056	3,995,821
Investments		-
Consumer accounts receivable net of allowance for		
expected credit losses of \$122,723 in 2024 and \$122,596 in 2023	2,090,052	1,979,142
Other accounts receivable, net	5,065,900	3,903,347
Materials, fuel and supplies inventories	2,283,997	2,166,155
,	, , , , ,	, ,
Total Current Assets	11,852,005	12,044,465
Deferred Charges	1,925,294	2,165,956
Deletifed charges	1,723,274	2,100,700
Total Assets	\$ 50,817,828	\$ 51,941,734

# DRAFT AUDITED FINANCIAL STATEMENTS

BALANCE SHEET cont'd Months ended December 31, 2024 and 2023

December 31,	2024		2023
Equities and Liabilities			
Equities	^		
Memberships \$	4,698	5	4,698
Patronage capital	23,442,860		23,223,474
Other equities	2,238,541		2,216,504
Total Equities	25,686,099		25,444,676
Liabilities			
Long-term Liabilities			
Long-term debt, net of current portion	19,653,320		20,973,327
Leases payable, net of current portion	662,569		647,319
Total Long-term Liabilities	20,315,889		21,620,646
Current Liabilities			4 555 547
Current maturities of long-term debt	1,319,064		1,390,817
Current portion of leases payable	19,090		34,340
Accounts payable	1,675,705		1,235,376
Consumer deposits	128,972		130,435
Accrued payroll and benefits	353,876		747,761
Accrued interest	7,471		8,865
Total Current Liabilities	3,504,178		3,547,594
Deferred Credits			
Consumer advances	304,506		307,457
Allocations due to North Slope Borough	1,007,156		1,021,361
Total Deferred Credits	1,311,662		1,328,818
Total Liabilities	25,131,729		26,497,058
Total Equities and Liabilities \$	50,817,828	\$	51,941,734

# DRAFT AUDITED FINANCIAL STATEMENTS

STATEMENT OF REVENUES & CHANGES IN PATRONAGE CAPITAL For Years Ended December 31, 2024 and 2023

Departing Revenues   Electric service   \$ 7,131,115   \$ 7,036,031				
Electric service	Years Ended December 31,		2024	2023
Gas service         2,898,005         2,939,599           Water sales         4,895,496         4,907,590           Service revenue:         4,895,496         4,907,590           Barrow Utilidor System sewage collection         9,469,208         9,408,094           Barrow Utilidor System sewage collection         8,735,182         8,472,155           Total Operating Revenues         33,129,006         32,763,469           Operating Expenses         755,674         733,739           Gas for generation         743,963         766,089           Gas for resale         755,674         733,739           Water for resale         3,708,523         3,824,509           Operatins and maintenance:         1,595,293         1,567,083           Electric production         1,434,969         1,168,759           Gas distribution         1,235,333         733,095           Water production and distribution         1,597,333         1,395,178           Barrow Utilidor System water distribution         3,224,376         3,240,074           Barrow Utilidor System sewage collection         5,228,065         5,115,366           Consumer accounts         653,899         663,551           Consumer accounts         889,5250         8,105,966 <t< td=""><td>Operating Revenues</td><td></td><td></td><td></td></t<>	Operating Revenues			
Water sales         4,895,496         4,907,590           Service revenue:         9,469,208         9,408,094           Barrow Utilidor System water distribution         8,735,182         8,472,155           Total Operating Revenues         33,129,006         32,763,469           Operating Expenses         743,963         766,089           Gas for generation         743,963         766,089           Gas for resale         3,708,523         3,824,509           Operatings and maintenance:         Electric production         1,595,293         1,567,083           Electric distribution         1,434,969         1,168,759         3,667,083           Electric distribution         1,595,293         1,567,083         1,567,083           Electric distribution         1,595,293         1,567,083         1,567,083         1,567,083           Electric distribution         1,595,293         1,567,083	Electric service	\$	7,131,115 \$	7,036,031
Service revenue:         Barrow Utilidor System water distribution         9,469,208         9,408,098         8,735,182         8,472,155         8,472,155         8,472,155         7,553,469         32,763,469         32,753,739         32,75	Gas service		2,898,005	2,939,599
Barrow Utilidor System water distribution   9,469,208   8,735,182   8,472,155     Total Operating Revenues   33,129,006   32,763,469     Operating Expenses   743,963   766,089     Gas for generation   743,963   766,089     Gas for resale   755,674   733,739     Water for resule   755,674   733,739     Water production   1,595,293   1,567,083     Electric distribution   1,434,969   1,168,759     Gas distribution   1,235,383   737,054     Water production and distribution   1,597,333   1,395,713     Barrow Utilidor System water distribution   3,224,376   3,240,074     Barrow Utilidor System water distribution   5,228,085   5,115,386     Consumer accounts   653,989   663,651     Administrative and general   8,895,250   8,105,966     Taxes   878,777   797,443     Depreciation   2,206,791   2,538,402     Total Operating Expenses   32,158,406   30,653,333     Operating margins before fixed charges   970,600   2,110,136     Fixed Charges - interest on long-term debt   826,744   889,903     Operating margins after fixed charges   143,856   1,220,233     Nonoperating Margins   1,237,568   1,453,437     Interest income   285,545   378,327     Interest on consumer deposits   77,530   233,204     Net Nonoperating Margins   75,530   233,204     Net Monoperating Margins   75,530   233,204     Net margins   75,530   233,204     Patronage Capital, beginning of year   23,223,474   22,464,310     Patronage Capital, beginning of year   23,223,474   22,464,310     Patronage Capital distributions   - (694,273)	Water sales		4,895,496	4,907,590
Barrow Utilidor System sewage collection         8,735,182         8,472,155           Total Operating Revenues         33,129,006         32,763,469           Operating Expenses         743,963         766,089           Gas for generation         755,674         733,739           Water for resale         3,708,523         3,824,509           Operatins and maintenance:         1,595,293         1,567,083           Electric production         1,434,969         1,168,759           Gas distribution         1,235,383         737,054           Water production and distribution         1,235,383         737,054           Water production and distribution         1,597,333         1,395,178           Barrow Utilidor System water distribution         3,224,376         3,240,074           Barrow Utilidor System sewage collection         5,228,085         5,115,386           Consumer accounts         653,989         663,651           Administrative and general         8,895,250         8,105,989           Taxes         878,777         797,443           Depreciation         2,206,791         2,538,402           Total Operating Expenses         32,158,406         30,653,333           Operating margins before fixed charges         970,600         2,1	Service revenue:			
Total Operating Revenues   33,129,006   32,763,469	Barrow Utilidor System water distribution		9,469,208	9,408,094
Operating Expenses         743,963         766,089           Gas for generation         743,963         766,089           Gas for resale         3,708,523         3,824,509           Operations and maintenance:         Electric production         1,595,293         1,567,083           Electric distribution         1,434,969         1,168,759           Gas distribution         1,253,383         737,054           Water production and distribution         1,597,333         1,395,178           Barrow Utilidor System water distribution         3,224,376         3,240,074           Barrow Utilidor System sewage collection         5,228,085         5,115,386           Consumer accounts         653,989         663,651           Administrative and general         8,895,250         8,105,966           Taxes         878,777         797,443           Depreciation         2,206,791         2,538,402           Total Operating Expenses         32,158,406         30,653,333           Operating margins before fixed charges         970,600         2,110,136           Fixed Charges - interest on long-term debt         826,744         889,903           Nonoperating Margins         -         -         (774           Income (loss) from investments in associate	Barrow Utilidor System sewage collection	A	8,735,182	8,472,155
Gas for generation       743,963       766,089         Gas for resale       755,674       733,739         Water for resale       3,708,523       3,824,509         Operations and maintenance:       Electric production       1,595,293       1,567,083         Electric distribution       1,235,383       737,054         Gas distribution       1,257,333       1,395,178         Marrow Utilidor System water distribution       3,224,376       3,240,074         Barrow Utilidor System sewage collection       5,228,085       5,115,386         Consumer accounts       663,651       663,651         Administrative and general       8,895,250       8,105,966         Taxes       878,777       797,443         Depreciation       2,206,791       2,538,402         Total Operating Expenses       32,158,406       30,653,333         Operating margins before fixed charges       970,600       2,110,136         Fixed Charges - interest on long-term debt       826,744       889,903         Operating Margins       1       1,220,233         Nonoperating Margins       2       2,7553       (7,235         Interest on consumer deposits       -       -       (774         Income (loss) from investments	Total Operating Revenues		33,129,006	32,763,469
Gas for resale         755,674         733,739           Water for resale         3,708,523         3,824,509           Operations and maintenance:         1,595,293         1,567,083           Electric production         1,595,293         1,567,083           Electric distribution         1,434,969         1,168,759           Gas distribution         1,235,383         737,054           Water production and distribution         3,224,376         3,240,074           Barrow Utilidor System water distribution         3,224,376         3,240,074           Barrow Utilidor System sewage collection         5,228,085         5,115,386           Consumer accounts         653,989         663,651           Administrative and general         8,895,250         8,105,966           Taxes         87,777         797,443           Depreciation         2,206,791         2,538,402           Total Operating Expenses         32,158,406         30,653,333           Operating margins before fixed charges         970,600         2,110,136           Fixed Charges - interest on long-term debt         826,744         889,903           Operating Margins         1         1,220,233           Nonoperating Margins         285,545         378,327	Operating Expenses			
Water for resale       3,708,523       3,824,509         Operations and maintenance:       1,595,293       1,567,083         Electric production       1,595,293       1,567,083         Electric distribution       1,434,969       1,168,759         Gas distribution       1,235,383       737,054         Water production and distribution       1,597,333       1,395,178         Barrow Utilidor System water distribution       3,224,376       3,240,074         Barrow Utilidor System sewage collection       5,228,085       5,115,386         Consumer accounts       653,989       663,651         Administrative and general       8,895,250       8,105,966         Taxes       87,777       797,443         Depreciation       2,206,791       2,538,402         Total Operating Expenses       32,158,406       30,653,333         Operating margins before fixed charges       970,600       2,110,136         Fixed Charges - interest on long-term debt       826,744       889,903         Nonoperating Margins       143,856       1,220,233         Nonoperating Margins       27,553       (7,215         Interest on consumer deposits       27,553       (7,235         Donations       237,568       (137,114 </td <td>Gas for generation</td> <td></td> <td>743,963</td> <td>766,089</td>	Gas for generation		743,963	766,089
Operations and maintenance:         1,595,293         1,567,083           Electric production         1,434,969         1,168,759           Gas distribution         1,235,383         737,054           Water production and distribution         1,597,333         1,395,178           Barrow Utilidor System water distribution         3,224,376         3,240,074           Barrow Utilidor System sewage collection         5,228,085         5,115,386           Consumer accounts         653,989         663,651           Administrative and general         8,895,250         8,105,966           Taxes         878,777         797,443           Depreciation         2,206,791         2,538,402           Total Operating Expenses         32,158,406         30,653,333           Operating margins before fixed charges         970,600         2,110,136           Fixed Charges - interest on long-term debt         826,744         889,903           Operating margins after fixed charges         143,856         1,220,233           Nonoperating Margins         1         7,553         (7,235           Interest income         285,545         378,327         (7,245           Donations         27,553         (7,235         (7,235           Donations	Gas for resale		755,674	733,739
Electric production       1,595,293       1,567,083         Electric distribution       1,434,969       1,168,795         Gas distribution       1,235,383       737,054         Water production and distribution       1,597,333       1,395,178         Barrow Utilidor System water distribution       3,224,376       3,240,074         Barrow Utilidor System sewage collection       5,228,085       5,115,386         Consumer accounts       653,989       663,651         Administrative and general       8,895,250       8,105,966         Taxes       878,777       797,443         Depreciation       2,206,791       2,538,402         Total Operating Expenses       32,158,406       30,653,333         Operating margins before fixed charges       970,600       2,110,136         Fixed Charges - interest on long-term debt       826,744       889,903         Operating margins after fixed charges       143,856       1,220,233         Nonoperating Margins       1       1,220,233         Interest on consumer deposits       -       (774         Income (loss) from investments in associated organizations       27,553       (7,235         Donations       (237,568)       (137,144         Net margins       219,386	Water for resale		3,708,523	3,824,509
Electric distribution	Operations and maintenance:	P .		
Gas distribution       1,235,383       737,054         Water production and distribution       1,597,333       1,395,178         Barrow Utilidor System water distribution       3,224,376       3,240,074         Barrow Utilidor System sewage collection       5,228,085       5,115,386         Consumer accounts       653,989       663,651         Administrative and general       8,895,250       8,105,966         Taxes       878,777       797,443         Depreciation       2,206,791       2,538,402         Total Operating Expenses       32,158,406       30,653,333         Operating margins before fixed charges       970,600       2,110,136         Fixed Charges - interest on long-term debt       826,744       889,903         Operating margins after fixed charges       143,856       1,220,233         Nonoperating Margins       285,545       378,327         Interest income       285,545       378,327         Income (loss) from investments in associated organizations       27,553       (7,235         Donations       (237,568)       (137,114         Net Monoperating Margins       75,530       233,204         Net margins       219,386       1,453,437         Patronage Capital distributions       - (694,2	Electric production		1,595,293	1,567,083
Water production and distribution       1,597,333       1,395,178         Barrow Utilidor System water distribution       3,224,376       3,240,074         Barrow Utilidor System sewage collection       5,228,085       5,115,386         Consumer accounts       653,989       663,651         Administrative and general       8,895,250       8,105,966         Taxes       878,777       797,443         Depreciation       2,206,791       2,538,402         Total Operating Expenses       32,158,406       30,653,333         Operating margins before fixed charges       970,600       2,110,136         Fixed Charges - interest on long-term debt       826,744       889,903         Operating margins after fixed charges       143,856       1,220,233         Nonoperating Margins       285,545       378,327         Interest income       285,545       378,327         Income (loss) from investments in associated organizations       27,553       (7,235         Donations       (237,568)       (137,114         Net margins       75,530       233,204         Net margins       219,386       1,453,437         Patronage Capital, beginning of year       23,223,474       22,464,310         Patronage capital distributions       <	Electric distribution		1,434,969	1,168,759
Barrow Utilidor System water distribution       3,224,376       3,240,074         Barrow Utilidor System sewage collection       5,228,085       5,115,386         Consumer accounts       653,989       663,651         Administrative and general       8,895,250       8,105,966         Taxes       878,777       797,443         Depreciation       2,206,791       2,538,402         Total Operating Expenses       32,158,406       30,653,333         Operating margins before fixed charges       970,600       2,110,136         Fixed Charges - interest on long-term debt       826,744       889,903         Operating margins after fixed charges       143,856       1,220,233         Nonoperating Margins       285,545       378,327         Interest on consumer deposits       -       (774         Income (loss) from investments in associated organizations       27,553       (7,235         Donations       237,568       (137,114         Net Monoperating Margins       75,530       233,204         Net margins       219,386       1,453,437         Patronage Capital, beginning of year       23,223,474       22,464,310         Patronage capital distributions       -       (694,273	Gas distribution		1,235,383	737,054
Barrow Utilidor System sewage collection       5,228,085       5,115,386         Consumer accounts       653,989       663,651         Administrative and general       8,895,250       8,105,966         Taxes       878,777       797,443         Depreciation       2,206,791       2,538,402         Total Operating Expenses       32,158,406       30,653,333         Operating margins before fixed charges       970,600       2,110,136         Fixed Charges - interest on long-term debt       826,744       889,903         Operating margins after fixed charges       143,856       1,220,233         Nonoperating Margins       285,545       378,327         Interest on consumer deposits       -       (774         Income (loss) from investments in associated organizations       27,553       (7,235         Donations       237,568       (137,114         Net Monoperating Margins       75,530       233,204         Net margins       219,386       1,453,437         Patronage Capital, beginning of year       23,223,474       22,464,310         Patronage capital distributions       -       (694,273	Water production and distribution		1,597,333	1,395,178
Consumer accounts       653,989       663,651         Administrative and general       8,895,250       8,105,966         Taxes       878,777       797,443         Depreciation       2,206,791       2,538,402         Total Operating Expenses       32,158,406       30,653,333         Operating margins before fixed charges       970,600       2,110,136         Fixed Charges - interest on long-term debt       826,744       889,903         Operating margins after fixed charges       143,856       1,220,233         Nonoperating Margins       285,545       378,327         Interest income       285,545       378,327         Income (loss) from investments in associated organizations       27,553       (7,235         Donations       (237,568)       (137,114         Net Monoperating Margins       75,530       233,204         Net margins       219,386       1,453,437         Patronage Capital, beginning of year       23,223,474       22,464,310         Patronage capital distributions       -       (694,273	Barrow Utilidor System water distribution		3,224,376	3,240,074
Administrative and general 8,895,250 8,105,966 Taxes 878,777 797,443 Depreciation 2,206,791 2,538,402  Total Operating Expenses 32,158,406 30,653,333 Operating margins before fixed charges 970,600 2,110,136  Fixed Charges - interest on long-term debt 826,744 889,903 Operating margins after fixed charges 143,856 1,220,233  Nonoperating Margins Interest income 285,545 378,327 Interest on consumer deposits - (774 Income (loss) from investments in associated organizations 27,553 (7,235 Donations 75,530 233,204  Net Monoperating Margins 219,386 1,453,437  Patronage Capital, beginning of year 23,223,474 22,464,310  Patronage capital distributions - (694,273)	Barrow Utilidor System sewage collection		5,228,085	5,115,386
Taxes       878,777       797,443         Depreciation       2,206,791       2,538,402         Total Operating Expenses       32,158,406       30,653,333         Operating margins before fixed charges       970,600       2,110,136         Fixed Charges - interest on long-term debt       826,744       889,903         Operating margins after fixed charges       143,856       1,220,233         Nonoperating Margins       285,545       378,327         Interest income       285,545       378,327         Income (loss) from investments in associated organizations       27,553       (7,235         Donations       (237,568)       (137,114         Net Nonoperating Margins       75,530       233,204         Net margins       219,386       1,453,437         Patronage Capital, beginning of year       23,223,474       22,464,310         Patronage capital distributions       - (694,273)	Consumer accounts		653,989	663,651
Depreciation   2,206,791   2,538,402	Administrative and general		8,895,250	8,105,966
Total Operating Expenses         32,158,406         30,653,333           Operating margins before fixed charges         970,600         2,110,136           Fixed Charges - interest on long-term debt         826,744         889,903           Operating margins after fixed charges         143,856         1,220,233           Nonoperating Margins         285,545         378,327           Interest income         285,545         378,327           Interest on consumer deposits         -         (774           Income (loss) from investments in associated organizations         27,553         (7,235           Donations         (237,568)         (137,114           Net Nonoperating Margins         75,530         233,204           Net margins         219,386         1,453,437           Patronage Capital, beginning of year         23,223,474         22,464,310           Patronage capital distributions         -         (694,273)	Taxes		878,777	797,443
Operating margins before fixed charges         970,600         2,110,136           Fixed Charges - interest on long-term debt         826,744         889,903           Operating margins after fixed charges         143,856         1,220,233           Nonoperating Margins         285,545         378,327           Interest income         285,545         378,327           Interest on consumer deposits         -         (774           Income (loss) from investments in associated organizations         27,553         (7,235           Donations         (237,568)         (137,114           Net Nonoperating Margins         75,530         233,204           Net margins         219,386         1,453,437           Patronage Capital, beginning of year         23,223,474         22,464,310           Patronage capital distributions         -         (694,273)	Depreciation		2,206,791	2,538,402
Fixed Charges - interest on long-term debt         826,744         889,903           Operating margins after fixed charges         143,856         1,220,233           Nonoperating Margins         285,545         378,327           Interest income         285,545         378,327           Interest on consumer deposits         -         (774           Income (loss) from investments in associated organizations         27,553         (7,235           Donations         (237,568)         (137,114           Net Nonoperating Margins         75,530         233,204           Net margins         219,386         1,453,437           Patronage Capital, beginning of year         23,223,474         22,464,310           Patronage capital distributions         -         (694,273)	Total Operating Expenses		32,158,406	30,653,333
Operating margins after fixed charges         143,856         1,220,233           Nonoperating Margins         285,545         378,327           Interest income         285,545         378,327           Income (loss) from investments in associated organizations         27,553         (7,235           Donations         (237,568)         (137,114           Net Nonoperating Margins         75,530         233,204           Net margins         219,386         1,453,437           Patronage Capital, beginning of year         23,223,474         22,464,310           Patronage capital distributions         -         (694,273)	Operating margins before fixed charges		970,600	2,110,136
Nonoperating Margins Interest income 285,545 378,327 Interest on consumer deposits - (774 Income (loss) from investments in associated organizations 27,553 (7,235 Donations (237,568) (137,114  Net Nonoperating Margins 75,530 233,204  Net margins 219,386 1,453,437  Patronage Capital, beginning of year 23,223,474 22,464,310  Patronage capital distributions - (694,273)	Fixed Charges - interest on long-term debt		826,744	889,903
Interest income       285,545       378,327         Interest on consumer deposits       -       (774         Income (loss) from investments in associated organizations       27,553       (7,235         Donations       (237,568)       (137,114         Net Nonoperating Margins       75,530       233,204         Net margins       219,386       1,453,437         Patronage Capital, beginning of year       23,223,474       22,464,310         Patronage capital distributions       -       (694,273)	Operating margins after fixed charges		143,856	1,220,233
Interest on consumer deposits Income (loss) from investments in associated organizations Donations  Net Nonoperating Margins  Net margins  Patronage Capital, beginning of year  Patronage capital distributions  - (694,273	Nonoperating Margins			
Income (loss) from investments in associated organizations         27,553         (7,235           Donations         (237,568)         (137,114           Net Nonoperating Margins         75,530         233,204           Net margins         219,386         1,453,437           Patronage Capital, beginning of year         23,223,474         22,464,310           Patronage capital distributions         -         (694,273)	Interest income		285,545	378,327
Donations         (237,568)         (137,114)           Net Nonoperating Margins         75,530         233,204           Net margins         219,386         1,453,437           Patronage Capital, beginning of year         23,223,474         22,464,310           Patronage capital distributions         -         (694,273)	Interest on consumer deposits		-	(774
Net Nonoperating Margins         75,530         233,204           Net margins         219,386         1,453,437           Patronage Capital, beginning of year         23,223,474         22,464,310           Patronage capital distributions         -         (694,273)	Income (loss) from investments in associated organizations		27,553	(7,235
Net margins 219,386 1,453,437  Patronage Capital, beginning of year 23,223,474 22,464,310  Patronage capital distributions - (694,273	Donations		(237,568)	(137,114
Patronage Capital, beginning of year 23,223,474 22,464,310 Patronage capital distributions - (694,273	Net Nonoperating Margins		75,530	233,204
Patronage capital distributions - (694,273	Net margins		219,386	1,453,437
	Patronage Capital, beginning of year		23,223,474	22,464,310
Patronage Capital, end of year \$ 23,442,860 \$ 23,223,474	Patronage capital distributions		-	(694,273
	Patronage Capital, end of year	\$	23,442,860 \$	23,223,474



PO Box 449 Barrow, Alaska 99723 Phone 907-852-6166 Fax 907-852-6372

2024 ANNUAL MEETING
Ipalook Elementary School Gymnasium
Barrow, Alaska 99723
Monday, June 3, 2024
7:00 p.m.

\*\*DRAFT\*\*

Prior to the Call to Order of the meeting, registration was opened at precisely 5:30 p.m., and was open until it was declared closed promptly at 7:02 p.m.

#### I. Call to Order

President Frederick F. Brower declared that Registration was closed at 7:02 p.m.

President Frederick F. Brower called the meeting to order at 7:14 p.m. and welcomed all the members to the meeting. The meeting was delayed so that the members could be served food before the start of the meeting to satisfy member requests.

#### II. Roll Call of the Board Members

Secretary Frieda N. Moore conducted the roll call of the Board members.

**Board Members Present:** President Frederick F. Brower, Vice President Tina A. Wolgemuth, Secretary Frieda N. Moore, Treasurer Bernadette A. Fischer, Directors Don A. Nungasak, Lewis F. Brower, Bernadette J. Adams, Chastity Kayutak Olemaun, and Marie G. Stackhouse.

**Board Members Absent:** All board members were present.

Secretary Frieda N. Moore declared there were 9 directors present.

#### III. Invocation

Invocation was given by elder member Molly Pederson.

#### IV. Appointment of Parliamentarian and Introduction of GM & Guests

President Frederick F. Brower appointed the Cooperative's General Counsel John Andrew Leman of Kemppel, Huffman and Ellis, P.C., as parliamentarian for the 2024 Annual Meeting.

All the staff introduced themselves, starting with Parliamentarian John "Andy" Leman, General Manager Yves D. Brower, Accounting & Administrative Manager Maria "Tina" Ortilla, and Executive Assistant Annie Rexford.

#### V. Determination of a Quorum

Secretary Frieda N. Moore presented the determination of quorum.

Secretary Frieda N. Moore stated the current membership count of the Cooperative is comprised of 1,173 voting members as of close of the business day on April 23, 2024, the date of record set by the Cooperative's Board. The Bylaws of the Cooperative require at least ten percent (10%) of the members to be present at the Annual Meeting to establish a quorum, which is 117 members.

The Bylaws of the Cooperative also state that a member who votes by mail is considered to have attended the meeting in person for the matter on which the member voted.

In the matter of members present at the 2024 Annual Meeting, a quorum was established with 214 members present in person. The members that made up this quorum are as follows:

Aaliyah A. Leavitt and Gareth S. Ahmaogak; Alex Kaleak; Alexiah Ahkiviana and Brahunson K. Kaai; Allen Attungowruk; Allen C. and Ginger L. Snow; Allyson A. and Robert Terzioski; Amanda Burnell; Ambrosia E. Leavitt; Amon R. Barry, Jr.; Amy G. Maupin; Andrew D. Gray, Sr.; Angelito H. and Mary E. Gueco; Aniseko and Andrea D. Unutoa; Annie and Walter O. Oyagak; Anthony and Carolyn Edwardsen; Araina and Christopher Danner; Ardyce K. Nayakik and John W. Kignak; Arlene and Forrest Neakok; Arnold and Cynthia Spear; Audrey and Tua Mila; Ben and Fredricka Frantz; Berandette and John Adams; Bernadette Fischer; Beverly Eliason; Beverly F. Hugo; Bonnie Kalayauk and Kyle Ahkivgak; Brower Frantz; Carl and Jacquelyn Nayakik; Cassie Hopson; Charles D. and Rebecca Brower; Chase W. Cloe; Chastity G. Olemaun; Chloe R Mongoyak-Brower and Emiliano Sias; Christian W. and Trina M. Paul; Christina Aiken; Cindy R. and Christopher R. Alipon; Clara M. Brower; Clarissa E. Panningona; Clifford and Tracy Benson; Clinton Edwardson; Cora and Wayne Ahmaogak; Crystal Spencer; Crystal and Aukusitino Tula'i; Crystalynn Tula'i and Penitoa T. Takafua;

Cynthia Reilly; Daniel and Taihya N. Thomas; Darlene E. Leavitt; Darlene Kignak; Darlene Matumeak-Kagak; David J. Smith and Katie A. Roseberry; David L. Roghair; David Jr. and Augustine Matthews; David and Annie Moberg-Thompson; David P. and Esther A. Hopson; Debbie Suvlu; Deidre E. Simmonds and Frederick S. Tukle Jr.; Deva M. Nayukok; Dominique Kippi; Don and Nora Nungasak; Dora E. and Moises Diaz; Dora F. Brower; Dora T. Brower; Ebony C. Brown; Edith Suvlu; Elaine Solomon; Eleanor R. Saganna; Elizabeth and Robert Ahgeak; Elsie Itta; Elsie Pikok; Emma Koonaloak; Erin Hollingsworth; Ernest G. and Marie G. Stackhouse; Esther V. and Carol F. Edwardsen; Flossie Ahngasuk; Flossie Nageak; Forrest A. Enlow and Godiva M. Taumoepeau; Forrest D. Olemaun; Forrest J. Ahkiviana II; Frederick Brower; Frederick and Josie Kaleak; Frieda N. and Craig J. Moore Jr.; Gregory Overbay and Carrie K. Ningeok; Harold Nungasak Jr. and Olivea Aveoganna; Harry J. and Flora Brower; Helen Hopson; Herbert Toovak; Herman L. and Sylvia D. Ahsoak; Herman and Pamela Solomon; Isabel Brower; Isikeli Tua'i; Jackie E. and Lawrence Kayotuk; Jacqueline Okesene; Jacquelyn J. Tagarook; Jaleen S. and Jack A. Lyons; Jamie and Marcus G. Williams; Janet Ahsogeak; Jasmine Reich; Jeffrey Maupin; Jeffrey and Qinugan Roddy; Jerry C. and Ailepata Gogo; Joann and Solomona Unutoa; Joanne Simmonds; John K. Pikok; John and Kimberly R. Lambrecht; John M. Monnin; Jonas M. and Heidi Ahsoak; Jose M. and Patricia Sanchez; Julia and Robert S. Ningeok; Karen Burnell; Kathi Lynn K. Texeira; Keilani R. Simati; Kenneth U. Brower Jr.; Larshe D. Hoffland; Leo R. Kaleak; Lester Suvlu Jr. and Jolene Anashugak; Lewis and Roxanne Brower; Lewis C. Brower and Justice P. Maiava; Lilibeth Nageak; Linda M. Ahkiviana; Lisa M. Okpeaha; Lloyd I. Pikok; Lloyd and Alberta Kanayurak; Lonnie J. and Marie I. Solomon; Lottie Ahkivgak; Lottie and Donald W. Jones; Lucinda and Hayden S. Elliott; Lucy A. Okpik; Lucy Ann Pikok; Lynette Hepa; Mae Ahgeak; Maggie Nelson; Manusiu and Sione L. Tai; Margaret N. Ahmaogak; Mari Moore; Mariam Valenzuela; Marie Neakok; Marie R. Monexay; Marietta and Jordan L. Aiken; Mario's Pizza LLC; Mark and Emily Roseberry; Martha Neakok; Martha Stine; Mary A. Pikok; Mary J. Olemaun; Mattie Bodfish; Megan Edwardson; Michele Danner; Molly Ahgeak; Molly E. and Robert O. Akpik Jr.; Molly Pederson; Myrna and Robert Sarren; Nancy Ahsogeak; Neal Johnston; Ned T. and Dora Arey; Nelda N. Nungasak; Nicole Whiskey; Noel Ortilla; Olive Aamodt; Olive K. Brower; Paul J. and Kate Kignak; Pauline H. Olemaun; Payuq Ahsogeak and Sandra O. Nayakik; Pearl Brower; Phyllis and James Ivanoff; Polyshore; Prince J. Elliott; Ralph Tuckfield; Rebecca Toovak; Ree Jean M. Lucido; Reuben S. and Miriam Aiken; Rita M. Frantz; Robert F. and Tranquilynna U. Nageak; Robert J. Mercier; Robert S. and Alice Akpik; Roberta Oviok; Robyn G. and George K. Ahmaogak Jr.; Romero D. and Maria R. Mesina; Roseann E. Maupin and Ward N. Anashugak III; Roy E. Ahmaogak; Samantha Leavitt; Samuel P. Ahtuangaruak and Falaura E. Hopson; Sangram and Yvonne L. Biswokarma; Sarah M. Tua'i; Sarah Mila and Zachary T. Tiu; Sarah Neakok and Harry Ahngasuk Jr.; Scott's Superior Painting; Shannon and Francisco J. Esparza; Sharene Ahmaogak; Sheila H. and Ralph J. Burke; Sioeli L. and Mulugaveve Tu'ifua; Sondra M. Leavitt and Roderick C. Miguel; St. Patrick Catholic Church; Stephanie Lozano and Harvard R. Brown; Stephen S. and Katrina J. Watson; Steven F. Hopson and Melissa J. Gerke; Talagu Jr. and Jessica P. Ale;

Thea J. Leavitt; Theresa Akpik; Thomas W. Akpik; Tiffanie Oyagak; Timothy J. and Christina M. Barr; Tina A. Wolgemuth; Tony Oyagak; Tony R. Kaleak; Vera Itta; Vernon and Annie C. Rexford; Viane S. Vaina and Muaoina Au; Victor Koonaloak; Victoriano Ortilla Jr.; Virginia V. Bolt; Wilfredo and Maria C. Ortilla; William K. Leavitt; Yvonne Fonua; and Zachery Pili and Jocelyn M. Lampe.

In addition to the members present in person, 173 members returned a valid mail ballot, with a total of 454 votes, for the Director Elections and thus counted towards the quorum for this matter. It was declared at the 2024 Annual Meeting that there were 454 valid ballots instead of 454 valid votes resulting from 173 valid ballots. The members who were considered present for this matter were:

Alice D. Kagak; Amy G. Maupin; Angelito H. and Mary E. Gueco; Annie and Walter O. Oyagak; April D. Brooks; Agamak Q. and Eben J. Okpik; Ardyce K. Nayakik and John W. Kignak; Arlene M. Akpik; Arlene and Forrest Neakok; Arnold Jr. and Cheryl Brower; Arnold and Cynthia Spear; Audrey and Tua Mila; Avaiyak D. Aamodt; Bernice Okpeaha; Beverly A. Ahgeak; Beverly F. Hugo; Billy U. Leavitt; Bradley W. Stevens; BUECI; Carolyn Hopson; Catherine Hopson; Charles D. and Rebecca Brower; Charles E. Hopson; Charles R. Ungarook; Chloe R. Mongoyak-Brower and Emiliano Sias; Christian and Dorcas Stein; Christopher J. Rea; Christopher Savok; Clara D. Tagarook; Clarence A. Solomon; Clarence Tukle; Clifford and Tracy Benson; Clifford and Sherry Jones; Colleen F. Lemen; Cornerstone Community Church; Crystal Spencer; Crystal and Aukusitino Tula'i; David Moberg-Thompson and Annie Ahsoak; Dawn C. Clemons; Debbie Suvlu; Delbert S. Evikana; Denise L. Driggs; Denise Varner; Don and Nora Nungasak; Dora T. Brower; Dorcas Maupin; Doreen Ahmaogak; Dorothy Osborn; Douglas and Doreen Knodel; Earl V. Nashoalook; Eben R. Brower; Eddie M. Okpeaha; Edith Suvlu; Elaine Solomon; Eldon R. Fischer; Eleanor R. Saganna; Emma S. Kignak; Eric G. Brower; Eugene and Sophia T. Amling; Eugene and Charlotte Brower; Evelyn and Alex E. Sidon; Fannie M. Aiken; Flossie Ahngasuk; Flossie J. and William Phillips; Flossie K. Mongoyak; Flossie O. Tookak; Fred Kanayurak; Fred W. Miller; Frieda N. and Craig J. Moore Jr.; George S. Taalak; Glenn R. and Carolyn M. Edwards; Heather Lemen; Herman L. and Sylvia D. Ahsoak; Isaac and Marilyn Kalayauk; Isabel Brower; Isikeli Tua'i; James Sr. and Rhoda Leavitt; Jamie and Marcus G. Williams; Jeanne M. Evans; Jeffrey and Grace Leavitt; Jeffrey and Qinugan Roddy; Jennifer Simmonds; Jerry C. and Ailepata Gogo; Jim Brooks; Jimmy and Genina M. Arey; John M. Monnin; John and Susie Oyagak; John P. Nicholls; Jonathan T. Nelson and Camille L. Ortilla; Joji R. and Michael Phillips; Jose M. Labio; Joshua Okpik Jr.; Joy Oyagak; Julia Kaleak; Kate A. Akpik-Varner; Kathy Edwards; Katuk L. and Kuutuuq L. Danner; Kellen L. and Vera Patkotak; Kristin M. Gutierrez-Edwards; Kuutuuq Olemaun; Laura and Bryan Thomas; Leila H. and Waltter H. Valencia; Lewis and Roxanne Brower; Lewis C. Brower and Justice P. Maiava; Lillian Kaleak; Lillian Nageak; Lloyd and Estella Leavitt; Lloyd Panningona; Lottie and Donald W. Jones; Lucinda Stackhouse; Lucy Ann Pikok; Mae Ahgeak; Manusiu and Sione L. Tai; Margaret N. Ahmaogak; Margaret Ungarook; Maria C. Aguilar-Lopez and Erika Aguilar;

Marietta and Jordan L. Aiken; Marjorie and Eli J. Solomon; Martha Hopson; Martha L. Neakok; Martha Stine; Mary Ahkiviana; Mary J. Jacobs; Mary K. and Rick L. Rice; Mattie R. Ahmaogak; Max Adams Jr.; Melanie C. and Roxy Pikok; Melba Cabana-Redito; Michael and Martha Stackhouse; Miranda Rexford-Brown; Myra M. Lisbourne and Scott J. Huntsman; Nelda N. Nungasak; Nellie A. Gomez; Nellie O'Neill; Nicole Whiskey; Nora Rubio; NSB Police Department; Ora A. and Fred C. Elavgak; Patrick Okpeaha Jr.; Pauline H. Olemaun; Percy Nusunginya; Perry Pikok; Ralph Davis; Raymond Breer; Richard and Ethel Taalak; Richard Sr. and Esther Ungarook; Robbyn L. Igtanloc; Robert S. and Alice Akpik; Robert Villalon; Rosalinda Barreyro and Nikita M. San Agustin; Rosanna A. and Morris W. Lemen Jr.; Rosemarie T. Masanque-Perez and Anthony D. Perez; Roy E. Ahmaogak; Ruth M. Aiken; Scott and Corrine Danner; Sheldon K. Sr. and Nora Ann N. Adams; Sioeli L. and Mulugaveve Tu'ifua; Stephanie Sanchez; Stephen S. and Katrina J. Watson; Steven A. Kaleak Sr.; Sungwarn Wongkamsom; Suphamat Yeesaeng; Theresa Akpik; Thomas R. Drake II; Timothy Toovak; Tony R. Kaleak; Vernon and Annie C. Rexford; Veronica L. and Carlos T. Barzaga; Victoriano Ortilla Jr.; Wayne and Polly Toovak; William F. Leavitt Jr.; William Solomon; and Yves Brower and Heather M. Dingman.

#### VI. Reading of Notice of Meeting and Proof of Mailing

President Frederick F. Brower presented the Reading of Notice of Meeting and Proof of Mailing and requested that the reading be dispensed with.

A copy of the Notice of Meeting was mailed out to every member on Wednesday, May 1, 2024, and a copy of the Certificate of Mailing, accompanied by the Notice of Meeting, was given to each member who was present at the meeting.

Member Ben Frantz motioned, seconded by Member Roxanne Brower to dispense with the Reading of Notice of Meeting and Proof of Mailing.

Although the Reading of Notice of Meeting and Proof of Mailing was dispensed with, President Frederick F. Brower requested that Secretary Frieda N. Moore read them into the record. Secretary Frieda N. Moore read the Reading of Notice and Proof of Mailing into the record.

#### VII. Approval of Agenda

President Frederick F. Brower presented the agenda for approval.

Member Charles Brower motioned, seconded by member Herman Ahsoak, to approve the agenda as presented.

Question called for. Motion carried.

#### VIII. Recognition of Price E. Brower and Karl Derek Ahgeak

President Frederick F. Brower commented on the character and history of Karl Derek Ahgeak and Price E. Brower in relation to advancing Barrow Utilities and Electric Cooperative. He then presented to the Ahgeak and Brower families plaques honoring their dedicated service.

### IX. Approval of Minutes

President Frederick F. Brower presented the April 20, 2023-Annual Meeting Minutes for approval as presented and entertained a motion to dispense with the reading of the minutes.

Member Charles Brower motioned, seconded by member Vera Itta, to dispense with the reading of the minutes and approve the minutes as presented.

Question called for. Motion carried.

#### X. Final Call for Ballots

President Frederick F. Brower asked the parliamentarian John Andy Leman to review the rules for the election with the members.

John Andy Leman reminded the members that there would be no nominations from the floor and that the nomination process was already conducted by mail on March 15, 2024, to March 29, 2024, in accordance with Article IV, Section 4: Nominations, under the Bylaws. He also reminded the members that the nomination process was voted on and adopted by the membership during the 2021 Annual Meeting.

Parliamentarian John Andy Leman further notified the membership that after the nomination process was closed on March 29, 2024, that each nominee was vetted by the BUECI Administration to ensure that they met the Director Qualifications in order to take office if they are elected.

Parliamentarian John Andy Leman read Article IV, Section 3 of the Bylaws, which was the Director Qualifications.

President Frederick F. Brower notified the membership that Jasmine Reich, Lynette Hepa, Sarah Mila, and employee Jaleen Lyons were judges for the mail-in ballots. President Frederick F. Brower asked the membership for any objections to appoint the same committee to finish the in-person ballot count.

Member Charles Nasuk Brower asked when the bylaw rule for nominations from the floor changed. Parliamentarian John Andy Leman stated that it changed in 2021 and that it was to allow nominations by mail during the COVID pandemic and that it also allowed for elderly or handicapped members to give their nominations in a more accessible way. Director Don A. Nungasak translated in Inupiaq the question and the answer to the membership.

There were no objections to appointing Jasmine Reich, Lynette Hepa, Sarah Mila, and employee Jaleen Lyons to the election committee, thus they were appointed.

President Frederick F. Brower declared a 5-minute break to allow any last ballots to be cast from 7:38 p.m. to 7:43 p.m.

#### [5-minute Intermission]

President Frederick F. Brower asked for any final ballots to be cast. There were none, so he declared that the director election voting was officially closed.

#### XI. Presentation of Reports

#### a. President's Report

President Frederick F. Brower presented the 2023 President's Report in its entirety.

Member Rebecca Brower motioned, seconded by member Roxanne Brower, to approve the 2023 President's Report as presented.

President Frederick F. Brower asked if there was any discussion to be had. There was no discussion made.

Question called for. Motion carried.

#### b. General Manager's Report

Secretary Frieda N. Moore presented Timothy W. Russell's 2023 General Manager Report in its entirety.

Incoming General Manager Yves D. Brower also presented his letter to the membership in its entirety.

President Frederick F. Brower opened the floor for approval of the General Manager's Report.

Member Forrest D. Olemaun motioned, seconded by Charles Nasuk Brower, to approve the 2023 General Manager's Report as presented.

President Frederick F. Brower asked if there was any discussion to be had. There was no discussion made.

Question called for Motion carried

#### c. Treasurer's Report

Treasurer Bernadette A. Fischer gave notice of an error in the 2023 Financial Statement that was mailed to the membership in May 2023. She declared that a correction was made to the Materials, Fuel and Supplies Inventories line under Current Assets, 2022 column, and the amount was reported in error as \$1,934,43, but it should have been reported as \$1,934,943.

Treasurer Bernadette A. Fischer then presented the 2023 Treasurer's Report in its entirety.

President Frederick F. Brower opened the floor to the members for a Q&A session related to the Treasurer's Report.

There were no questions.

Member Forrest D. Olemaun motioned, seconded by member Charlie Nasuk Brower, to accept the 2023 Treasurer's Report.

Question called for. Motion carried.

President Frederick F. Brower declared a 30-minute break to serve 60-year anniversary cake to the membership, from 8:05 p.m. to 8:35 p.m.

#### [30-minute Intermission]

President Frederick F. Brower called the meeting back to order at 8:35 p.m.

#### XII. Special Presentation

A video presentation honoring BUECI's 60-year Anniversary was played for the membership.

#### XIII. Member Concerns

President Frederick F. Brower opened the floor to allow the members to make their comments and/or concerns.

Members raised various concerns which were addressed by BUECI Management and Board Officers.

A detailed dictation of the members' concerns and comments was given to the General Manager, Management, and Board Officers for further review and/or remediation.

#### XIV. Announcement of Election Results

Vice President Tina A. Wolgemuth announced the certified election results as follows:

Lewis F. Brower	185
Chastity Kayutak Olemaun	175
Frieda N. Moore	165
Charles Eugene Brower	98
Sarah M. Tua'i	81
James C. Wolgemuth	72
Tua Mila	67
Write Ins <i>(combined)</i>	19

It was determined upon the election results that **Lewis F. Brower, Chastity Kayutak Olemaun,** and **Frieda N. Moore** received the highest number of votes and thus were elected to the BUECI Board of Directors.

There were no Bylaw Propositions to be voted on.

#### XV. Unfinished Business

There was no Unfinished Business to be had.

#### XVI. New Business

President Frederick F. Brower asked the membership if there was any New Business to discuss.

There were no members who wanted to open any New Business.

XVII.	Drawing	for	Door	<b>Prizes</b>
-------	---------	-----	------	---------------

There were fourteen [14] BUECI contributions and thirty-two [32] other contributions offered as door prizes which were awarded to the members through a random drawing.

The membership expressed their wish to make sure the mail-in voting members are eligible for all the door prizes and not just the smaller door prizes.

# XVIII. Adjournment

Member Josie Kaleak motioned, seconded by *(unintelligible member name)*, to adjourn the meeting.

Question called for. Motion carried.

The meeting adjourned at 10:03 p.m.

Board Secretary	Board President	
Attest.		
Attest:		
Date Approved: [DATE]		



PO Box 449 Barrow, Alaska 99723 Phone 907-852-6166 Fax 907-852-6372

# 2025 Annual Membership Meeting DOOR PRIZES

To enter the door prize drawing, mail-in your ballots or register and vote at the BUECI Annual Membership Meeting on June 05, 2025 between 5:30 p.m. and 7:00 p.m., at the BHS Auditorium! You do not need to be present to win the Grand Prize, but you do need to be present to win all the other door prizes.

### **Door Prizes**

- 1. **GRAND PRIZE:** Liberty Centurion 12-Gun Safe
- 2. Eskimo Outbreak 850XD Insulated Pop-up Tent
- 3. Starlink Roam Mobile Mini
- 4. Dewalt 20V Max Power Tool Combo Kit
- 5. Kitchen Academy 17-Piece Cookware Set
- 6. 80-Quart Rolling Wagon Cooler/Ice Chest w/ 10" Wheels
- 7. Kolpin Stronghold Gun Boot/Case

#### **DONATED PRIZES:**

- 8. (8) \$250 Utility Credits **Donated by North Slope Borough**
- 9. (2) \$150 Utility Credits Donated by Scott's Superior Painting & Drywall, LLC
- 10. (2) \$100 Visa Gift Cards Donated by Kemppel, Huffman and Ellis
- 11. (1) \$100 Amazon Gift Card **Donated by PND Engineers**
- 12. (1) Cooler Backpack & Tools *Donated by PND Engineers*
- 13. (1) \$100 Amazon Gift Card **Donated by Hansen Transmission & Gear**
- 14. (1) \$100 Cash Prize **Donated by General Pacific, Inc.**
- 15. (1) \$50 Cash Prize **Donated by T&R Electric Supply Company Inc.**
- 16. Tote & Water Bottle **Donated by Alaska Gear Company**
- 17. Backpack Donated by NISC

Thank you to all the vendors who donated these wonderful prizes. Your support is greatly appreciated!

NOTE: We are still receiving donated prizes to give away at the Annual Meeting. An updated Prize List will be regularly posted on our Facebook Page.