



Board of Trustees
Regular Meeting
Spring 2022

Board of Trustees

Debby Edwardson

At-Large
Chairperson

Amos AguvlukNashookpuk

Vice Chairperson
Wainwright

Harlee Harvey

Secretary
Point Hope

Angelene Faulkner

Treasurer
Anaktuvuk Pass

Patricia Lloyd

Atqasuk

Ida Angasan

Kaktovik

Roxanne Brower

ASRC

Nora Jane Burns

NSBSD

Heather Dingman

Utqiaġvik

James Henry

Point Lay

Jeremy Kasak

Nuiqsut

President's Office

Justina Wilhelm

President

Clarissa Pelia

Executive Assistant &
Board Secretary



Board of Trustees – Regular Meeting Agenda

Time: 9:00am | Location: Dr. Albert Hall Conference Room
Zoom Call-In #: 833 548 0282 US Toll-free /Meeting ID: 578 379 2988
Zoom Passcode: **Board22!**
March 10, 2022

1. **Call to Order**
2. **Roll Call**
3. **Invocation/Moment of Silence**
4. **Oath of Office**
 - a. Jeremy Kasak
5. **Approval of the Agenda***
6. **Election of Officers ***
7. **Special Recognitions**
8. **Community Announcements**
 - a. Board
 - b. Public - Three minutes per individual
 - c. Student Body
 - d. Faculty Association
 - e. President
9. **Approval of Minutes* —December 2, 2021**
10. **Old Business**
11. **New Business**
 - a. President's Report*
 - b. Approval of 2nd Quarter Finance Report*
 - c. Approval of Resolution 2022-01*
A Resolution Amending the Ilisaġvik College Bylaws and the Board of Trustees Policies
 - d. Approval of Resolution 2022-02*
A Resolution Recommending the Amendment and Restatement of the Ilisaġvik College Articles of Incorporation
 - e. Approval of Resolution 2022-03*
A Resolution to the Rasmuson Foundation
 - f. Honorary Associate of Arts Degree Recipient*
12. **Action Items for Summer 2022 Meeting**
 - a. Summer 2021 Meeting Dates: June 15-16, 2022
13. **Executive Session**
14. **Reflection & Closing Comments**
15. **Informational Items**
16. **Adjournment**

*Faculty Meet & Greet Luncheon-
please grab lunch and meet in the
Dr. Albert Conference Room

OATH OF OFFICE

I, Jeremy Kasak, do solemnly swear (or affirm) that I will support the Constitution of the United States and State of Alaska and the Laws and Ordinances of the North Slope Borough, State of Alaska, and that I will faithfully and honestly perform the duties of the office of the Iñisaġvik College Board of Trustees, to the best of my ability.

Jeremy Kasak
Iñisaġvik College Board of Trustee Member

Subscribed and Sworn in before me this tenth day of March 2022

Deborah Edwardson, Chairperson
Iñisaġvik College Board of Trustees



MEMORANDUM

TO: Ilisaġvik College Board of Trustees

Through: Justina Wilhelm, President

From: Clarissa Pelia, Executive Assistant to the President

Date: February 28, 2022

SUBJECT: YEARLY BOARD ELECTIONS

Current Seats:

- Chairperson: Deborah Edwardson 1 year; (3/18/2021)
- Vice-Chairperson: Amos AguvlukNashookpuk, 4 years; (3/23/2018)
- Secretary: Harlee Harvey, 9 months; (6/17/21)
- Treasurer: Angelene Faulkner, 9 months; (6/17/21)

Article V, Section 2: Appointment and Term of Office. All officers of the corporation shall be appointed by the Board of Directors, and hold office at the pleasure of the Board of Directors. The provisions of this Article V, Section 2 apply to all offices except the office of President, which office is governed by the terms and conditions of an employment contract. Notwithstanding the foregoing, the officers shall be appointed by majority vote of the Board held at the first regular meeting in each calendar year, or at the first regular meeting following a vacancy in office.

Each officer shall be appointed for a term of one (1) year and shall hold office until the first of the following to occur: until such officer's successor shall have been duly appointed; or until such officer's death; or until such officer shall resign; or until such officer shall have been removed in the manner provided herein. A Director may serve in the same office for up to five (5) consecutive terms, after which such Director may not serve in that office for at least one (1) year before that Director may be appointed to that office. Appointment of an officer shall not in itself create contract rights.

*Elections for the roles: Chairperson, Vice-Chairperson, Secretary, and Treasurer will be every spring meeting. Trustees may not serve in any position longer than five (5) years consecutively.

VOTING PROCESS:

Since this will be a virtual meeting, please send in your votes via text to 907-887-3972 or call 907-852-1820.



Iḷisaġvik College
Board of Trustees Regular Meeting
December 2, 2021 | 9:00am
Dr. Tom Albert Conference Hall

I. Call to Order & Roll Call: Chairperson Debby Edwardson called the meeting to order at 9:02am.

Trustees present:

Heather Dingman, Utqiagvik
Patricia Lloyd, Atqasuk
Roxanne Brower, ASRC

Telephonically:

Angelene Faulkner, Treasurer,
Anaktuvuk Pass
Amos AguvlukNashookpuk,
Vice Chairperson, Wainwright
Debby Edwardson, Chairperson, At-Large
Harlee Harvey, Point Hope

Excused:

James Henry, Point Lay
Nora Jane Burns, NSBSD
Vacant, Nuiqsut

Unexcused:

Also in attendance:

Ann Marie Clark, Chief Financial Officer
Anton Edwardson, IT Manager
Asisaun Toovak, External Relations Coordinator
Caitlin Walls, Executive Director of Institutional Advancement
Christopher Danner, Marketing Manager
Clarissa Pelia, Executive Assistant to the President
David Hines, Compliance and Safety Manager
Deseree Salvador, Associate Professor
Dr. Birgit Meany, Dean of Instruction
Dr. Hal Haynes, Jr., Dean of Students
Dr. Kate O'Neill, Dean of Academic Affairs
Emily Gueco, Associate Dean of Students
Justina Wilhelm, President
Katie Roseberry, Coordinator, Iñupiaq Studies
Kimberlee Brent, Assistant Professor of Education
Kit Eisenhower, Workforce Development Manager
Nancy Grant, Director of Financial Aid
Nicole Evans, Dean of Administration
Robyn Burke, Executive Director of Human Resources
Serena Nesteby, Advancement Officer
Stephanie Edwardson, Registrar
Tom Caraway, Director of Maintenance & Operations

III. Invocation/Moment of Silence: Chairperson Edwardson led the invocation.

IV. Approval of the Agenda: Motion to approve the agenda as presented made by Vice Chairperson Nashookpuk, seconded by Trustee Angasan. Minutes were approved.

VI. Community Announcements:

1. **Board:** Trustees greeted everyone and provided updates on the overall activities that have taken place or upcoming activities taking place in their respective communities.
2. **Public:** None.
3. **Student Body:** Dr. Hal Haynes Jr., Dean of Students introduced Damon Bordeaux and expressed his thoughts and experiences at Iḷisaġvik College. Damon also shared some of the issues and concerns he has identified regarding the Iḷisaġvik facility.
4. **Faculty Association:** Deseree Salvador, Associate Professor, reported on departmental activities, accomplishments, and collaborations.
5. **President:** President Wilhelm acknowledged Iḷisaġvik employees and shared
6. Dr. Birgit Meany's retirement party and Chairperson Edwardson being at Washington, DC representing the Iḷisaġvik College.

VII. Special Recognitions: In recognition for her 15 years of service at Iļisaġvik College, Dr. Birgit Meany, was presented a plaque and recognized her as Dean of Instruction, Emerita. Trustees expressed their gratitude and well wishes.

VIII. Approval of Minutes – June 17, 2021: Motion to approve the minutes made by Vice Chairperson AguvlukNashookpuk, seconded by Trustee Ida Angasan. Call for question made by Trustee Brower. Minutes were approved.

IX. Old Business: None.

X. New Business:

A. President’s Report: Motion to approve the President’s report made by Trustee Angasan seconded by Trustee Brower. Call for question made by Trustee Faulkner. The motion passed.

B. Approval of FY21 Annual Audit: Motion to approve FY21 Annual Audit made by Trustee Lloyd, seconded by Trustee Dingman. Call for question made by Trustee Angasan. The motion passed.

C. Resolution 2021-12 FY23 Annual Budget: Motion to approve Resolution 2021-12 made by Trustee Angasan, seconded by Trustee Harvey. Call for question made by Trustee Dingman. The motion passed.

D. Resolution 2021-10 Transfer of Funds from Fund Balance to Foundation Endowment: Motion to approve Resolution 2021-10 made by Trustee Dingman, seconded by Vice Chairperson AguvlukNashookpuk. Call for question made by Trustee Angasan. The motion passed.

E. Resolution 2021-11 Transfer of Funds from Fund Balance: Motion to approve Resolution 2021-11 made by Trustee Lloyd, seconded by Trustee Angasan. Call for question made by Trustee Faulkner. The motion passed.

F. Resolution 2021-13 ICAS Board of Trustees Seat: Motion to approve Resolution 2021-11 made by Trustee Angasan seconded by Trustee Harvey. Call for question made by Vice Chairperson AguvlukNashookpuk. The motion passed.

XI. Executive Session: Executive session was called to discuss the President’s evaluation and Board of Trustees review.

XII. Action Items for Spring 2022 Meeting:

a. Accreditation Plan

- Send to BOT members
- Send accreditation summary

b. NSBSD Workshop on Indigenous Education

- Outreach to NSBSD
- Potential Wednesday Teacher in-service
- Review Career ladder alignment with NSBSD/IC

c. UIC Prep

- Prepare travel for those who plan to attend (Ida)

XIII. Reflections on Regular Meeting: Trustees reflected on the meeting: how it went, what went well, and what could have been done better.

XIV. Informational Items: As presented.

XV. Adjournment: The meeting adjourned at 11:49 PM.

ATTEST:

**Debby Edwardson, Chairperson
Iḷisaġvik College**

**Harlee Harvey, Secretary
Iḷisaġvik College**

DRAFT



MEMORANDUM

TO: Ilisaġvik College Board of Trustees
FROM: Justina Wilhelm, President
DATE: February 21, 2022
SUBJECT: President's Report Winter 2021 (January-March 2022)

Response to Winter 2021 Follow-Up

1. **ZOOM Information:** We have decided to keep the same password for each meeting to allow for ease of access. We plan to offer a couple zoom trainings, which will be optional for Trustee's to participate to help familiarize with our Zoom platform.
2. **NSBSD Indigenous Education | Paraprofessional Endorsements & Certificates:** Assistant Professor, Kimberlee Brent had two meetings with David Camp, NSBSD HR Director. Mr. Camp shared data related to number of paraprofessionals (about 60) that could be interested in pursuing higher education. Areas of discussion:
 - a) Alaska's state requirements for paraprofessionals working in K-12 schools (AA degree or 48 credits or high school diploma + passing praxis tests).
 - b) The NSBSD Career Ladder developed to incentivize and motivate paraprofessionals to seek higher levels of education.
 - c) Endorsement (10 cr) and Certificate I (19 cr) study plans and Praxis test prep.
 - d) Development of a Certificate II (30-34 cr) in the future.
 - e) Discussion regarding mismatch between the number of credits earned in each program and levels required for advancement on the Career Ladder. Mr. Camp suggested having another meeting that would include the Interim Superintendent.
 - f) Mr. Camp is currently researching policy on reimbursement to classified personnel for course costs as well as paras Tuition Waiver opportunities
 - g) Assistant Professor Brent plans to present the program proposal to Academic Council in March. Once passed, she will choose courses from the study plans to offer in the FA22 semester and will plan meetings both in-person and via Zoom to discuss with NSBSD admin and paraprofessionals seeking information about the program.
3. **New Ilisaġvik College Campus (NICC) Funding Overview** – Ilisaġvik presented to the UIC Board of Directors on 1/19/22. Chairperson Edwardson, President Wilhelm, Asisaun Toovak, External Affairs, and Damon Gordon (student) were present. We have reached out with Delbert Rexford in hopes to initiate the specifics that outline the long-term lease.
4. **NSBSD Query for proposed Joint Meeting- Monthly meetings** between NSBSD Superintendent and Asst. Superintendent continue. We have proposed a virtual joint meeting with both boards, but have not year received confirmation of which dates work the best. These are the proposed options: April 5 9am-12pm (Wed), April 12 9am-12pm (Wed), or April 21 9am-12pm (Thur).

Board Professional Development for 2022-2023

- a. Professional Development will focus on the Board of Trustees SMART Goals, and Village Plan Reports.
- b. The Board will continue to read Board Agreements at the beginning of each meeting and will evaluate their board meeting at the end of the meeting. The Evaluation re-cap will be provided to the Board Chair after every meeting.
- c. The Board will invite Faculty and the Student Body for separate luncheons at one of their meetings during the year.
- d. In the summer, the Board will engage with summer camp students if possible. The board will complete the Board and President Evaluations in summer.

Presidential Priorities (Driven by: Employee Engagement Survey, Student Satisfaction Survey, and Board Priorities)

FY22: July 2021-June 2022

1. Ilisagvik College's Strategic Plan

- a. Facilitate and support the strategic plan of Ilisagvik College as set by the Ilisagvik College Board of Trustees.
- b. We are in the process of gathering various stakeholder feedback to revise our current one-year outlook to include three-year metric and action plans. We invite the Board to attend a Strategic Plan update that is scheduled for March 30 from 1:00pm-2:00pm. Zoom information will be sent.
- c. The proposed FY 22-23 Strategic Plan will be presented and approved during the BOT June Meeting.

2. Board of Trustees

- a. Yearly Board Evaluations (September)
Completed Fall 2022
Review & Finalize Winter 2022
- b. Provide Quarterly Professional Development as per Evaluation
- c. NSBSD/Board of Trustees Joint Meeting- annual meetings

3. Students

- a. Be a student focused institution
 - i. Ilisagvik Board of Trustees Scholars- Scholarships for NSBSD HS Seniors
 - ii. Internal Committee Ilisagvik College Access, Retention, and Engagement (ICARE) who meet regularly to support student success.
 - iii. ICARE team attended the DREAM 2022 virtual conference. IC student Kalo Uhila was highlighted as a DREAM Scholar and shared her speech.
- b. Student Debt Relief made possible through the Higher Education Emergency Relief Funds III via the American Rescue Plan Act. Covered Spring 2020-Summer 2021 semesters.
- c. Instituted a Student Services Intervention (SSI), which is a safety net to ensure students are successful and to remove barriers for those who struggle.
- d. Instituted an online orientation for first time students.
- e. 2022 Summer Camps- Camp planning is under way and begun in the Fall 2021 to ensure a smooth planning and coordination. Student Life Manager, Simon Aina is leading the camps.

- f. The Recruiting team travelled with two students to anchorage to identify potential four-year schooling options.
- g. Support programs and policies to increase enrollment
 - i. Bachelor’s Degree in Business Administration
 - 1. Currently a candidate for programmatic accreditation through International Accreditation Council for Business Education (IACBE). We will complete a review in 2021, with an expectation of full accreditation in 2022.
- h. Village Connection
 - i. Iļisaġvik attempted to charter a plane to Kaktovik with a variety of staff and faculty, but had to postpone due to COVID constraints.
 - ii. Student Services traveled to Point Hope in January
 - iii. WFD travel to villages- some cancelled due to COVID.
 - iv. Spring village workforce roundtables are in the planning stages.
 - v. External Affairs Coordinator is connecting with Cities and Tribes schedule general college updates to various village entities.
- i. Marketing Outreach
 - i. Preparing for Annual Report
 - ii. Social Media Specialist has been hired as a permanent part time position
 - iii. Boosted college vacancies and postings
 - iv. Increased posts- hiring, Inupiaq Studies, general posts
 - v. Ted Stevens Airport Advertisements

4. Facilities Planning

- a. Execute Long Term Facilities Master Plan (see LTFMP Report from Workshop)
 - i. New Facility Design Phase – We are actively meeting with Cibinel and UMIAT to work on the schematic design phase of our NICC
 - ii. 2/17/2022- submitted a Project Request to the NSB CIPM for \$12m to support the design phase process of our NICC.
 - iii. Existing Facilities
 - 1. Increased safety inspections college wide, completed by our Compliance & Safety Officer
 - 2. Assessing generator and back up needs due to recent utility failures
 - 3. Ongoing assessment of sewage smells on campus. Work with the NSB Public Health Office and other contractors to identify remedies to the strong smells.
 - 4.

5. Finances

- a. Ann Marie Clark, CFO received her Alaska Certified Public Account CPA License
- b. FY23 Budget Process
 - i. FY23 Budget Preparation- Presented to the NSB 1/25/22
March 21-23 Budget Presentations to the NSB Assembly. Interested Trustees are invited to attend and we be sure to share call-in information.
- c. Grants & Institutional Advancement
 - i Iļisaġvik College has 43 active grant awards totaling just under \$22 million in funding. A large portion of the funding (\$12+ million) is from federal funds



disbursed by the CARES Acts I and II and the American Rescue Plan. These funds are dedicated to COVID-19 relief and remediation.

- ii. Upcoming grant applications and priority funding areas include: general student support (with an emphasis on two areas: persistence and retention, and holistic student support measures), summer camp funding, and supporting staff positions in various departments.
- iii. During CY21 (1-1-21 to 12-31-21), donors gave a total of \$1,281,992 in both direct and in-kind support. In-kind totaled \$855,000 (primarily internet bandwidth) and direct cash donations totaled \$426,992. Cash donations increased by 23% in 2021 from 2020's final numbers.

Iļisaġvik College Foundation

- i. As of end of January, the endowment accounts have assets of nearly \$10.5 million with recent deposits of \$424,868.
- ii. The Iļisaġvik College Foundation Board of Directors met in December 2021 and will meet again on March 15. The Foundation Board is also planning to engage in professional development with Foraker Group the morning of March 15.
- iii. Barrow Mechanical and Ace Hardware Top of the World (both owned by Tak and Florence Alred) have graciously agreed to match Pick.Click.Give donations again for 2022. Quyanapqak to these two businesses (and business owners) for their generosity and partnership!

6. Instructional

Faculty & Staff Recognitions

- a. **Linda Nicholas-Figueroa, Associate Professor-Biology/Chemistry** plans to attend and bring two students to the American Chemical Society Bi-Annual Conference to be held in San Diego, March 20 – 24. Dr. Nicholas-Figueroa will present the (Apun) Snow Chemistry project Iļisaġvik has been collaborating on with the University of Michigan for the past three years. These students who will attend the conference have been involved in the project.
- b. **David Matthews Sr., Coordinator-Construction Trades Technology** is in discussion with Kaktovik and Wainwright offering them a Career Exploration workshop in welding for Juniors and Seniors and is in process to begin offering Water and Sewer classes for water plant operators throughout the North Slope Borough on behalf of Iļisaġvik College.
- c. **David Rice, Assistant Professor of Business**, is overseeing a special capstone course in which three soon-to-be graduates are demonstrating that they have achieved the learning outcomes of the Bachelor of Business Administration degree.
- d. **Elizabeth Patience, Assistant Professor of Office Management and Technology, and Monica Lugo, Technology Director**, presented a session with Leech Lake Tribal College at Achieving the Dream's national conference: Journey to Launch - Looking for Academic Equality & Engaging More Students through Online Orientation

- e. **Moema Umann, Media Coordinator**, will be participating in IndigeVerse, a multimedia festival part of the AIHEC Indigenous Design Collective, from April 22-24, and will lead a workshop on Producing Creative Educational Videos adjacent to the celebration from March 10 to April 7.
- f. **Financial Aid** distributed Pell Grants and CARES Act and ARPA funds for Student COVID-19 Relief Aid.
- g. Office of the Dean of Academic Affairs
 - i. Initiated a shift in leadership: former dean, Kate O’Neill, departed the position of Dean of Academic Affairs February 11; Caitlin Walls, Executive Director of Institutional Advancement, assumed the role of Interim Dean of Academic Affairs on February 14. Iļisaġvik is currently advertising for a new Dean of Academic Affairs.
 - ii. Met with representatives from the Aleut Community of St. Paul on an ongoing partnership.
 - iii. Met with Arctic Slope Community Foundation on two ongoing partnerships (Aullaġvik and Community Navigator).
 - iv. Participated in New Iļisaġvik College Campus A&D Meetings with Cibinel and Umiaq.
 - v. Interviewed candidates for currently open positions.
 - vi. Hired an Associate Dean of Academic Affairs who will start at Iļisaġvik this spring.
 - vii. Fulfilled the DMV requirements to be a Class D Driving School—Iļisaġvik is waiting for official confirmation; additionally, we are in the process of submitting an application to become a DMV Business Partner, which will authorize us to issue drivers’ licenses.

7. Cultural- Unapologetically Inupiaq

- a. UI Committee Monthly Meetings: College-wide UI efforts are held on the second Tuesday of each month. UI Core Team meetings are held the first Friday of every month.
- b. Continue to support Inupiat Cultural Hours
- c. Fall 2021 Projects and Areas of Focus are:
 - i. Hiring a Community Education Facilitator
 - ii. Library: Increase cultural representation throughout the library
 - iii. Iļupiaq Values: Update Values posters and language, which will be subject to BOT approval

This Quarter:

- 1. Administrative
 - a. Staffing Transitions/Welcomes/Vacancies
 - i. Welcome Christine Coll, First Year Coordinator
 - ii. Vacancy-Dean of Academic Affairs, Caitlin Walls, Executive Director of Institutional Advancement is interim Dean
 - iii. Vacancy- Registrar, Ha’avale Tuilautala, Adm. & Schol. Officer is acting
 - iv. Vacancy- IT Manager- Anton Edwardson’s last day is 2/24/22
 - v. Vacancy Director of Financial Aid, Nancy Grant will remain until 6/30/22

- vi. Vacancies-Faculty: Asst. Prof English, Business, CTT
 - b. ASPEN New Presidents Fellowship 1/24/22-1/26/22, 2/15, 3/16-3/18
 - c. Preparing for Board Meeting
 - d. NSB Monthly Assembly Meetings
 - e. NSBSD Monthly Meetings
 - f. ICAS Monthly Meetings
 - g. Monthly meetings FA President, Dan Wall
 - h. Voice of the Arctic Iñupiat Quarterly Meeting(s), 2/11/22, 2/22/22 Special Meetings
 - i. Dean Haynes organized a meeting with NSB Police, Fire, and Search & Rescue and IC Staff to improve communications.
 - j. American Indian Higher Education Consortium (AIHEC) spring meetings- Preparing for March Legislative Visit and Spring Board of Directors Meeting
 - k. Consortium for Alaska Native Higher Education (CANHE)
 - l. Quadrilateral Meeting with the NSBSD, NSB, ICAS, and Ilisagvik College Board January 1/26 and 1/27 (see information items)
2. Communications
 - a. Continue to host a monthly President’s Reception to share information
 - b. Weekly message from the Office of the President sent weekly to share updates
 3. External Relations
 - a. North Slope Leadership Roundtable- TBD Spring 2022
 4. Travel
 - a. Preparing for AIHEC Legislative Summit- March 14-18, Washington, DC
 - b. Enhancing On boarding & Off boarding for employees
 - c. Support professional development opportunities & staffing
 - i. Employee Scholarship Opportunities- Fall & Spring | Dr. Meany Employee Scholarship Program”
 - ii. The Foraker Group hosted a HR Supervisory Training for IC employees.
 - iii. Dr. Hal Haynes attended Title IX Training and received his Coordinator I Certifications
 1. Look ahead-
 - a. AIHEC Legislative Summit 3/14/22-3/18/22
 - b. Ilisagvik College Commencement 4/30/22
 - c. BOT Training Robert’s Rule of Order June 2022 Workshop





FINANCIAL REPORTING DISCUSSION & ANALYSIS
For the Six Months Ending December 31, 2021
March 9th and 10th, 2022 Board of Trustee Meeting

Discussion of Statements for the Six Months Ending December 31, 2021

Revenues for the six months ending December 31, 2021 were \$12,302,415 and expenses were \$10,865,681 resulting in a surplus of \$1,436,734 for the first six months of the fiscal year.

The current cash and cash equivalent position of \$3,521,274 has increased \$1,487,081 from the audited financial statements at June 30, 2021. This increase is due to second quarter grant funds. Other asset accounts including accounts receivable, grants receivable, prepaid items and inventories increased by a combined \$99,703 from the audited statements at year-end. Combined investments for Ilisaġvik College and the IC Foundation increased \$1,240,697 which is attributable to overall upswing in the stock market.

Current liability accounts have increased \$711,508 due to the increase in Unearned Revenue. Unearned revenue at \$8,962,682 increased \$915,325 during the fiscal year. Unearned revenue reflects grant funds received but have not yet been earned. These funds will be realized as revenue is earned and as the grants' objectives are being completed and will fluctuate throughout the year. Total net position of \$19,573,141 has increased due to the surplus of \$1,436,734 and \$466,716 change in account value of IC Foundation's investment for the fiscal year.

Revenues of \$12,302,415 consists of cash as well as in-kind rent contributions from the North Slope Borough in addition to self-generated revenue from grants, private contributions and gifts, auxiliary services and the change in the market value of investments. We will continue to monitor the reporting and billing activity throughout the year and would anticipate that future periods will be in line with total annual projected revenues.

Total expenses of \$10,865,681 are consistent with our expectations. As with revenues, we will continue to closely monitor expenses and would anticipate that future periods will be in line with total annual projected expenses.

Overall, the Statement of Net Position appears healthy at this point.

Ilisagvik College
Statement of Net Position
December 31, 2021, June 30, 2021, and June 30, 2020

	<u>Unaudited December 31, 2021</u>	<u>Audited June 30, 2021</u>	<u>Audited June 30, 2020</u>
Assets and Deferred Outflows			
Current Assets:			
Cash and Cash Equivalents	\$ 3,521,132	\$ 2,034,193	\$ 6,010,971
Accounts Receivable, Net	761,369	501,887	470,762
Grants Receivable	1,870,238	2,030,761	943,158
Prepaid Items	198,626	197,882	209,246
Investments	30,194,049	28,953,352	12,931,843
Inventories	153,246	153,246	131,680
Total Current Assets	<u>36,698,660</u>	<u>33,871,321</u>	<u>20,697,660</u>
Non-Current Assets:			
Capital Assets, Net of Accumulated Depreciation	1,570,254	1,782,777	1,082,726
Net other postemployment benefit related	860,681	860,681	71,635
Total Non-Current Assets	<u>2,430,935</u>	<u>2,643,458</u>	<u>1,154,361</u>
Total Assets	<u>39,129,595</u>	<u>36,514,779</u>	<u>21,852,021</u>
Deferred Outflows of Resources:			
Pension Related	1,262,712	1,262,712	1,434,423
Other Postemployment Benefit Related	561,051	561,051	1,011,647
Total Deferred Outflows of Resources	<u>1,823,763</u>	<u>1,823,763</u>	<u>2,446,070</u>
Total Assets and Deferred Outflows	<u><u>\$ 40,953,358</u></u>	<u><u>\$ 38,338,542</u></u>	<u><u>\$ 24,298,091</u></u>

Ilisagvik College
Statement of Net Position
December 31, 2021, June 30, 2021, and June 30, 2020

	<u>Unaudited December 31, 2021</u>	<u>Audited June 30, 2021</u>	<u>Audited June 30, 2020</u>
Liabilities, Deferred Inflows and Net Position			
Current Liabilities:			
Accounts Payable	\$ 264,298	\$ 286,731	\$ 319,074
Unearned Revenue	8,962,682	8,047,357	943,998
Accrued Payroll and Related	571,276	752,660	779,613
Current Portion Note Payable - PPP	-		837,147
Total Current Liabilities	<u>9,798,256</u>	<u>9,086,748</u>	<u>2,879,832</u>
Noncurrent Liabilities:			
Note Payable - PPP	-		1,144,640
Net Pension Liability	10,298,476	10,298,476	11,876,217
Net Other Postemployment Benefit Liability	22,898	22,898	410,880
Total Noncurrent Liabilities	<u>10,321,374</u>	<u>10,321,374</u>	<u>13,431,737</u>
Total Liabilities	<u>20,119,630</u>	<u>19,408,122</u>	<u>16,311,569</u>
Deferred Inflow of Resources:			
Pension Related	546,417	546,417	175,814
Other Postemployment Benefit Related	714,170	714,170	394,907
Total Deferred Inflow of Resources	<u>1,260,587</u>	<u>1,260,587</u>	<u>570,721</u>

Ilisagvik College
Statement of Net Position
December 31, 2021, June 30, 2021, and June 30, 2020

	<u>Unaudited December 31, 2021</u>	<u>Audited June 30, 2021</u>	<u>Audited June 30, 2020</u>
Net Position:			
Investment in Capital Assets	1,570,254	1,782,777	1,082,726
Restricted for Foundation	4,364,868	4,364,868	4,000,000
Dedicated for NICC	3,000,000	3,000,000	
Unrestricted	10,638,019	8,522,188	2,333,075
Total Net Position	<u>19,573,141</u>	<u>17,669,833</u>	<u>7,415,801</u>
Total Liabilities, Deferred Inflows and Net Position	<u>\$ 40,953,358</u>	<u>\$ 38,338,542</u>	<u>\$ 24,298,091</u>

Iisagavik College
Statement of Functional Revenues and Expenses
For the Six Months Ending December 31, 2021

	YTD Actual	YTD Budget	Actual to YTD Budget	Total Budget	Actual to Total Budget
Operating Expenses					
Instruction	\$ 540,245	\$ 579,564	93%	\$ 1,159,128	47%
Institution	1,650,113	1,934,424	85%	3,868,848	43%
Auxiliary Enterprises	321,741	295,878	109%	645,959	50%
Academic Support	683,273	760,698	90%	1,521,396	45%
Operations & Maintenance	2,160,916	2,203,350	98%	4,406,700	49%
Student Services	467,907	487,170	96%	974,340	48%
Grant Funded	5,041,487	5,041,487	100%	6,822,209	74%
Total Operating Expenses	\$ 10,865,681	\$ 11,302,571	96%	\$ 19,398,580	56%
Source of Funds					
North Slope Borough Direct Funds	\$ 4,363,378				
North Slope Borough Indirect Funds	1,449,716				
Self Generated & Grants	6,489,321				
Investment Income - Change in Market Value					
Total Source of Funds	\$ 12,302,415				
Net Income (Loss)	\$ 1,436,734				

ILISAGVIK COLLEGE
Fiscal 2022 Operating Budget Summary
For the Six Months Ending December 31, 2021

	YTD Expenses	Total Budget	Percent of Total Budget Expended
Labor & Fringe Benefits:			
Salary and Wages (Faculty)	\$ 65,736	\$ 313,344	21%
Salary and Wages (Adjunct Faculty)	51,049	72,204	71%
Salary and Wages (Staff)	1,331,915	3,730,128	36%
Salary and Wages (Temporary)	149,773	115,056	130%
Salary and Wages (Students)	-	2,832	0%
Employee Benefits	1,004,796	2,234,220	45%
Total Labor & Fringe Benefits	\$ 2,603,269	\$ 6,467,784	40%
Contract Services	\$ 288,569	\$ 721,667	40%
Professional Fees (Legal)	11,177	17,916	62%
Professional Fees (Accounting & Auditing)	83,616	81,732	102%
Staff Development & Training	8,004	7,836	102%
Wellness Program	-	50,004	0%
Supplies	24,215	84,828	29%
Unapologetically Inupiaq	2,331	-	#DIV/0!
Postage and Freight	18,605	33,564	55%
Advertising, Brochures & Publications	30,133	51,516	58%
Dues and Subscriptions	67,275	94,416	71%
Computer Expenses	18,218	64,260	28%
Bookstore Expenses	54,961	32,820	167%
Inter-dept Bookstore	4,190	4,896	86%
Instructional Costs	5,264	15,432	34%
Periodicals, Books, Videos & Subscriptions	46,055	31,032	148%
Communications	131,885	290,064	45%
Facilities Rent	1,449,716	2,899,428	50%
Utilities	86,257	136,872	63%
Janitorial & Facilities Safety Supplies	7,744	8,472	91%
Building Ground Repairs	27,342	86,352	32%
Inter-dept Food Service	1,428	4,176	34%
Inter-dept Room	350	3,924	9%
Furniture, Furnishings & Equipment	2,073	10,800	19%
Vehicle Repair & Maintenance	38,617	62,412	62%
Vehicle Fuel & Lubrication	33,398	49,920	67%
Graduation Expenses	-	10,092	0%
Travel (Staff & Board)	57,844	123,828	47%
Travel (Student)	-	156	0%
Camp Tuition & Fees	7,810	1,008	775%
BOT - IC Scholarship	22,417	-	#DIV/0!
Contributions - IC Foundation	212,434	182,436	116%
Contributions - Others	10,513	21,024	50%
Depreciation	212,522	311,520	68%
Insurance - Business	90,527	185,412	49%
Miscellaneous	14,741	19,356	76%
Rent Expense - Staff Housing	126,053	300,528	42%
Meals, Meetings, Entertainment	21,543	18,576	116%
COVID-19 Expenses	-	84,504	0%
Bank Fees	3,098	5,808	53%
Grant Funded	5,041,487	6,822,209	74%
General & Administrative Expenses	\$ 8,262,412	\$ 12,930,796	64%
TOTAL EXPENSES	\$ 10,865,681	\$ 19,398,580	56%

**IĻISAĖVIK COLLEGE BOARD OF TRUSTEES
RESOLUTION 2022-01**

**A RESOLUTION AMENDING THE IĻISAĖVIK COLLEGE
BYLAWS AND THE BOARD OF TRUSTEES POLICIES**

WHEREAS, the Board of Trustees of IĻisaĖvik College (Board) is vested with the authority to amend its Bylaws by a majority vote of the Board at any regular or special meeting, pursuant to Alaska Statutes § 10.20.056 and Article IX, Section 2 of the Amended and Restated Bylaws of IĻisaĖvik College (Bylaws);

WHEREAS, the Board is also is vested with the authority under Article IV, Section 1 of the Bylaws to adopt policies governing the College's operations;

WHEREAS, pursuant to Section 4.01 of the Board of Trustees Policies, the President may present policy amendments to the Board for adoption;

WHEREAS, the Board recently recommended that the North Slope Borough Assembly (Assembly) amend the North Slope Borough (Borough) Code, Title 8 Chapter 2 to designate an additional seat on the Board of Trustees, to be nominated by the Iñupiat Community of the Arctic Slope (ICAS) and that the IĻisaĖvik College President shall initiate all necessary steps to update the Articles of Incorporation and the College's other internal documents, to accurately reflect the Board's make-up, or to specify that the Board's composition shall be in accordance with the Borough's ordinance;

WHEREAS, on December 2, 2021, the Assembly adopted Borough Ordinance 85-23-5, amending Section 8.02 of the Borough Code for the addition of the ICAS seat, necessitating corresponding updates to Article VI of the Articles and Bylaws;

WHEREAS, on December 6, 2016, the Assembly adopted Borough Ordinance 85-23-4, amending Section 8.02 of the Borough Code to require the College to submit nominations to the Mayor for the 9 village and at-large seats, also necessitating corresponding updates to Article VI of the Articles and Bylaws; and

WHEREAS, the Board has determined it advisable and in the best interests of IĻisaĖvik College to amend Article IV of the Bylaws and Section 1.02 of the Board of Trustees Policies of IĻisaĖvik College to comply with current Borough Ordinances, more specifically set forth on the attached Exhibit A, in which additions are indicated in **red type**, and deletions are indicated as **strikeouts**.

NOW THEREFORE, BE IT RESOLVED, that the amendments to the IĻisaĖvik College Bylaws and the Board of Trustees Policies of IĻisaĖvik College, as more specifically set forth on the attached Exhibit A, are hereby APPROVED.

FURTHER RESOLVED, that after adoption of this Resolution, that the President shall amend and restate the Bylaws, which shall be incorporated into the Board of Trustees Policies at Section 1.02 (which incorporates the current Bylaws).

THE FOREGOING RESOLUTION WAS ADOPTED March 9, 2022, at a duly called meeting of the Board of Trustees, by majority vote, with ____ FOR and ____ AGAINST the resolution.

ATTEST:

By: _____
Deborah Edwardson, Chairperson

Harlee Harvey, Secretary

Exhibit A

ARTICLE IV BOARD OF DIRECTORS

...

Section 2. Number, Tenure, Appointment and Qualifications. The Board of Directors shall be comprised of ~~eleven(11)~~ **twelve (12)** Directors. Each Director shall serve a term of five (5) years commencing on January 1 following his or her appointment. Directors shall be appointed by the North Slope Borough Assembly as required by the Articles of Incorporation, as follows:

- (a) Nine directors, one from each village on the North Slope and one at large. The ~~North Slope Borough~~ College shall solicit for the Mayor's consideration ~~shall solicit and consider~~ nominations from all North Slope Borough villages, village corporations and from civic and public bodies;
- (b) One director recommended by Arctic Slope Regional Corporation;
- (c) One director recommended by the North Slope Borough School District.
- (d) One director recommended by the Iñupiat Community of the Arctic Slope.**

Directors shall be residents of the North Slope Borough over the age of eighteen (18). No Director may be an elected official of the North Slope Borough. The President and the North Slope Borough Mayor, or his/her designee, shall be ex-officio, non-voting Directors. Each director holds office for the term for which elected and until a successor is elected and qualified.

**IĻISAĖVIK COLLEGE BOARD OF TRUSTEES
RESOLUTION 2022-02**

**A RESOLUTION RECOMMENDING THE
AMENDMENT AND RESTATEMENT OF THE
IĻISAĖVIK COLLEGE ARTICLES OF INCORPORATION**

WHEREAS, in 1996, IĻisaĖvik College (IĻisaĖvik) was formed as a college and Alaska nonprofit corporation under the authority of Title 8 Chapter 2 of the North Slope Borough Code, in accordance with Alaska Statutes § 10.20.005;

WHEREAS, pursuant to Article V of the IĻisaĖvik College Articles of Incorporation (Articles), the North Slope Borough Assembly members (Assembly) are the corporate members of IĻisaĖvik;

WHEREAS, pursuant to Article VI of the Articles, the IĻisaĖvik Board of Trustees (Board) manages the corporate affairs of IĻisaĖvik;

WHEREAS, pursuant to Alaska Statutes §§ 10.20.171 and 10.20.196, IĻisaĖvik may amend its Articles from time to time and may at any time restate its Articles as theretofore amended;

WHEREAS, the Articles were originally filed and last amended 25 years ago in 1996;

WHEREAS, pursuant to Alaska Statutes §§ 10.20.176 and 10.20.196, an amendment and restatement of the Articles of Incorporation requires the Board shall adopt a resolution setting out the proposed amendments and restated articles and directing that it be submitted to the Assembly for consideration and adoption upon receiving at least two-thirds of the votes of the members;

WHEREAS, the Board recently recommended that the Assembly amend North Slope Borough (Borough) Code, Title 8 Chapter 2 to designate an additional seat on the Board of Trustees, to be nominated by the Iñupiat Community of the Arctic Slope (ICAS) and that the IĻisaĖvik President shall initiate all necessary steps to update the Articles and other internal IĻisaĖvik documents, to accurately reflect the Board's make-up, or to specify that the Board's composition shall be in accordance with the Borough's ordinance;

WHEREAS, on December 2, 2021 the Assembly adopted Borough Ordinance 85-23-5, amending the Borough Code Section 8.02 for the addition of the ICAS seat, necessitating a corresponding update to Article VI of the Articles;

WHEREAS, on December 6, 2016, the Assembly adopted Borough Ordinance 85-23-4, amending Section 8.02 of the Borough Code to require the College to submit nominations to the Mayor for the 9 village and at-large seats, also necessitating corresponding updates to Article VI of the Articles; and

WHEREAS, portions of the Articles also require updates to ensure accuracy and compliance with updated Internal Revenue Service (IRS) tax codes, specifically Articles III, IV, and VII;

WHEREAS, pursuant to Alaska Statutes § 10.20.206(4), restated articles need not include components of the originally filed articles, such as the registered office of the corporation, its registered agent, its directors, or its incorporators;

WHEREAS, the Board has determined it advisable and in the best interests of Iḷisaġvik to amend Articles III, IV, VI, and VII to comply with current Borough Ordinances and IRS Tax Code, as more specifically set forth on the attached Exhibit A, in which additions are indicated in red type, and deletions are indicated as **strikeouts**; and

WHEREAS, the Board has determined it is advisable and in the best interests of Iḷisaġvik to restate the Articles as amended, such that the restated Articles, together with the above-designated amendments, supersede the original Articles and all amendments, as finalized in the attached Exhibit B, hereby incorporated by reference.

NOW THEREFORE, BE IT RESOLVED, that the Amendment and Restatement of the Iḷisaġvik College Articles of Incorporation, as more specifically set forth on the attached Exhibit A and Exhibit B, are hereby APPROVED, such that the restated Articles and designated amendments, supersede the original Articles and all amendments.

FURTHER RESOLVED, that after adoption of this Resolution, that the Board recommends the Borough Assembly adopt a parallel resolution authorizing the amendment and restatement of the Articles as recommended in this Resolution, by at least two-thirds of the votes of members present at the meeting, as required by Alaska Statutes §§ 10.20.176 and 10.20.196, and by Article VIII of the Articles.

FURTHER RESOLVED, that after such approval is received from the North Slope Borough Assembly, the Iḷisaġvik President shall initiate all necessary steps to amend and restate the Articles, as described herein, through the State of Alaska.

THE FOREGOING RESOLUTION WAS ADOPTED _____ at a duly called meeting of the Board of Trustees, by majority vote, with ____ FOR and ____ AGAINST the resolution.

ATTEST:

By: _____
Deborah Edwardson, Chairperson

Harlee Harvey, Secretary

Exhibit A
Amended and Restated Articles – Proposed Changes

AMENDED AND RESTATED
ARTICLES OF INCORPORATION

ILĪSAGVIK COLLEGE

ARTICLE I
CORPORATION NAME

The name of this Corporation shall be the ILĪSAGVIK COLLEGE.

ARTICLE II
DURATION

The duration of this Corporation shall be perpetual unless terminated as provided in these Articles.

ARTICLE III
PURPOSE

The Corporation is organized and shall be operated exclusively for educational, scientific, literary, and charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”), including without limitation, the establishment, maintenance, and operation of a public college and public adult vocational education facilities and programs within the boundaries of the North Slope Borough.

~~————The purpose of this Corporation is to operate public college and public adult vocational education facilities and programs within the boundaries of the North Slope Borough.~~

~~————This organization is organized exclusively for educational purposes within the meaning of section 501 (e) (3) of the Internal Revenue Code~~

~~————Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501 (e) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) or (b) by a corporation contributions to which are deductible under section 170 (e) (2) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law).~~

ARTICLE IV

AUTHORITY

Section 1. This Corporation is formed pursuant to Title 10, Chapter 20 of the Alaska Statutes, governing nonprofit corporations. In accordance with the statutes, the Corporation shall undertake such lawful acts as are reasonably necessary to carry out its exempt purposes.

Section 2. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Code or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Code.

Section 3. No part of the net earnings or assets of the Corporation shall inure to the benefit of any private shareholder or individual, including without limitation its members, directors, trustees, and officers; provided, however, the Corporation may pay reasonable compensation for services and to make such lawful payments and distributions in furtherance of the purposes set forth in Article III, above.

Section 4. No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, except as otherwise provided in Section 501(h) of the Code, and the Corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

~~—This Corporation is formed pursuant to Title 10, Chapter 20 of the Alaska Statutes, governing nonprofit corporations. In accordance with the statutes, the Corporation shall undertake such lawful acts as are reasonably necessary to carry out its purpose. The Corporation shall not engage in activities in carrying out its purpose that are not allowed by 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of subsequent federal tax laws. No portion of any assets or net earnings of the Corporation may inure to the benefit of any private individual.~~

ARTICLE V MEMBERSHIP

The members of the Corporation shall consist of individuals holding the municipal office of North Slope Borough Assembly member. Such individuals shall remain members of the Corporation until their successors on the assembly take office.

ARTICLE VI BOARD OF DIRECTORS

Section 1. The affairs of the Corporation shall be managed by the Board of Directors, except as provided in these articles.

~~Section 2. The Initial Board of Directors shall be:~~

<u>NAME</u>	<u>ADDRESS</u>
Amos Agnasagga	General Delivery Point Lay, AK 99759
Lydia Agnasagga	Box 57 Wainwright, AK 99782
Charles D. N. Brower	Box 625 Barrow, AK 99723
Mike Danner	Box 823 Barrow, AK 99723
Richard Glenn	Box 177 Barrow, AK 99723
Chris Hugo	Box 21106 Anaktuvuk Pass, AK 99721
Brenda Itta Lee	Box 129 Barrow, AK 99723
Harold L. Ivanoff	Box 9 Atkasuk, AK 99791
George Kingik	Box 108 Pt. Hope, AK 99766
Erik Sims	Box 61 Kaktovik, AK 99747
Emily Wilson	Box 1390 Barrow, AK 99723

~~who shall manage the affairs of the Corporation until the Board of Directors are chosen in accordance with these articles~~

~~Section 3. The Initial Board of Directors shall meet within twenty (20) days of the date of incorporation to elect a Secretary, adopt Bylaws, and set the date of the first regular meeting of the Board of Directors. The Secretary to the Initial Board of Directors shall certify the action of the Initial Board adopting Bylaws and continue in office until replaced by an election as set out in the Bylaws.~~

Section 42. The number of directors appointed to the Board of Directors shall be eleven (11).

Section 53. The members of the Corporation shall fill vacancies of the Board of Directors of the Corporation at an annual meeting held in December, in conformance with the terms of Article VI, Section 64, of these Articles. The directors shall be selected from a list of nominations submitted to the members by the Mayor of the North Slope Borough, as follows:

(A) Nine ~~members-directors~~, one from each village on the North Slope and one at large. The ~~Mayor-College~~ shall solicit ~~and for the Mayor's~~ consideration nominations from all North Slope Borough villages, village corporations and from civic and public bodies.

(B) One ~~member-director~~ recommended by the Arctic Slope Regional Corporation.

(C) One ~~member-director~~ recommended by the North Slope Borough School District.

(D) ~~One director recommended by the Iñupiat Community of the Arctic Slope.~~

No person may be selected as director who does not reside within the North Slope Borough. Any Board member who ceases to be a resident of the North Slope Borough during her/his term of office shall automatically forfeit the Board seat.

In selecting directors, the members shall seek to appoint persons who provide reasonable representation of the various economic interests of the community, and who bring knowledge and skills to the board that will assist in the operation of the college.

Section 64. ~~The initial Board of Directors shall serve through December 31, 1996, at which time an election of the first permanent Board of Directors shall be completed.~~ Each ~~permanent~~ director shall serve a term of five (5) years commencing on January 1, following their selection. ~~However, terms of the first permanent Board of Directors shall be staggered over the five-year period. Therefore, the first permanent Board of Directors shall begin their initial term on January 1, 1997, with three directors designated to serve five (5) year terms, two directors designated to serve four (4) year terms and two directors designated to serve three (3) year terms,~~

~~two directors designated to serve two (2) year terms, and two directors designated to serve one (1) year terms.~~ Should a director's seat become vacant for any reason during a term, the Mayor of the North Slope Borough shall submit nominations to the members who shall conduct a special meeting to select a director to fill the unexpired portion of the term; provided, that no requirement exists to select a director where the remaining unexpired portion of the term is less than 60 days.

Section 75. The president of the College and the North Slope Borough Mayor or his/her designee shall be **non-voting** ex-officio members of the board.

Section 86. All meetings of the Board of Directors shall meet the Open Meetings Act requirements of A.S. 44.62.310.

Section 97. Other matters of the Corporation pertaining to the operation of the Board of Directors, including the duties of officers, shall be set out in the Bylaws.

ARTICLE VII DISSOLUTION

~~Section 1.—The Corporation may be dissolved only upon the affirmative vote of a majority of the Board of Directors. Upon the dissolution or final liquidation of the Corporation, the Corporation's Board of Directors, after paying or providing for payment of all liabilities of the Corporation, shall distribute the remaining assets of the Corporation to such organization or organizations described in Sections 501(c)(3), 170(c)(2), and 2055(a)(2) of the Code, that, in the sole judgment of the Board of Directors, have purposes similar to those of the Corporation, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets of the Corporation remaining after payments and distributions provided above in this Article VII may be disposed of by the Superior Court, Second Judicial District, State of Alaska, to the organizations described above in this paragraph and exclusively for the purposes described above in Article III.~~

~~Section 2.—Upon the dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code (or corresponding section of any future tax code), or shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.~~

ARTICLE VIII AMENDMENTS

Amendments to the Articles of Incorporation shall require the affirmative vote of at least two-thirds of the members of the corporation.

**ARTICLE IX
INCORPORATION**

The names and addresses of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
George N. Ahmaogak, Sr. North Slope Borough Mayor	P.O. Box 69 Barrow, AK 99723
Edna A. MacLean Iñisaġvik College President	P.O. Box 749 Barrow, AK 99723
Harold L. Ivanoff North Slope Higher Education Board, Chairperson	P.O. Box 9 Atkasuk, AK 99791

These Amended and Restated Articles (a) incorporate the previously filed 1996 amendment to Articles III and VII, (b) delete Article IX, pursuant to AS 10.20.206(4); and (c) incorporate various amendments to Articles III, IV, VI, and VII, as recommended by the Board of Directors resolution adopted on March 9, 2022 and as subsequently adopted by more than two-thirds of the votes cast by the Members at duly called meeting held on _____, 2022, at which a quorum was present. These Amended and Restated Articles correctly set out the provisions of the Articles of Incorporation as amended up to this time. These Amended and Restated Articles, with the designated amendments and deletions, and incorporations of previous amendments, supersede the original Articles and all prior amendments.

DATED at Utqiagvik, Alaska, this ____ day of _____, 2022.

IÑISAġVIK COLLEGE

By: _____
Justina Wilhelm, President

By: _____
Harlee Harvey, Secretary

Exhibit B
Amended and Restated Articles – Changes Accepted

AMENDED AND RESTATED
ARTICLES OF INCORPORATION

ILĪSAGVIK COLLEGE

ARTICLE I
CORPORATION NAME

The name of this Corporation shall be the ILĪSAGVIK COLLEGE.

ARTICLE II
DURATION

The duration of this Corporation shall be perpetual unless terminated as provided in these Articles.

ARTICLE III
PURPOSE

The Corporation is organized and shall be operated exclusively for educational, scientific, literary, and charitable purposes withing the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”), including without limitation, the establishment, maintenance, and operation of a public college and public adult vocational education facilities and programs within the boundaries of the North Slope Borough.

ARTICLE IV
AUTHORITY

Section 1. This Corporation is formed pursuant to Title 10, Chapter 20 of the Alaska Statutes, governing nonprofit corporations. In accordance with the statutes, the Corporation shall undertake such lawful acts as are reasonably necessary to carry out its exempt purposes.

Section 2. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Code or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Code.

Section 3. No part of the net earnings or assets of the Corporation shall inure to the benefit of any private shareholder or individual, including without limitation its members, directors, trustees, and officers; provided, however, the Corporation may pay reasonable compensation for services and to make such lawful payments and distributions in furtherance of the purposes set forth in Article III, above.

Section 4. No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, except as otherwise provided in Section 501(h) of the Code, and the Corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE V MEMBERSHIP

The members of the Corporation shall consist of individuals holding the municipal office of North Slope Borough Assembly member. Such individuals shall remain members of the Corporation until their successors on the assembly take office.

ARTICLE VI BOARD OF DIRECTORS

Section 1. The affairs of the Corporation shall be managed by the Board of Directors, except as provided in these Articles.

Section 2. The number of directors appointed to the Board of Directors shall be twelve (12).

Section 3. The members of the Corporation shall fill vacancies of the Board of Directors of the Corporation at an annual meeting held in December, in conformance with the terms of Article VI, Section 4, of these of these Articles. The directors shall be selected from a list of nominations submitted to the members by the Mayor of the North Slope Borough, as follows:

(D) Nine directors, one from each village on the North Slope and one at large. The College shall solicit for the Mayor's consideration nominations from all North Slope Borough villages, village corporations and from civic and public bodies.

(B) One director recommended by the Arctic Slope Regional Corporation.

(C) One director recommended by the North Slope Borough School District.

(D) One director recommended by the Iñupiat Community of the Arctic Slope.

No person may be selected as director who does not reside within the North Slope Borough. Any Board member who ceases to be a resident of the North Slope Borough during her/his term of office shall automatically forfeit the Board seat.

In selecting directors, the members shall seek to appoint persons who provide reasonable representation of the various economic interests of the community, and who bring knowledge and skills to the board that will assist in the operation of the college.

Section 4. Each director shall serve a term of five (5) years commencing on January 1, following their selection. Should a director's seat become vacant for any reason during a term, the Mayor of the North Slope Borough shall submit nominations to the members who shall conduct a special meeting to select a director to fill the unexpired portion of the term; provided, that no requirement exists to select a director where the remaining unexpired portion of the term is less than 60 days.

Section 5. The president of the College and the North Slope Borough Mayor or his/her designee shall be non-voting ex-officio members of the board.

Section 6. All meetings of the Board of Directors shall meet the Open Meetings Act requirements of A.S. 44.62.310.

Section 7. Other matters of the Corporation pertaining to the operation of the Board of Directors, including the duties of officers, shall be set out in the Bylaws.

ARTICLE VII DISSOLUTION

The Corporation may be dissolved only upon the affirmative vote of a majority of the Board of Directors. Upon the dissolution or final liquidation of the Corporation, the Corporation's Board of Directors, after paying or providing for payment of all liabilities of the Corporation, shall distribute the remaining assets of the Corporation to such organization or organizations described in Sections 501(c)(3), 170(c)(2), and 2055(a)(2) of the Code, that, in the sole judgment of the Board of Directors, have purposes similar to those of the Corporation, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets of the Corporation remaining after payments and distributions provided above in this Article VII may be disposed of by the Superior Court, Second Judicial District, State of Alaska, to the organizations described above in this paragraph and exclusively for the purposes described above in Article III.

ARTICLE VIII
AMENDMENTS

Amendments to the Articles of Incorporation shall require the affirmative vote of at least two-thirds of the members of the Corporation.

These Amended and Restated Articles (a) incorporate the previously filed 1996 amendment to Articles III and VII, (b) delete Article IX, pursuant to AS 10.20.206(4); and (c) incorporate various amendments to Articles III, IV, VI, and VII, as recommended by the Board of Directors resolution adopted on March 9, 2022 and as subsequently adopted by more than two-thirds of the votes cast by the Members at duly called meeting held on _____, 2022, at which a quorum was present. These Amended and Restated Articles correctly set out the provisions of the Articles of Incorporation as amended up to this time. These Amended and Restated Articles, with the designated amendments and deletions, and incorporations of previous amendments, supersede the original Articles and all prior amendments.

DATED at Utqiagvik, Alaska, this ____ day of _____, 2022.

ILISAGVIK COLLEGE

By: _____
Justina Wilhelm, President

By: _____
Harlee Harvey, Secretary

IĻISAĠVIK COLLEGE BOARD OF TRUSTEES

RESOLUTION NO. 2022-03

A RESOLUTION BY THE IĻISAĠVIK COLLEGE BOARD OF TRUSTEES TO SUPPORT A GRANT PROPOSAL TO THE RASMUSON FOUNDATION

WHEREAS, IĻisaġvik College maintains and offers two Heavy Equipment Operations (HEO) endorsements that provides in-demand instruction and training to students interested in careers in HEO;

WHEREAS, Tuzzy Consortium Library provides public library services to the entire North Slope Borough and is the academic library for IĻisaġvik College;

WHEREAS, IĻisaġvik College has identified a need to improve the HEO program with dedicated heavy equipment for student use and to expand its fleet of heavy equipment;

WHEREAS, as one of its Strategic Priorities (#8), IĻisaġvik College is committed to Indigenizing the institution and has identified a need to focus on Tuzzy Consortium Library;

WHEREAS, the Rasmuson Foundation provides Tier 2 grants to fund large capital projects, projects of demonstrable strategic importance or innovative nature that address issues of broad community or statewide significance;

WHEREAS, IĻisaġvik College desires to submit a proposal to the Rasmuson Foundation to support Career and Technical Education (CTE) Program Growth and Indigenizing the Library Project;

WHEREAS, IĻisaġvik College’s project, entitled “CTE Program Growth and Indigenizing the Library” seeks to purchase five heavy equipment vehicles for instructional use to improve HEO classes and provide more access to students; and

WHEREAS, IĻisaġvik College’s project also proposes to Indigenize Tuzzy Consortium Library by revitalizing the children’s area of the library, the entrance, and parts of the main library with local art, furnishings, and Iñupiaq music and images from the archives;

WHEREAS, IĻisaġvik College is requesting \$490,000 from Rasmuson Foundation and committing to funds of \$110,000 from grantors and/or IĻisaġvik College for a total project cost of \$600,000;

Now, Therefore, Be It Further Resolved that the IĻisaġvik College Board of Trustees is in full support of a grant proposal to the Rasmuson Foundation for the CTE Program Growth and Indigenizing the Library Project.

THE FOREGOING RESOLUTION WAS ADOPTED March 10, 2022, at a duly called meeting of the Board of Trustees by a vote of _____ FOR and _____ AGAINST the resolution.

ATTESTED:

Debby Edwardson, Chairperson
Iḷisagvik College

Harlee Harvey, Secretary
Iḷisagvik College