AGENDA
ALASKA SUSTAINABLE ENERGY CORPORATION
ANNUAL MEETING OF THE BOARD OF DIRECTORS

JANUARY 29, 2025 – 9:30 A.M.
ANCHORAGE

I. ROLL CALL

II. APPROVAL OF AGENDA

III. APPROVAL OF MINUTES: NONE FOR APPROVAL
NEXT RESOLUTION: 25-01

IV. PUBLIC COMMENTS

V. OLD BUSINESS: NONE

VI. NEW BUSINESS –ORGANIZATION OF THE BOARD.

A. BOARD MEMBERS' OATH OF OFFICE

B. ELECTION OF OFFICERS

C. ACTIVITY UPDATE

D. RESOLUTION TO CHANGE THE REGISTERED AGENT (25-01)

VII. ANY OTHER MATTERS TO PROPERLY COME BEFORE THE BOARD

VIII. ADJOURNMENT

The Chair may announce changes in the Order of Business during the meeting.

I do solemnly swear (or affirm) that I will support and defend the Constitution of the United States and the Constitution of the State of Alaska, and that I will faithfully discharge my duties as a member of the Board of Directors of the Alaska Sustainable Energy Corporation to the best of my ability.”

ALASKA SUSTAINABLE ENERGY CORPORATION
MEMORANDUM

DATE: January 29, 2025

TO: Board of Directors

FROM: Melanie Lucas-Conwell, ASEC Director

RE: Election of Officers

Article V, Section 2 of the Corporation’s Bylaws states that the Board of Directors, at its first meeting after each Corporation annual meeting of the Sole Member, shall elect a Chairman of the Board of Directors from among the members of the Board of Directors and shall also elect a President, and a Secretary.

In addition to the preceding, the Board of Directors shall, at such meeting or on such other occasion as it may deem appropriate, elect persons to serve in other officer positions, if any, that the Board shall have established by resolution. Any two officer positions may be held by the same person except the positions of President and Secretary.

In accordance with the Bylaws, the officers to be elected are as follows:

Chair
Vice Chair
President
Vice President
Secretary

ASEC may have one or more Vice Presidents, in accordance with the Bylaws.

Recommendation and requested action:
In accordance with the Bylaws, an election of officers is required at this time.

ALASKA SUSTAINABLE ENERGY CORPORATION
MEMORANDUM

DATE: January 29, 2025

TO: Board of Directors

FROM: Melanie Lucas-Conwell, ASEC Director

RE: Resolution of the Board of Directors of the Alaska Sustainable Energy Corporation to change the corporation's registered agent.

Background

The attached resolution authorizes a change in registered agent and appoints Melanie Lucas-Conwell as the registered agent for the Corporation.

Recommendation

Staff recommends approval of the attached Resolution 2025-01.

BOARD RESOLUTION OF ALASKA SUSTAINABLE ENERGY CORPORATION
RESOLUTION NO. 2025-01

RESOLUTION OF THE BOARD OF DIRECTORS OF THE ALASKA SUSTAINABLE ENERGY CORPORATION TO CHANGE THE CORPORATION'S REGISTERED AGENT.

WHEREAS, per Alaska Statute 10.20.026, all entities shall (must) continuously (without interruption) maintain in this state (Alaska) a registered agent AND a registered office (with an Alaskan physical location and an Alaska mailing address) for the purpose of a registered agent's statutory requirements to receive service of process, notices, or demands required or permitted by law to be served upon the corporation; and

WHEREAS, the State of Alaska Department of Commerce, Community, and Economic Development, Division of Corporations, Business and Professional Licensing requires that the registered agent change was authorized by a resolution duly adopted by the board of directors of the corporation; and

WHEREAS, the Corporation's Articles of Incorporation in Article X name Ethan Stoops as the initial registered agent, which was duly filed with the State of Alaska in the Corporation Filing and Initial Biennial Report; and

WHEREAS, Melanie Lucas-Conwell was hired on October 28, 2024 as Director of the Alaska Sustainable Energy Corporation;

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Alaska Sustainable Energy Corporation that:

Section 1. The Board hereby authorizes a change in registered agent and appoints Melanie Lucas-Conwell as the registered agent for the Corporation at the address of 4300 Boniface Pkwy, Anchorage, AK 99504.

Section 2. This resolution shall take effect immediately.

[*Remainder of Page Left Blank Intentionally; Signatures on Following Page*]

PASSED AND APPROVED by the Board of Alaska Sustainable Energy Corporation this ____ day of _____________, 2025.

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Brent LeValley
Board Chair

CERTIFICATE

I, BRYAN D. BUTCHER, President of the Alaska Sustainable Energy Corporation (the "Corporation"), HEREBY CERTIFY that the attached Resolution, entitled RESOLUTION OF THE BOARD OF DIRECTORS OF THE ALASKA SUSTAINABLE ENERGY CORPORATION TO CHANGE THE CORPORATION'S REGISTERED AGENT was duly adopted by the Board of Directors of the Corporation at a meeting thereof duly called and held on January 29, 2025, at which a quorum was present and acting throughout, and that said Resolution has been compared by me with the original thereof recorded in the minute book of said Corporation and it is a correct transcript therefrom and of the whole of said original and that said Resolution has not been altered, amended or repealed, but is in full force and effect on the date hereof.

IN WITNESS WHEREOF, I have hereunto set my hand this ___ day of __________, 2025.

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BRYAN D. BUTCHER
President