ANNUAL REPORT OF THE
UNISEA FLEET COOPERATIVE
YEAR 2023

PREPARED FOR:
NORTH PACIFIC FISHERY MANAGEMENT COUNCIL

MARCH 21, 2024

PREPARED BY:
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ANNUAL REPORT OF THE
UNISEA FLEET COOPERATIVE
YEAR 2023

Presented to the
North Pacific Fishery Management Council
March 21, 2024
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</tbody>
</table>
INTRODUCTION

UniSea Fleet Cooperative (UFC) is pleased to submit this document and results of their 2023 Bering Sea fishery to the North Pacific Fishery Management Council (NPFMC) in compliance with annual reporting requirements of the 1998 American Fisheries Act (AFA).

The 2023 fishing season was the twenty-third year of UFC operations under the AFA. The UniSea fleet was managed and operated during 2023 following the successful model established during the preceding 2000-2022 fisheries - basically without change. This document format and exhibits herein reporting UFC co-op members, management, allocations, catches, sideboard limits, prohibited species catches and enforcement is also consistent with UFC’s earlier years reporting to the NPFMC. This report meets AFA reporting requirements and provides easy comparison to the prior year results.

UNISEA FLEET MEMBER VESSELS AND CO-OP MANAGEMENT

There were no vessel management changes in 2023 compared to 2022. Eight individual members of the UFC representing 12 catcher vessels signed their Co-op Membership Agreement, which enabled them to operate under the laws of the AFA in a fishing cooperative delivering pollock to UniSea Inc. during the 2023 fishing season (Attachment 1, UniSea Fleet Cooperative Membership Agreement for 2023 dated 11/7/22, and Pollock Harvest Schedule). The F/V *Mar Gun* did not fish in the Bering Sea in 2023. The 2023 member vessels and their owners are listed below:
George Hall, General Manager, Rondy’s, Inc.

- F/V Alsea 124 ft LOA
- F/V Argosy 124 ft LOA

Jeff Hendricks, Manager, Auriga/Aurora General Partnership

- F/V Auriga 193 ft LOA
- F/V Aurora 193 ft LOA

Jonathan D.X. Towne, Managing Member, Dona Martita, LLC

- F/V Defender 195 ft LOA

Chris Swasand, F/V Nordic Star LLC

- F/V Nordic Star 123 ft LOA

Gunnar Ildhuso, Jr., Margun Enterprises, LLC

- F/V Mar-Gun 112 ft LOA

Fred Yeck, President, FY Fisheries, Inc.

- F/V Sea Dawn 124 ft LOA

Rick Mezich, President, F/V Starfish, LLC.

- F/V Starfish 123 ft LOA

Jeff Kauffman, President, Starlite Fisheries, LLC.

- F/V Starlite 123 ft LOA

Jeff Kauffman, President, Starward Fisheries, LLC.

- F/V Starward 123 ft LOA

Rick Mezich, President, Fierce Allegiance, LLC.

- F/V Fierce Allegiance 167 ft LOA
Co-op management and administration continued during 2023 and remained similar to the prior co-op years (Exhibit 1). Coordination of information on allocations, transfers, pollock catches, sideboard catches and prohibited species catches between the UniSea plant in Dutch Harbor, the member vessels, Sea State, the Inter Co-op Manager and the National Marine Fisheries Service all continued during 2023 as established in year 2000 and as conducted in 2001-2022.

UFC BERING SEA POLLOCK ALLOCATION TRANSFERS AND CATCH

UFC 2023 pollock allocation represented 9.484% of the total Bering Sea final directed pollock allocation and 22.094% of the inshore sector allocation. Exhibit 2 shows the distribution of final 2023 pollock allocations between the seven inshore pollock cooperatives. UFC’s allocation of 22.094% of the inshore sector allocation ranked UFC as the second largest inshore co-op. In 2023, UFC’s 12 member vessels received a final AFA Bering Sea pollock allocation that totaled 125,119.5 mt (Exhibit 3). Each of the 12 UFC vessel’s final pollock allocations are identified in Exhibit 3 showing their respective tonnage and each vessel’s percentage of the UFC total allocation.

Exhibit 4 reports the final 2023 Bering Sea pollock allocations for each of the remaining and active 11 vessels in the UniSea fleet during the 2023 season after in-season transfers of pollock allocations between member vessels. One member vessel (Mar Gun) transferred all of her 2023 pollock quota to other UFC member vessels.

Exhibit 5 provides UFC Bering Sea pollock catches that occurred during the 2023 season relative to final allocations after all co-op transfers. The UFC directed Bering Sea pollock catch totaled 125,075.633 mt, which was 43.906 mt less than the final allocation. This catch equated to 99.96% utilization of the final 2023 Bering Sea pollock allocation.
The AFA cooperative agreements require that co-op member vessels deliver at least 90% of the co-op’s Bering Sea pollock catch to their cooperative processor. During 2023, UFC member vessels deliveries were greater than 90% of all directed pollock deliveries by UFC member vessels, in keeping with AFA requirements. No pollock caught during UFC operations in 2023 was landed outside of Alaska.

Bycatch of other groundfish, herring, halibut, crab and salmon from the directed Bering Sea pollock fishery is detailed by member vessel in Exhibit 6. Pollock represented 99.59% of the total catch of pollock plus all other groundfish in the directed pollock fishery.

Vessel-level detail of salmon bycatch in the directed Bering Sea pollock fishery is reported for UFC in 2023 to meet current reporting requirements under Amendment 110. Specifically, Exhibit 6 summarizes the seasonal (A and B) catches of Chinook and chum salmon (other salmon). Salmon bycatch measures were in effect under Amendment 110 continuing in 2023, which was implemented to improve the management of Chinook and chum salmon bycatch in the Bering Sea pollock fishery by creating a comprehensive salmon bycatch avoidance program, and UFC salmon bycatch was covered under the inshore Salmon Savings Incentive Plan Agreement (SSIP).

SIDEBOARD LIMITATIONS, ALLOCATIONS AND CATCHES

The laws of the AFA place limits on AFA qualified catcher vessels whereby their harvest of groundfish other than Bering Sea pollock is limited to historic levels. Halibut bycatch (PSC) is also limited through the co-op sideboard allocations. By AFA definition, all catch of groundfish sideboard species made by non-exempt AFA catcher vessels, whether as targeted catch or incidental catch, are to be deducted from the sideboard limits. These are reported in the final harvest specifications and are intended to be a cap on all catches of these species.
Past UFC annual AFA pollock reports have provided details of sideboard allocation, transfers, catch and management (one table with details of BSAI sideboards and one table with details for GOA). Recent regulations detailed in the Federal Register (FR84 2723) are in effect since prior year’s report. Referencing those changes – “Rather than continue the annual process of calculating all sideboard limits and then closing most of the groundfish species with sideboard limits to directed fishing, the first action of this rule revises regulations to prohibit directed fishing by non-exempt AFA Program and CR Program vessels for those groundfish species and species groups subject to sideboard limits that have not been opened to directed fishing and that are not expected to be opened to directed fishing in the foreseeable future. Also, NMFS will now cease calculating and publishing each year the relevant sideboard limits subject to this final rule and their corresponding directed fishing prohibitions in the BSAI and GOA groundfish harvest specifications.” Under these continuing provisions adopted by NMFS, total catches of all species (including sideboard species) for UFC in 2023 are provided in Exhibit 11.

**DIRECTED BERING SEA COD AND GULF POLLOCK FISHERY**

UFC member vessels conducted a small directed Bering Sea cod fishery within UFC allocation (2,224 mt) during 2023. This fishery was conducted by four member vessels and yielded a harvest of 1,796 mt (Exhibit 7). UFC member vessels did not conduct a directed fishery for Gulf of Alaska pollock, and they did not conduct directed fisheries for yellowfin sole or rock sole.

Bycatch of other groundfish, halibut, herring, crab and salmon in the UFC directed Bering Sea cod fishery is detailed in Exhibit 8. Cod comprised 95.5% of the total groundfish catch in UFC’s 2023 directed Bering Sea cod fishery.

As earlier noted, UFC member vessels did not fish Gulf of Alaska pollock in 2023 and there were no GOA pollock transfers in or out of UFC (Exhibit 9).
UFC PROHIBITED SPECIES AND ALL GROUNDFISH CATCH TOTALS

UFC member vessel total prohibited species catches of halibut, herring, Bristol Bay red king crab, *bairdi* Tanner crab, other Tanner crab, chinook salmon and other salmon from all directed Bering Sea pollock and cod fisheries are provided in Exhibit 10. UFC member vessels’ total catch (landings and discards) for all BSAI sideboard species by area and vessel is shown in Exhibit 11.

UFC MONITORING AND ENFORCEMENT

All UFC directed Bering Sea pollock and cod catches, as well as sideboard catches and the halibut PSC were successfully managed and did not exceed allocations. The co-op was accordingly not required to take any enforcement actions.
Exhibit 2. Percent distribution of 2023 Bering Sea “inshore pollock allocation” between the seven inshore AFA pollock cooperatives.

Bering Sea Inshore Pollock Co-op 2023 Allocation

- Akutan 33.8%
- Arctic Enterprise 0.0%
- Northern Victor 10.8%
- Peter Pan 1.5%
- Unalaska 11.5%
- Westward 19.4%
- Unisea 22.1%

2023 AFA Open Access Allocation = 1%
Exhibit 3. UniSea Fleet Cooperative member vessel initial pollock allocations expressed as a percentage of the co-op total, as a percentage of the Bering Sea directed inshore pollock fishery, and in metric tons for 2023.

<table>
<thead>
<tr>
<th>Boat</th>
<th>% Co-op Allocation*</th>
<th>Pollock Allocations</th>
<th>% Directed Inshore Pollock Fishery</th>
<th>Annual Allocation (MT)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Alsea</td>
<td>8.126%</td>
<td>1.795%</td>
<td></td>
<td>10,167.752</td>
</tr>
<tr>
<td>Argosy</td>
<td>7.977%</td>
<td>1.763%</td>
<td></td>
<td>9,981.225</td>
</tr>
<tr>
<td>Auriga</td>
<td>15.135%</td>
<td>3.344%</td>
<td></td>
<td>18,936.552</td>
</tr>
<tr>
<td>Aurora</td>
<td>15.139%</td>
<td>3.345%</td>
<td></td>
<td>18,941.306</td>
</tr>
<tr>
<td>Defender</td>
<td>15.761%</td>
<td>3.482%</td>
<td></td>
<td>19,719.888</td>
</tr>
<tr>
<td>Fierce Allegiance</td>
<td>4.244%</td>
<td>0.938%</td>
<td></td>
<td>5,310.091</td>
</tr>
<tr>
<td>MarGun</td>
<td>0.472%</td>
<td>0.104%</td>
<td></td>
<td>590.679</td>
</tr>
<tr>
<td>Nordic Star</td>
<td>6.272%</td>
<td>1.386%</td>
<td></td>
<td>7,847.800</td>
</tr>
<tr>
<td>Starfish</td>
<td>9.235%</td>
<td>2.040%</td>
<td></td>
<td>11,554.753</td>
</tr>
<tr>
<td>Starlite</td>
<td>5.545%</td>
<td>1.225%</td>
<td></td>
<td>6,938.398</td>
</tr>
<tr>
<td>Starward</td>
<td>5.708%</td>
<td>1.261%</td>
<td></td>
<td>7,141.755</td>
</tr>
<tr>
<td>Seadawn</td>
<td>6.385%</td>
<td>1.411%</td>
<td></td>
<td>7,989.341</td>
</tr>
<tr>
<td><strong>UFC Total</strong></td>
<td><strong>100.000%</strong></td>
<td><strong>22.094%</strong></td>
<td></td>
<td><strong>125,119.539</strong></td>
</tr>
</tbody>
</table>

* Some totals are rounded. Allocations from updated, signed Unisea harvest schedules.
Exhibit 4.  UniSea Fleet Cooperative member vessel final Bering Sea directed pollock allocations for 2023 after co-op transfers.

<table>
<thead>
<tr>
<th>Boat</th>
<th>Initial Pollock Allocation (MT)</th>
<th>Within Co-op Net Transfer In &amp; Out (MT)</th>
<th>Final Pollock Allocation (MT)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Alsea</td>
<td>10,167.752</td>
<td>-94.907</td>
<td>10,072.844</td>
</tr>
<tr>
<td>Argosy</td>
<td>9,981.225</td>
<td>+691.685</td>
<td>10,672.911</td>
</tr>
<tr>
<td>Auriga</td>
<td>18,936.552</td>
<td>+197.357</td>
<td>19,133.909</td>
</tr>
<tr>
<td>Aurora</td>
<td>18,941.306</td>
<td>-197.357</td>
<td>18,743.949</td>
</tr>
<tr>
<td>Defender</td>
<td>19,719.888</td>
<td>0.000</td>
<td>19,719.888</td>
</tr>
<tr>
<td>Fierce Allegiance</td>
<td>5,310.091</td>
<td>+2,927.988</td>
<td>8,238.079</td>
</tr>
<tr>
<td>MarGun</td>
<td>590.679</td>
<td>-590.678</td>
<td>0.000</td>
</tr>
<tr>
<td>Nordic Star</td>
<td>7,847.800</td>
<td>-7.251</td>
<td>7,840.549</td>
</tr>
<tr>
<td>Starfish</td>
<td>11,554.753</td>
<td>-2,929.843</td>
<td>8,624.909</td>
</tr>
<tr>
<td>Starlite</td>
<td>6,938.398</td>
<td>-12.505</td>
<td>6,925.893</td>
</tr>
<tr>
<td>Starward</td>
<td>7,141.755</td>
<td>+14.360</td>
<td>7,156.115</td>
</tr>
<tr>
<td>Seadawn</td>
<td>7,989.341</td>
<td>+1.151</td>
<td>7,990.492</td>
</tr>
<tr>
<td><strong>UFC Total</strong></td>
<td><strong>125,119.539</strong></td>
<td><strong>0.000</strong></td>
<td><strong>125,119.539</strong></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Boat</th>
<th>Final Pollock Allocation (MT)</th>
<th>Directed Bering Sea Pollock Catch by Vessel (MT)</th>
<th>Difference Over (+) Under (-)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Alsea</td>
<td>10,072.844</td>
<td>10,072.844</td>
<td>0.000</td>
</tr>
<tr>
<td>Argosy</td>
<td>10,672.911</td>
<td>10,672.911</td>
<td>0.000</td>
</tr>
<tr>
<td>Auriga</td>
<td>19,133.909</td>
<td>19,133.909</td>
<td>0.000</td>
</tr>
<tr>
<td>Aurora</td>
<td>18,743.949</td>
<td>18,712.567</td>
<td>-31.381</td>
</tr>
<tr>
<td>Defender*</td>
<td>19,719.888</td>
<td>19,719.887</td>
<td>0.000</td>
</tr>
<tr>
<td>Fierce Allegiance</td>
<td>8,238.079</td>
<td>8,231.156</td>
<td>-6.923</td>
</tr>
<tr>
<td>MarGun</td>
<td>0.000</td>
<td>0.000</td>
<td>0.000</td>
</tr>
<tr>
<td>Nordic Star</td>
<td>7,840.549</td>
<td>7,834.951</td>
<td>-5.598</td>
</tr>
<tr>
<td>Starfish</td>
<td>8,624.909</td>
<td>8,624.907</td>
<td>-0.003</td>
</tr>
<tr>
<td>Starlite</td>
<td>6,925.893</td>
<td>6,925.893</td>
<td>0.000</td>
</tr>
<tr>
<td>Starward</td>
<td>7,156.115</td>
<td>7,156.115</td>
<td>0.000</td>
</tr>
<tr>
<td>Seadawn</td>
<td>7,990.492</td>
<td>7,990.492</td>
<td>0.000</td>
</tr>
<tr>
<td><strong>UFC Total</strong></td>
<td><strong>125,119.539</strong></td>
<td><strong>125,075.633</strong></td>
<td><strong>-43.906</strong></td>
</tr>
</tbody>
</table>

* Pollock catch totals are from Seastate.
* Directed catch includes Defender-GS (“new” Defender) catch and Amendment 69 contractual fishing amounts as reported by the Co-op, delivered by one non-UFC vessel (F/V Pacific Prince).
Exhibit 6. Directed pollock catch, bycatch of other groundfish and PSC's in the directed pollock fishery for the UniSea Fleet Cooperative member vessels, 2023.

<table>
<thead>
<tr>
<th>Boat</th>
<th>Directed Bering Sea Pollock Catch (MT)</th>
<th>Other Groundfish Catch (MT)</th>
<th>Halibut Mortality (MT)</th>
<th>Herring Catch (MT)</th>
<th>Red King Crab (#)</th>
<th>bairdii Tanner Crab (#)</th>
<th>Other Tanner Crab (#)</th>
<th>A Season Chinook Salmon (#)</th>
<th>Other Salmon (#)</th>
<th>B Season Chinook Salmon (#)</th>
<th>Other Salmon (#)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Alsea</td>
<td>10,072.844</td>
<td>24.21</td>
<td>0.03</td>
<td>1.48</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>166</td>
<td>5</td>
<td>13</td>
<td>314</td>
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<td>Argosy</td>
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<td>29.44</td>
<td>0.08</td>
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<td>0</td>
<td>0</td>
<td>81</td>
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<td>470</td>
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<tr>
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<td>19,133.909</td>
<td>57.19</td>
<td>0.31</td>
<td>16.29</td>
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<td>0</td>
<td>151</td>
<td>4</td>
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<td>997</td>
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<td>0.33</td>
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<td>0</td>
<td>0</td>
<td>0</td>
<td>194</td>
<td>2</td>
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<td>Defender*</td>
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<td>66.27</td>
<td>0.36</td>
<td>3.77</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>273</td>
<td>6</td>
<td>6</td>
<td>262</td>
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<td>Fierce Allegiance</td>
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<td>41.95</td>
<td>0.00</td>
<td>2.03</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>80</td>
<td>2</td>
<td>0</td>
<td>78</td>
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<td>MarGun</td>
<td>0.000</td>
<td>0.00</td>
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<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
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<td>68</td>
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<td>599</td>
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<td>0.07</td>
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<td>0</td>
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<td>81</td>
<td>0</td>
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<td>693</td>
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<td>94</td>
<td>0</td>
<td>8</td>
<td>233</td>
</tr>
<tr>
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<td>51.03</td>
<td>0.00</td>
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<td>0</td>
<td>0</td>
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<td>1</td>
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<tr>
<td>Seadawn</td>
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<td>3.92</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>32</td>
<td>0</td>
<td>4</td>
<td>1,343</td>
</tr>
</tbody>
</table>

*Directed pollock catch totals, PSCs and Other Groundfish are from Seastate.

* Catches from Amendment 69 contractual fishing by one non UFC vessel is included in F/V Defender vessel totals.

<table>
<thead>
<tr>
<th>Boat</th>
<th>Total Co-op Cod Allocation (MT)</th>
<th>UFC Transfers In(+) Out(-) (MT)</th>
<th>UFC Final Cod Allocation (MT)</th>
<th>Directed Bering Sea Cod Catch (MT)</th>
<th>Difference Over (+) Under (-) (MT)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Alsea</td>
<td>173</td>
<td>-112</td>
<td>61</td>
<td>0</td>
<td>-61</td>
</tr>
<tr>
<td>Argosy</td>
<td>190</td>
<td>0</td>
<td>190</td>
<td>0</td>
<td>-190</td>
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<tr>
<td>Auriga</td>
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Note: Catch totals are from Seastate data.
* One transfer of approximately 8 mt to outside vessel.

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* Some totals are rounded to nearest metric ton or number of animals.

Note: Catch and PSC totals are from Seastate data.

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**Exhibit 10. UniSea Fleet Cooperative vessel-by-vessel prohibited species catch, 2023.**

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* Some totals are rounded to nearest metric ton or number of animals.

Note: PSC totals are from Seastate data.

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Note: some totals are rounded
Total landings and discards of BSAI sideboard species by vessel are provided by Seastate and represent all directed or incidental catch (both landings and discards) taken in all UFC fishing. Yellowfin sole is shown but is not a sideboard species.

* Includes catches from one vessel during Amendment 69 contract fishing.
ATTACHMENT 1

UFC MEMBERSHIP AGREEMENT 2023 ADDENDUM
Each of the undersigned hereby acknowledges and agrees that the terms and conditions of the UniSea Fleet Cooperative Amended and Restated Membership Agreement dated as of September 24, 2010, as amended by a First Amendment to Amended and Restated Membership Agreement dated as of January 4, 2011, Second Amendment dated February 4, 2016, and Membership Agreement Addenda dated as of November 16, 2010, and November 9, 2011 (collectively, the “Membership Agreement”), is in full force and effect, and binds the undersigned for the year 2023, and that the Exhibit A attached hereto replaces in its entirety the existing Exhibit A to the Membership Agreement.

Each of the undersigned hereby certifies that each of its member vessels as identified on the attached Exhibit A: (i) is a “qualified catcher vessel” within the meaning of 50 CFR 679.4(6)(ii)(D); (ii) delivered more pollock to UniSea, Inc. than to any other AFA inshore processor or stationary floating processor in the last year in which the vessel engaged in directed fishing for pollock in the BSAI for delivery to the inshore sector; (iii) is otherwise eligible to fish for groundfish in the BSAI; (iv) has an AFA catcher vessel permit with an inshore endorsement; (v) has no permit sanctions or other type of sanctions against it that would prevent it from fishing for groundfish in the BSAI; and (vi) is named on a valid LLP permit authorizing the vessel to engage in trawling for pollock in the Bering Sea.

Each of the undersigned further certifies that (a) at least 80 percent of the owners of the qualified catcher vessels are parties to the Membership Agreement; and (b) that the Membership Agreement requires that the Cooperative deliver at least 90% of its BSAI Pollock catch to its designated AFA processor.

The cooperative’s designated representative within the meaning of 50 CFR 679.61(c) is Duncan R. McIntosh. The cooperative’s registered agent for service of process is Mundt MacGregor L.L.P., 271 Wyatt Way NE, Suite 106, Bainbridge Island, Washington 98110-2873.

Dated effective as of November 7, 2022.

RONDYS, INC.                          AURIGA/AURORA GENERAL PARTNERSHIP

By: _________________________________  By: _________________________________
Name: George Hall                      Name: Jeff Hendricks
Title: Authorized Representative       Title: Manager
DONA MARTITA LLC
By: __________________________
Name: Robert Desautel
Title: Managing Member

MARGUN ENTERPRISES LLC
By: Ildhuso Management LLC
Its: Manager
By: __________________________
Name: Gunnar Ildhuso, Jr.
Title: Member

SEADAWN, LLC
By: FY Fisheries, Inc.
Its: Manager
By: __________________________
Name: Fred Yeck
Title: President

STARLITE FISHERIES, LLC
By: St. Paul Fishing Company, LLC
Its: Manager
By: __________________________
Name: Jeffery Kauffman
Title: CEO

FIERCE ALLEGIANCE LLC
By: R&B Fisheries, Inc.
Its: Manager
By: __________________________
Name: Rick Mezich
Title: President

F/V NORDIC STAR LLC
By: Aleutian Spray Fisheries, Inc.
Its: Managing Member
By: __________________________
Name: Chris Swasand
Title: President

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By: R&B Fisheries, Inc.
Its: Manager
By: __________________________
Name: Rick Mezich
Title: President

STARWARD FISHERIES, LLC
By: St. Paul Fishing Company, LLC
Its: Vessel Manager
By: __________________________
Name: Jeffery Kauffman
Title: CEO

UNISEA FLEET COOPERATIVE
By: __________________________
Name: Jeff Hendricks
Title: President
This Harvest Schedule is based on the best information available to the Members at the time of its preparation. It will be amended from time to time pursuant to the terms of the Cooperative’s Membership Agreement.

<table>
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<tr>
<th>MEMBER</th>
<th>VESSEL(S)</th>
<th>PERCENTAGE OF ALLOCATION</th>
</tr>
</thead>
<tbody>
<tr>
<td>Rondys, Inc.</td>
<td>ALSEA – ON 626517</td>
<td>8.1264%</td>
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<td>ARGOSY – ON 611365</td>
<td>7.9774%</td>
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<td>Aurora/Auriga General Partnership</td>
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<td>MEMBER</td>
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<td>Starward Fisheries, LLC</td>
<td>STARWARD - ON 617807</td>
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<tr>
<td><strong>Total</strong></td>
<td></td>
<td><strong>100.000%</strong></td>
</tr>
</tbody>
</table>
December 2, 2022

Mr. David Witherell  
Executive Director  
North Pacific Fishery Management Council  
605 West Fourth Avenue, Suite 306  
Anchorage, Alaska  99501-2252

Re:  UniSea Fleet Cooperative - Annual Contract Filing

Dear David:

Pursuant to 50 CFR 679.61(d) we enclose copies of the following documents for the UniSea Fleet Cooperative:

1. Agreement to Process (2023) dated as of November 8, 2022, executed by UniSea, Inc.; and

2. 2023 Addendum to Membership Agreement signed by the cooperative and the members of the cooperative.

The Amended and Restated Membership Agreement previously filed with the Council and NOAA Fisheries remains in effect for the year 2023. There have been no material modifications to that agreement since it was last filed with the Council and NOAA Fisheries, and no changes in the membership of the Cooperative since last year’s filing, except that Seadawn, LLC replaced FY Fisheries, Inc. as a member of the cooperative and as owner of the vessel SEADAWN, as reflected in the attached Assignment and Assumption Agreement dated April 7, 2022. This was essentially a matter of internal corporate housekeeping with little or no change in ultimate effective ownership.
Please do not hesitate to contact us if you have any questions or concerns.

Very truly yours,

MUNDT MacGREGOR L.L.P.

Duncan R. McIntosh

Enclosures
cc: Mr. Tod Hendricks (w/encl. – via email)
    Ms. Shannon Gleason (w/encl. – via email)
AGREEMENT TO PROCESS
(2023)

This AGREEMENT TO PROCESS is entered into as of November 8, 2022, by UNISEA, INC., a Washington corporation ("UniSea"), with reference to the following facts:

A. The American Fisheries Act (the "AFA") authorizes the Secretary of Commerce to reserve portions of the Bering Sea/Aleutian Islands ("BSAI") pollock inshore directed fishing allowance for harvesting by members of qualifying fishery cooperatives.

B. Under the AFA, a contract implementing a qualifying fishery cooperative must specify that: (i) other than as permitted under Section 210(b)(6) of the AFA, the cooperative's catcher vessels will deliver pollock in the BSAI directed pollock fishery only to the processor to which such vessels delivered more pollock than to any other AFA inshore processor in the last year in which the vessels engaged in directed fishing for pollock in the BSAI for delivery to the inshore sector, and (ii) such processor has agreed to process such pollock.

C. The owners of eighty percent (80%) of the catcher vessels that delivered more pollock to the UniSea plant in Dutch Harbor, Alaska (the "Plant") than any other plant in the last year in which the vessels engaged in directed fishing for pollock for delivery to the inshore sector have agreed, subject to the provisions of Section 210(b)(6) of the Act and related provisions in the UniSea Fleet Cooperative (the "Cooperative") Membership Agreement, as amended, to deliver pollock from the inshore BSAI directed pollock fishery only to the Plant.

D. UniSea is willing to agree to process the BSAI directed pollock fishery harvest of the Cooperative's members' vessels, to enable the Cooperative to obtain an allocation of BSAI pollock under Section 210 of the Act.

NOW, THEREFORE, UniSea hereby agrees to purchase and process pollock harvested in the BSAI directed pollock fishery by the Cooperative's members' catcher vessels, on terms and conditions to be agreed upon by and between UniSea and such vessels' owners. UniSea hereby acknowledges and agrees that, pursuant to Section 210(b)(6) of the Act, such vessels may deliver up to ten percent (10%) of the Cooperative's BSAI pollock allocation to qualified shoreside processors other than UniSea.

UNISEA, INC.

By: [Signature]
Name: Tom Enlow
Its: President
UNISEA FLEET COOPERATIVE
MEMBERSHIP AGREEMENT
2023 ADDENDUM

Each of the undersigned hereby acknowledges and agrees that the terms and conditions of the UniSea Fleet Cooperative Amended and Restated Membership Agreement dated as of September 24, 2010, as amended by a First Amendment to Amended and Restated Membership Agreement dated as of January 4, 2011, Second Amendment dated February 4, 2016, and Membership Agreement Addenda dated as of November 16, 2010, and November 9, 2011 (collectively, the “Membership Agreement”), is in full force and effect, and binds the undersigned for the year 2023, and that the Exhibit A attached hereto replaces its entirety the existing Exhibit A to the Membership Agreement.

Each of the undersigned hereby certifies that each of its member vessels as identified on the attached Exhibit A: (i) is a “qualified catcher vessel” within the meaning of 50 CFR 679.4(6)(ii)(D); (ii) delivered more pollock to UniSea, Inc. than to any other AFA inshore processor or stationary floating processor in the last year in which the vessel engaged in directed fishing for pollock in the BSAI for delivery to the inshore sector; (iii) is otherwise eligible to fish for groundfish in the BSAI; (iv) has an AFA catcher vessel permit with an inshore endorsement; (v) has no permit sanctions or other type of sanctions against it that would prevent it from fishing for groundfish in the BSAI; and (vi) is named on a valid LLP permit authorizing the vessel to engage in trawling for pollock in the Bering Sea.

Each of the undersigned further certifies that (a) at least 80 percent of the owners of the qualified catcher vessels are parties to the Membership Agreement; and (b) that the Membership Agreement requires that the Cooperative deliver at least 90% of its BSAI Pollock catch to its designated AFA processor.

The cooperative’s designated representative within the meaning of 50 CFR 679.61(c) is Duncan R. McIntosh. The cooperative’s registered agent for service of process is Mundt MacGregor L.L.P., 271 Wyatt Way NE, Suite 106, Bainbridge Island, Washington 98110-2873.

Dated effective as of November 8, 2022.

RONDYS, INC.

By: [signature]
Name: George Hall
Title: Authorized Representative

AURIGA/AURORA GENERAL PARTNERSHIP

By: [signature]
Name: Jeff Hendricks
Title: Manager
UNISEA FLEET COOPERATIVE
MEMBERSHIP AGREEMENT
2023 ADDENDUM

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Each of the undersigned hereby certifies that each of its member vessels as identified on the attached Exhibit A: (i) is a “qualified catcher vessel” within the meaning of 50 CFR 679.4(6)(ii)(D); (ii) delivered more pollock to UniSea, Inc. than to any other AFA inshore processor or stationary floating processor in the last year in which the vessel engaged in directed fishing for pollock in the BSAI for delivery to the inshore sector; (iii) is otherwise eligible to fish for groundfish in the BSAI; (iv) has an AFA catcher vessel permit with an inshore endorsement; (v) has no permit sanctions or other type of sanctions against it that would prevent it from fishing for groundfish in the BSAI; and (vi) is named on a valid LLP permit authorizing the vessel to engage in trawling for pollock in the Bering Sea.

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Dated effective as of November 8, 2022.

RONDYS, INC.

By: ______________________
Name: George Hall
Title: Authorized Representative

AURIGA/AURORA GENERAL
PARTNERSHIP

By: ______________________
Name: Jeff Hendricks
Title: Manager
DONA MARITTA LLC
By: ________________
Name: Robert Desantiago
Title: Managing Member

MARGUN ENTERPRISES LLC
By: Ildhuso Management LLC
Its: Manager

By: ________________
Name: Gunnar Ildhuso, Jr.
Title: Member

SEADAWN, LLC
By: FY Fisheries, Inc.
Its: Manager

By: ________________
Name: Fred Yeck
Title: President

STARRLITE FISHERIES, LLC
By: St. Paul Fishing Company, LLC
Its: Manager

By: ________________
Name: Jeffery Kauffman
Title: CEO

FIERCE ALLEGIANCE LLC
By: R&B Fisheries, Inc.
Its: Manager

By: ________________
Name: Rick Mezich
Title: President

F/V NORDIC STAR LLC
By: Aleutian Spray Fisheries, Inc.
Its: Managing Member

By: ________________
Name: Chris Swasand
Title: President

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By: ________________
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Name: Robert Desautel
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STARCOTE FISHERIES, LLC

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By: ______________________
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Title: CEO
UNISEA FLEET COOPERATIVE  
EXHIBIT A  
TO 2023 ADDENDUM  

BERING SEA POLLOCK FISHERY  
HARVEST SCHEDULE  

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<tr>
<td></td>
<td>AURORA – ON 636919</td>
<td>15.1388%</td>
</tr>
<tr>
<td>Dona Martita LLC</td>
<td>DEFENDER – ON 554030</td>
<td>15.7608%</td>
</tr>
<tr>
<td>Fierce Allegiance LLC</td>
<td>FIERCE ALLEGIANCE ON 588849</td>
<td>4.2441%</td>
</tr>
<tr>
<td>Margun Enterprises LLC</td>
<td>MARGUN – ON 1283312</td>
<td>0.4721%</td>
</tr>
<tr>
<td>MEMBER</td>
<td>VESSEL(S)</td>
<td>PERCENTAGE OF &quot;ALLOCATION&quot;</td>
</tr>
<tr>
<td>-----------------------</td>
<td>----------------------------</td>
<td>----------------------------</td>
</tr>
<tr>
<td>F/V Nordic Star LLC</td>
<td>NORDIC STAR – ON 584684</td>
<td>6.2721%</td>
</tr>
<tr>
<td>F/V Starfish, LLC</td>
<td>STARFISH – ON 561651</td>
<td>9.2350%</td>
</tr>
<tr>
<td>Seadawn, LLC</td>
<td>SEADAWN – ON 548685</td>
<td>6.3854%</td>
</tr>
<tr>
<td>Starlite Fisheries, LLC</td>
<td>STARLITE - ON 597065</td>
<td>5.5454%</td>
</tr>
<tr>
<td>Starward Fisheries, LLC</td>
<td>STARWARD - ON 617807</td>
<td>5.7079%</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td></td>
<td><strong>100.000%</strong></td>
</tr>
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ASSIGNMENT AND ASSUMPTION AGREEMENT

This Assignment and Assumption Agreement (this "Assignment") is entered into as of [4/17] 2022, by and between FY FISHERIES, INC., an Oregon corporation (on behalf of itself and the other tenants in common with ownership interests in the vessel described below, "Assignor"), and SEADAWN, LLC, an Oregon corporation ("Assignee"), with respect to the following.

A. Assignor owns the AFA inshore catcher vessel SEADAWN, O/N 548684 (the "Vessel"), and, as such, FY Fisheries, Inc. is a member of the Unisea Fleet Cooperative (the "Cooperative") and a party to the Cooperative’s Amended and Restated Membership Agreement dated September 24, 2010, as modified by a First Amendment dated January 4, 2011, a Second Amendment dated February 4, 2016, and various addenda (the "Membership Agreement").

B. Assignor is transferring the Vessel to Assignee, and, in connection therewith intends to assign all of its rights and obligations under the Membership Agreement to Assignee. Assignee intends to accept and assume the same and become a member of the Cooperative.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows.

1. Assignment. Assignor hereby transfers and assigns to Assignee all of Assignor’s right, title, and interest in and to membership in the Cooperative, and all rights and obligations associated therewith, including without limitation, all rights and obligations under the Membership Agreement.

2. Assumption. Assignee hereby accepts the assignment set forth in Section 1, and hereby assumes and agrees to fully perform and discharge all of the obligations described therein, including without limitation all obligations arising under the Membership Agreement. Assignee has carefully reviewed the Membership Agreement, and by executing this Assignment, agrees to be bound by all provisions of the Membership Agreement, as though it were an original signatory thereto.

3. Authority of Assignor. FY Fisheries, Inc. hereby represents and warrants that it has full power and authority to execute, deliver and perform its obligations under this Assignment, that its execution, delivery and performance thereof has been duly-authorized by all necessary action, and that this Assignment constitutes a legal, valid, and binding obligation of it and its tenants-in-common, enforceable against such in accordance with its terms.

4. Cooperative As Beneficiary. The Cooperative and its members are intended third-party beneficiaries of this Assignment and may enforce the provisions hereof as if they were a party hereto.

[Signature page follows]
DATED as first set forth above.

ASSIGNOR:

FY FISHERIES, INC., et al

By:
Name: Fred Yeck
Title: President

ASSIGNEE:

SEADAWN, LLC

By: FY Fisheries, Inc.
Its: Manager

By:
Name: Fred Yeck
Title: President
ADHERENCE AGREEMENT

This ADHERENCE AGREEMENT is entered into as of [4/7], 2022, by and between the undersigned “New Member” and UniSea Fleet Cooperative, a Washington Fish Marketing Act corporation (the “Cooperative”), on behalf of itself and its members, with respect to the following:

A. New Member is the owner of the vessel SEADAWN, O/N 548684 (the “Vessel”), and is eligible to and desires to join the Cooperative.

B. The members of the Cooperative desire to admit New Member to the Cooperative, but only if New Member agrees to be bound by the provisions of the Cooperative’s Membership Agreement.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows.

1. New Member has carefully reviewed the Cooperative’s Amended and Restated Membership Agreement dated as of September 24, 2010, as modified by a First Amendment dated January 4, 2011, a Second Amendment dated February 4, 2016, and various addenda (the “Membership Agreement”), and by executing this Adherence Agreement agrees to be bound by all provisions of the Membership Agreement as the same may be amended from time. Execution of this Adherence Agreement shall have the same effect as execution of the Membership Agreement by New Member and the Cooperative’s all other members.

2. Upon execution of this Agreement by New Member and the Cooperative, and receipt of a copy of a certificate of documentation demonstrating New Member’s ownership of the Vessel, New Member shall be deemed admitted as a member of the Cooperative and such admittance shall be reflected on the Cooperative’s records.

EXECUTED as of the day and year first set forth above.

Cooperative:
UNISEA FLEET COOPERATIVE

By: [Signature]
Name: Jeff Hendricks
Title: President

New Member:
SEADAWN, LLC

By: FY Fisheries, Inc.
Its: Manager

By: [Signature]
Name: Fred Yeck
Title: President