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Form 990

## Return of Organization Exempt From Income Tax

2009

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

► The organization may have to use a copy of this return to satisfy state reporting requirements

## A For the 2009 calendar year, or tax year beginning 01-01-2009 and ending 12-31-2009

B Check if applicable	C Name of organization BRUNSWICK ELECTRIC MEMBERSHIP CORPORATION		D Employer identification number 56-0154512
<input type="checkbox"/> Address change	Doing Business As		E Telephone number (910) 754-4391
<input type="checkbox"/> Name change	Number and street (or P O box if mail is not delivered to street address) PO BOX 826		G Gross receipts \$ 150,961,206
<input type="checkbox"/> Initial return	Room/suite		
<input type="checkbox"/> Terminated	City or town, state or country, and ZIP + 4 SHALLOTTE, NC 28459		
<input type="checkbox"/> Amended return	F Name and address of principal officer Robert W Leavitt Jr PO BOX 826 SHALLOTTE, NC 28459		H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<input type="checkbox"/> Application pending			H(b) Are all affiliates included? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "No," attach a list (see instructions)

I Tax-exempt status  501(c) ( 12 ) ► (insert no)  4947(a)(1) or  527

J Website: ► www.bemc.org

K Form of organization  Corporation  Trust  Association  Other ► L Year of formation 1939 M State of legal domicile NC

## Part I Summary

1 Briefly describe the organization's mission or most significant activities Safe and effective distribution of electricity to the members of Brunswick EMC
2 Check this box ► if the organization discontinued its operations or disposed of more than 25% of its net assets
3 Number of voting members of the governing body (Part VI, line 1a) . . . . . 3 13
4 Number of independent voting members of the governing body (Part VI, line 1b) . . . . . 4 13
5 Total number of employees (Part V, line 2a) . . . . . 5 154
6 Total number of volunteers (estimate if necessary) . . . . . 6
7a Total gross unrelated business revenue from Part VIII, column (C), line 12 . . . . . 7a 2,358
b Net unrelated business taxable income from Form 990-T, line 34 . . . . . 7b

8 Contributions and grants (Part VIII, line 1h) . . . . .	Prior Year	Current Year
9 Program service revenue (Part VIII, line 2g) . . . . .		0
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d) . . . . .	141,343,773	149,475,497
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	1,717,678	1,144,455
12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12) . . . . .	44,700	108,993
	143,106,151	150,728,945

13 Grants and similar amounts paid (Part IX, column (A), lines 1-3) . . . . .		0
14 Benefits paid to or for members (Part IX, column (A), line 4) . . . . .		0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	14,653,165	15,141,126
16a Professional fundraising fees (Part IX, column (A), line 11e) . . . . .		0
b Total fundraising expenses (Part IX, column (D), line 25) ►0		
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f) . . . . .	117,898,691	126,001,975
18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	132,551,856	141,143,101
19 Revenue less expenses Subtract line 18 from line 12 . . . . .	10,554,295	9,585,844

20 Total assets (Part X, line 16) . . . . .	Beginning of Current Year	End of Year
21 Total liabilities (Part X, line 26) . . . . .	298,615,609	301,004,322
22 Net assets or fund balances Subtract line 21 from line 20 . . . . .	219,578,848	217,450,779
	79,036,761	83,553,543

## Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge		
***** Signature of officer ROBERT W LEAVITT JR CEO Type or print name and title	2010-11-12 Date	

Preparer's signature ► G STEVEN GILLIAM CPA	Date	Check if self-employed ► <input type="checkbox"/>	Preparer's identifying number (see instructions)
Firm's name (or yours if self-employed), address, and ZIP + 4 ► ADAMS JENKINS CHEATHAM PC 231 WYLDEROSE DR MIDLOTHIAN, VA 231136845			EIN ►
			Phone no ► (804) 323-1313

May the IRS discuss this return with the preparer shown above? (see instructions)  Yes  No

### **Part III Statement of Program Service Accomplishments**

**1 Briefly describe the organization's mission**

## Safe and effective distribution of electricity to the members of Brunswick EMC

**2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? . . . . .

Yes  No

If "Yes," describe these new services on Schedule C.

**3** Did the organization cease conducting, or make significant changes in how it conducts, any programs or services?

Yes  N

If "Yes," describe these changes on Schedule C.

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses  
Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

**4a** (Code ) (Expenses \$ including grants of \$ ) (Revenue \$

SAFE AND EFFECTIVE distribution OF ELECTRICITY TO THE MEMBERS OF BEM

**4b** (Code ) (Expenses \$ including grants of \$ ) (Revenue \$

**4c** (Code ) (Expenses \$ including grants of \$ ) (Revenue \$

**4d Other program services (Describe in Schedule Q)**

(Expenses \$**1,000,000**) including grants of \$**1,000,000**) (Revenue \$**1,000,000**)

#### 4e Total program service expenses

**Part IV Checklist of Required Schedules**

1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A . . . . .

2 Is the organization required to complete Schedule B, Schedule of Contributors? . . . . .

3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I . . . . .

4 **Section 501(c)(3) organizations.** Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II . . . . .

5 **Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations.** Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? If "Yes," complete Schedule C, Part III . . . . .

6 Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I  . . . . .

7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," complete Schedule D, Part II  . . . . .

8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III  . . . . .

9 Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV  . . . . .

10 Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? If "Yes," complete Schedule D, Part V  . . . . .

11 Is the organization's answer to any of the following questions "Yes"? If so, complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable. . . . .

- Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI.
- Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII.
- Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII.
- Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX.
- Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X.
- Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48? If "Yes," complete Schedule D, Part X.

12 Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII  . . . . .

12a Was the organization included in consolidated, independent audited financial statements for the tax year?  Yes  No

If "Yes," completing Schedule D, Parts XI, XII, and XIII is optional . . . . .

12a  Yes

13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E . . . . .

14a Did the organization maintain an office, employees, or agents outside of the United States? . . . . .

b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? If "Yes," complete Schedule F, Part I . . . . .

15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the U.S.? If "Yes," complete Schedule F, Part II . . . . .

16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the U.S.? If "Yes," complete Schedule F, Part III . . . . .

17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I . . . . .

18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II . . . . .

19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III . . . . .

20 Did the organization operate one or more hospitals? If "Yes," complete Schedule H . . . . .

	Yes	No
1		No
2		No
3		No
4		No
5		No
6		No
7		No
8		No
9		No
10		No
11	Yes	
12	Yes	
13		No
14a		No
14b		No
15		No
16		No
17		No
18		No
19		No
20		No

**Part IV Checklist of Required Schedules (continued)**

21	Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II	21		No
22	Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III	22		No
23	Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5, about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J	23	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer questions 24b-24d and complete Schedule K. If "No," go to line 25	24a		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		No
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		No
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		No
25a	<b>Section 501(c)(3) and 501(c)(4) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I	25a		No
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I	25b		No
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If "Yes," complete Schedule L, Part II	26		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? If "Yes," complete Schedule L, Part III	27		No
28	Was the organization a party to a business transaction with one of the following parties? (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)	28a		No
a	A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	28b		No
b	A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	28c		No
c	An entity of which a current or former officer, director, trustee, or key employee of the organization (or a family member) was an officer, director, trustee, or owner? If "Yes," complete Schedule L, Part IV	29		No
30	Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I	33		No
34	Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1	34	Yes	
35	Is any related organization a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2	35		No
36	<b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2	36		No
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI	37		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? <b>Note.</b> All Form 990 filers are required to complete Schedule O	38	Yes	

**Part V Statements Regarding Other IRS Filings and Tax Compliance**

		Yes	No
<b>1a</b>	Enter the number reported in Box 3 of Form 1096, <i>Annual Summary and Transmittal of U.S. Information Returns</i> . Enter -0- if not applicable	<b>1a</b>	55
<b>1b</b>	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	<b>1b</b>	0
<b>1c</b>	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	Yes	
<b>2a</b>	Enter the number of employees reported on Form W-3, <i>Transmittal of Wage and Tax Statements</i> filed for the calendar year ending with or within the year covered by this return	<b>2a</b>	154
<b>2b</b>	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? <b>Note:</b> If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this return (see instructions)	Yes	
<b>3a</b>	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	Yes	
<b>3b</b>	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O	No	
<b>4a</b>	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		
<b>4b</b>	If "Yes," enter the name of the foreign country. See the instructions for exceptions and filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts		
<b>5a</b>	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	No	
<b>5b</b>	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	No	
<b>5c</b>	If "Yes" to line 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?	No	
<b>6a</b>	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?	No	
<b>6b</b>	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	No	
<b>7</b>	<b>Organizations that may receive deductible contributions under section 170(c).</b>		
<b>7a</b>	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		
<b>7b</b>	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
<b>7c</b>	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		
<b>7d</b>	If "Yes," indicate the number of Forms 8282 filed during the year		
<b>7e</b>	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		
<b>7f</b>	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
<b>7g</b>	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?		
<b>7h</b>	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?		
<b>8</b>	<b>Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.</b> Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	No	
<b>9</b>	<b>Sponsoring organizations maintaining donor advised funds.</b>		
<b>9a</b>	Did the organization make any taxable distributions under section 4966?	No	
<b>9b</b>	Did the organization make a distribution to a donor, donor advisor, or related person?	No	
<b>10</b>	<b>Section 501(c)(7) organizations.</b> Enter		
<b>10a</b>	Initiation fees and capital contributions included on Part VIII, line 12		
<b>10b</b>	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		
<b>11</b>	<b>Section 501(c)(12) organizations.</b> Enter		
<b>11a</b>	Gross income from members or shareholders	145,004,531	
<b>11b</b>	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	5,915,920	
<b>12a</b>	<b>Section 4947(a)(1) non-exempt charitable trusts.</b> Is the organization filing Form 990 in lieu of Form 1041?	No	
<b>12b</b>	If "Yes," enter the amount of tax-exempt interest received or accrued during the year		

**Part VI Governance, Management, and Disclosure** For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

### Section A. Governing Body and Management

		Yes	No
<b>1a</b> Enter the number of voting members of the governing body . . .	<b>1a</b>	13	
<b>b</b> Enter the number of voting members that are independent . . .	<b>1b</b>	13	
<b>2</b> Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee? . . . . .	<b>2</b>		No
<b>3</b> Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person? . . . . .	<b>3</b>		No
<b>4</b> Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed? . . . . .	<b>4</b>		No
<b>5</b> Did the organization become aware during the year of a material diversion of the organization's assets? . . . . .	<b>5</b>		No
<b>6</b> Does the organization have members or stockholders? . . . . .	<b>6</b>	Yes	
<b>7a</b> Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body? . . . . .	<b>7a</b>	Yes	
<b>b</b> Are any decisions of the governing body subject to approval by members, stockholders, or other persons? . . . . .	<b>7b</b>	Yes	
<b>8</b> Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following			
<b>a</b> The governing body? . . . . .	<b>8a</b>	Yes	
<b>b</b> Each committee with authority to act on behalf of the governing body? . . . . .	<b>8b</b>	Yes	
<b>9</b> Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O . . . . .	<b>9</b>		No

### Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
<b>10a</b> Does the organization have local chapters, branches, or affiliates? . . . . .	<b>10a</b>		No
<b>b</b> If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization? . . . . .	<b>10b</b>		No
<b>11</b> Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	<b>11</b>	Yes	
<b>11A</b> Describe in Schedule O the process, if any, used by the organization to review the Form 990 . . . . .			
<b>12a</b> Does the organization have a written conflict of interest policy? If "No," go to line 13 . . . . .	<b>12a</b>	Yes	
<b>b</b> Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts? . . . . .	<b>12b</b>	Yes	
<b>c</b> Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done . . . . .	<b>12c</b>	Yes	
<b>13</b> Does the organization have a written whistleblower policy? . . . . .	<b>13</b>	Yes	
<b>14</b> Does the organization have a written document retention and destruction policy? . . . . .	<b>14</b>	Yes	
<b>15</b> Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
<b>a</b> The organization's CEO, Executive Director, or top management official . . . . .	<b>15a</b>	Yes	
<b>b</b> Other officers or key employees of the organization . . . . .	<b>15b</b>	Yes	
If "Yes" to line a or b, describe the process in Schedule O (See instructions )			
<b>16a</b> Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? . . . . .	<b>16a</b>		No
<b>b</b> If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements? . . . . .	<b>16b</b>		No

### Section C. Disclosure

**17** List the States with which a copy of this Form 990 is required to be filed ►

**18** Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c) (3)s only) available for public inspection. Indicate how you make these available. Check all that apply  
 Own website  Another's website  Upon request

**19** Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public. See Additional Data Table

**20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization ►  
 THE CORPORATION  
 PO BOX 826  
 SHALLOTTE, NC 28459  
 (910) 754-4391

## **Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

**1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year. Use Schedule J-2 if additional space is needed.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation, and **current** key employees Enter -0- in columns (D), (E), and (F) if no compensation was paid
- List all of the organization's **current** key employees See instructions for definition of "key employee "
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations
- List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations

List persons in the following order: individual trustees or directors, institutional trustees, officers, key employees, highest compensated employees, and former such persons.

Check this box if the organization did not compensate any current or former officer, director, trustee or key employee.

<b>1b Total</b>	1,877,293	15,000	781,197
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**2** Total number of individuals (including but not limited to those listed above) who received more than \$100,000 in reportable compensation from the organization **►20**

		<b>Yes</b>	<b>No</b>
<b>3</b> Did the organization list any <b>former</b> officer, director or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual	<b>3</b>		No
<b>4</b> For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	<b>4</b>	Yes	
<b>5</b> Did any person listed on line 1a receive or accrue compensation from any unrelated organization for services rendered to the organization? If "Yes," complete Schedule J for such person	<b>5</b>		No

## Section B. Independent Contractors

**1** Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization

(A) Name and business address	(B) Description of services	(C) Compensation
Sumter Utilities Inc 1151 N Pike Street Sumter, SC 29153	Construction	1,242,991
Pike Electric 100 Pike Way Mt Airy, NC 27030	construction	2,285,391
New South Maintenance 837 Savannah Road Tabor City, NC 28643	Right of way maint	629,389
Lee Electrical 12828 hwy 15-501 south aberdeen, NC 28315	construction	1,543,833
HD Line Construction 7160 New Britton HWY E Whiteville, NC 28472	Construction	1,004,504
<b>2</b> Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization <b>►19</b>		

**Part VIII Statement of Revenue**

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
<b>1a</b>	Federated campaigns . . . . .	<b>1a</b>			
<b>b</b>	Membership dues . . . . .	<b>1b</b>			
<b>c</b>	Fundraising events . . . . .	<b>1c</b>			
<b>d</b>	Related organizations . . . . .	<b>1d</b>			
<b>e</b>	Government grants (contributions)	<b>1e</b>			
<b>f</b>	All other contributions, gifts, grants, and similar amounts not included above	<b>1f</b>			
<b>g</b>	Noncash contributions included in lines 1a-1f \$ _____				
<b>h</b>	<b>Total.</b> Add lines 1a-1f . . . . .	►	0		
<b>2a</b>	SALE AND DIST OF ELECT	Business Code			
			143,913,550	143,913,550	
<b>b</b>	PATRONAGE ALOC RECEIVED		580,700	580,700	
<b>c</b>	DIST, MAINT, CONST - SP		1,090,981	1,090,981	
<b>d</b>	CONTRIB IN AID OF CONST		3,890,266	3,890,266	
<b>e</b>					
<b>f</b>	All other program service revenue				
<b>g</b>	<b>Total.</b> Add lines 2a-2f . . . . .	►	149,475,497		
<b>3</b>	Investment income (including dividends, interest and other similar amounts) . . . . .	►	1,054,588		1,054,588
<b>4</b>	Income from investment of tax-exempt bond proceeds . . . . .	►	0		
<b>5</b>	Royalties . . . . .	►	0		
<b>6a</b>	Gross Rents	(I) Real	19,603	43,575	
<b>b</b>	Less rental expenses	(II) Personal	21,065		
<b>c</b>	Rental income or (loss)		-1,462	43,575	
<b>d</b>	Net rental income or (loss) . . . . .	►		42,113	1,858 40,255
<b>7a</b>	Gross amount from sales of assets other than inventory	(I) Securities			
		(II) Other	301,063		
<b>b</b>	Less cost or other basis and sales expenses		211,196		
<b>c</b>	Gain or (loss)		89,867		
<b>d</b>	Net gain or (loss) . . . . .	►		89,867	89,867
<b>8a</b>	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18 . . . . .				
<b>b</b>	Less direct expenses . . . . .	<b>b</b>			
<b>c</b>	Net income or (loss) from fundraising events . . . . .	►	0		
<b>9a</b>	Gross income from gaming activities See Part IV, line 19 . . . . .				
<b>b</b>	Less direct expenses . . . . .	<b>b</b>			
<b>c</b>	Net income or (loss) from gaming activities . . . . .	►	0		
<b>10a</b>	Gross sales of inventory, less returns and allowances . . . . .				
<b>b</b>	Less cost of goods sold . . . . .	<b>b</b>			
<b>c</b>	Net income or (loss) from sales of inventory . . . . .	►	0		
	Miscellaneous Revenue	Business Code			
<b>11a</b>	SALE OF COOK BOOKS		68		68
<b>b</b>	Income from equity invest		221,000	66,380	66,380
<b>c</b>	Appliance Sales			432	432
<b>d</b>	All other revenue . . . . .				
<b>e</b>	<b>Total.</b> Add lines 11a-11d . . . . .	►	66,880		
<b>12</b>	<b>Total revenue.</b> See Instructions . . . . .	►	150,728,945	149,541,877	2,358 1,184,710

**Part IX Statement of Functional Expenses****Section 501(c)(3) and 501(c)(4) organizations must complete all columns.****All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).**

<b>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</b>	<b>(A) Total expenses</b>	<b>(B) Program service expenses</b>	<b>(C) Management and general expenses</b>	<b>(D) Fundraising expenses</b>
<b>1 Grants and other assistance to governments and organizations in the U S See Part IV, line 21</b>	0			
<b>2 Grants and other assistance to individuals in the U S See Part IV, line 22</b>	0			
<b>3 Grants and other assistance to governments, organizations, and individuals outside the U S See Part IV, lines 15 and 16</b>	0			
<b>4 Benefits paid to or for members</b>	0			
<b>5 Compensation of current officers, directors, trustees, and key employees . . . . .</b>	1,701,527			
<b>6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) . . . . .</b>	0			
<b>7 Other salaries and wages</b>	10,037,901			
<b>8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions) . . . . .</b>	1,554,965			
<b>9 Other employee benefits . . . . .</b>	913,123			
<b>10 Payroll taxes . . . . .</b>	933,610			
<b>11 Fees for services (non-employees)</b>				
<b>a Management . . . . .</b>	0			
<b>b Legal . . . . .</b>	23,380			
<b>c Accounting . . . . .</b>	0			
<b>d Lobbying . . . . .</b>	0			
<b>e Professional fundraising See Part IV, line 17 . . . . .</b>	0			
<b>f Investment management fees . . . . .</b>	0			
<b>g Other . . . . .</b>	0			
<b>12 Advertising and promotion . . . . .</b>	0			
<b>13 Office expenses . . . . .</b>	0			
<b>14 Information technology . . . . .</b>	0			
<b>15 Royalties . . . . .</b>	0			
<b>16 Occupancy . . . . .</b>	0			
<b>17 Travel . . . . .</b>	1,431,135			
<b>18 Payments of travel or entertainment expenses for any federal, state, or local public officials . . . . .</b>	0			
<b>19 Conferences, conventions, and meetings . . . . .</b>	365,694			
<b>20 Interest . . . . .</b>	10,045,443			
<b>21 Payments to affiliates . . . . .</b>	0			
<b>22 Depreciation, depletion, and amortization . . . . .</b>	11,791,658			
<b>23 Insurance . . . . .</b>	0			
<b>24 Other expenses Itemize expenses not covered above (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below )</b>				
<b>a TAXES</b>	4,655,392			
<b>b DIST OPERATION</b>	4,434,678			
<b>c COST OF POWER</b>	88,327,586			
<b>d CONSUMER ACCOUNTS</b>	2,447,104			
<b>e ADMINISTRATIVE &amp; GENERAL</b>	4,036,376			
<b>f All other expenses</b>	-1,556,471			
<b>25 Total functional expenses. Add lines 1 through 24f</b>	141,143,101	0	0	0
<b>26 Joint costs. Check here <input checked="" type="checkbox"/> if following SOP 98-2 Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation</b>				

**Part X Balance Sheet**

		<b>(A)</b> Beginning of year	<b>(B)</b> End of year
Assets	<b>1</b> Cash—non-interest-bearing . . . . .	1,812,119	<b>1</b> 20,891
	<b>2</b> Savings and temporary cash investments . . . . .	7,979,925	<b>2</b> 4,998,540
	<b>3</b> Pledges and grants receivable, net . . . . .	3	0
	<b>4</b> Accounts receivable, net . . . . .	10,419,717	<b>4</b> 11,234,049
	<b>5</b> Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L . . . . .		
	<b>6</b> Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) Complete Part II of Schedule L . . . . .		
	<b>7</b> Notes and loans receivable, net . . . . .	1,911,764	<b>7</b> 2,039,161
	<b>8</b> Inventories for sale or use . . . . .	4,486,040	<b>8</b> 4,140,756
	<b>9</b> Prepaid expenses and deferred charges . . . . .	2,344,856	<b>9</b> 2,187,073
	<b>10a</b> Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a	353,809,022
	<b>b</b> Less accumulated depreciation . . . . .	10b	92,554,662
		256,612,424	<b>10c</b> 261,254,360
	<b>11</b> Investments—publicly traded securities . . . . .	3,482,451	<b>11</b> 3,666,919
	<b>12</b> Investments—other securities See Part IV, line 11 . . . . .	515,850	<b>12</b> 582,230
	<b>13</b> Investments—program-related See Part IV, line 11 . . . . .	8,770,221	<b>13</b> 10,573,560
	<b>14</b> Intangible assets . . . . .	280,242	<b>14</b> 0
	<b>15</b> Other assets See Part IV, line 11 . . . . .	280,242	<b>15</b> 306,783
	<b>16</b> <b>Total assets.</b> Add lines 1 through 15 (must equal line 34) . . . . .	298,615,609	<b>16</b> 301,004,322
Liabilities	<b>17</b> Accounts payable and accrued expenses . . . . .	9,517,479	<b>17</b> 9,159,767
	<b>18</b> Grants payable . . . . .	18	
	<b>19</b> Deferred revenue . . . . .	19	
	<b>20</b> Tax-exempt bond liabilities . . . . .	20	
	<b>21</b> Escrow or custodial account liability Complete Part IV of Schedule D . . . . .	21	
	<b>22</b> Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L . . . . .	22	
	<b>23</b> Secured mortgages and notes payable to unrelated third parties . . . . .	181,900,296	<b>23</b> 177,317,971
	<b>24</b> Unsecured notes and loans payable to unrelated third parties . . . . .	24	
	<b>25</b> Other liabilities Complete Part X of Schedule D . . . . .	28,161,073	<b>25</b> 30,973,041
	<b>26</b> <b>Total liabilities.</b> Add lines 17 through 25 . . . . .	219,578,848	<b>26</b> 217,450,779
Net Assets or Fund Balances	<b>27</b> Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.		
	<b>27</b> Unrestricted net assets . . . . .	27	
	<b>28</b> Temporarily restricted net assets . . . . .	28	
	<b>29</b> Permanently restricted net assets . . . . .	29	
	<b>30</b> Organizations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 30 through 34.		
	<b>30</b> Capital stock or trust principal, or current funds . . . . .	30	
	<b>31</b> Paid-in or capital surplus, or land, building or equipment fund . . . . .	31	
	<b>32</b> Retained earnings, endowment, accumulated income, or other funds . . . . .	79,036,761	<b>32</b> 83,553,543
	<b>33</b> Total net assets or fund balances . . . . .	79,036,761	<b>33</b> 83,553,543
	<b>34</b> Total liabilities and net assets/fund balances . . . . .	298,615,609	<b>34</b> 301,004,322

**Part XI Financial Statements and Reporting**

**1** Accounting method used to prepare the Form 990       Cash  Accrual  Other \_\_\_\_\_  
 If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O

**2a** Were the organization's financial statements compiled or reviewed by an independent accountant? . . . . .

**b** Were the organization's financial statements audited by an independent accountant? . . . . .

**c** If "Yes," to 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?  
 If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O . . . . .

**d** If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a consolidated basis, separate basis, or both  
 Separate basis       Consolidated basis       Both consolidated and separated basis

**3a** As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? . . . . .

**b** If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits . . . . .

	<b>Yes</b>	<b>No</b>
<b>2a</b>		No
<b>2b</b>	Yes	
<b>2c</b>	Yes	
<b>3a</b>		No
<b>3b</b>		No

2009

Open to Public  
Inspection**SCHEDULE D**  
(Form 990)**Supplemental Financial Statements**

► Complete if the organization answered "Yes," to Form 990,  
Part IV, line 6, 7, 8, 9, 10, 11, or 12.  
► Attach to Form 990. ► See separate instructions.

Department of the Treasury  
Internal Revenue Service**Name of the organization**BRUNSWICK ELECTRIC MEMBERSHIP  
CORPORATION**Employer identification number**

56-0154512

**Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?  Yes  No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?  Yes  No

**Part II Conservation Easements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)

Preservation of land for public use (e.g., recreation or pleasure)  Preservation of an historically importantly land area

Protection of natural habitat  Preservation of a certified historic structure

Preservation of open space

2 Complete lines 2a-2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Year
2a	
2b	
2c	
2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year ► \_\_\_\_\_

4 Number of states where property subject to conservation easement is located ► \_\_\_\_\_

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?  Yes  No

6 Staff and volunteer hours devoted to monitoring, inspecting and enforcing conservation easements during the year ► \_\_\_\_\_

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ► \$ \_\_\_\_\_

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)?  Yes  No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.** Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ► \$ \_\_\_\_\_

(ii) Assets included in Form 990, Part X ► \$ \_\_\_\_\_

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items

a Revenues included in Form 990, Part VIII, line 1 ► \$ \_\_\_\_\_

b Assets included in Form 990, Part X ► \$ \_\_\_\_\_

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)**

3 Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply)

a  Public exhibition      d  Loan or exchange programs  
 b  Scholarly research      e  Other  
 c  Preservation for future generations

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?  Yes  No

**Part IV Escrow and Custodial Arrangements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?  Yes  No

b If "Yes," explain the arrangement in Part XIV and complete the following table

	Amount
1c	
1d	
1e	
1f	

2a Did the organization include an amount on Form 990, Part X, line 21?  Yes  No

b If "Yes," explain the arrangement in Part XIV

**Part V Endowment Funds.** Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current Year	(b) Prior Year	(c) Two Years Back	(d) Three Years Back	(e) Four Years Back
1a Beginning of year balance . . . . .					
1b Contributions . . . . .					
1c Investment earnings or losses . . . . .					
1d Grants or scholarships . . . . .					
1e Other expenditures for facilities and programs . . . . .					
1f Administrative expenses . . . . .					
1g End of year balance . . . . .					

## 2 Provide the estimated percentage of the year end balance held as

a Board designated or quasi-endowment ► %

b Permanent endowment ► %

c Term endowment ► %

## 3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

(i) unrelated organizations . . . . .	Yes	No
(ii) related organizations . . . . .		

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**Part VII Investments—Other Securities.** See Form 990, Part X, line 12

<b>(a) Description of security or category (including name of security)</b>	<b>(b) Book value</b>	<b>(c) Method of valuation Cost or end-of-year market value</b>
Financial derivatives		
Closely-held equity interests		
Other		

**Total.** (Column (b) should equal Form 990, Part X, col (B) line 12)

**Part VIII Investments—Program Related.** See Form 990, Part X, line 13.

<b>(a) Description of investment type</b>	<b>(b) Book value</b>	<b>(c) Method of valuation</b> Cost or end-of-year market value
GreenCo	3,778	C
MEMBERSHIP FEES	3,050	C
CAPITAL TERM CERTIFICATES	1,929,922	C
PARTONAGE CAPITAL ALLOCATIONS	8,636,810	C

**Total.** (Column (b) should equal Form 990, Part X, col (B) line 13.)

**Part IX Other Assets.** See Form 990, Part X, line 15

<b>(a) Description</b>	<b>(b) Book value</b>

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**Total** (Column (b) should equal Form 880, Part X, col (B), line 15)

**Part X Other Liabilities** See Form 990, Part X, line 25

**Total.** (Column (b) should equal Form 990, Part X, col (B) line 25) **30,973,041**

**Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements**

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	150,728,945
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	141,143,101
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	9,585,844
4	Net unrealized gains (losses) on investments	4	
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	-2,586,928
9	Total adjustments (net) Add lines 4 - 8	9	-2,586,928
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	6,998,916

**Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return**

1	Total revenue, gains, and other support per audited financial statements	1	148,142,017
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	148,142,017
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	2,586,928
c	Add lines 4a and 4b	4c	2,586,928
5	Total Revenue Add lines 3 and 4c. (This should equal Form 990, Part I, line 12 )	5	150,728,945

**Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return**

1	Total expenses and losses per audited financial statements	1	141,143,101
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	141,143,101
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses Add lines 3 and 4c. (This should equal Form 990, Part I, line 18 )	5	141,143,101

**Part XIV Supplemental Information**

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information

Identifier	Return Reference	Explanation
Part XII, Line 4b	Part XII, Line 4b Other revenue amounts included on 990 but not included in F/S	CIAC \$3890266 Patronage received adjustment \$-1303338
Part XI, Line 8	Part XI, Line 8 Other Changes in Net Assets or Fund Balances	PATRONAGE ADJUSTMENT FOR CASH REC \$1303338 CONT IN AID OF CONSTRUCTION \$ -3890266

**Schedule J**  
(Form 990)**Compensation Information**

OMB No 1545-0047

**2009****Open to Public  
Inspection**Department of the Treasury  
Internal Revenue Service

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees  
**► Complete if the organization answered "Yes" to Form 990, Part IV, question 23.**  
**► Attach to Form 990. ► See separate instructions.**

**Name of the organization**

BRUNSWICK ELECTRIC MEMBERSHIP CORPORATION

**Employer identification number**

56-0154512

**Part I Questions Regarding Compensation**

Yes

No

**1a** Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items

<input type="checkbox"/> First-class or charter travel	<input type="checkbox"/> Housing allowance or residence for personal use
<input type="checkbox"/> Travel for companions	<input type="checkbox"/> Payments for business use of personal residence
<input type="checkbox"/> Tax indemnification and gross-up payments	<input type="checkbox"/> Health or social club dues or initiation fees
<input type="checkbox"/> Discretionary spending account	<input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)

**b** If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all the expenses described above? If "No," complete Part III to explain

**2** Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

**3** Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director. Check all that apply

<input checked="" type="checkbox"/> Compensation committee	<input checked="" type="checkbox"/> Written employment contract
<input checked="" type="checkbox"/> Independent compensation consultant	<input checked="" type="checkbox"/> Compensation survey or study
<input checked="" type="checkbox"/> Form 990 of other organizations	<input checked="" type="checkbox"/> Approval by the board or compensation committee

**4** During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization

**a** Receive a severance payment or change-of-control payment?

**b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?

**c** Participate in, or receive payment from, an equity-based compensation arrangement?

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III

**Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.**

**5** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of

**a** The organization?

**b** Any related organization?

If "Yes," to line 5a or 5b, describe in Part III

**6** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of

**a** The organization?

**b** Any related organization?

If "Yes," to line 6a or 6b, describe in Part III

**7** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

**8** Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regs. section 53.4958-4(a)(3)? If "Yes," describe in Part III

**9** If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

<b>1b</b>		
<b>2</b>		
<b>4a</b>		No
<b>4b</b>	Yes	
<b>4c</b>		No
<b>5a</b>		
<b>5b</b>		
<b>6a</b>		
<b>6b</b>		
<b>7</b>		
<b>8</b>		
<b>9</b>		

**Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use Schedule J-1 if additional space needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions on row (ii). Do not list any individuals that are not listed on Form 990, Part VII

**Note.** The sum of columns (B)(i)-(iii) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 14.

**Part III Supplemental Information**

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 4c, 5a, 5b, 6a, 6b, 7, and 8. Also complete this part for any additional information

Identifier	Return Reference	Explanation

**SCHEDULE O**  
**(Form 990)****Supplemental Information to Form 990****2009****Open to Public  
Inspection**Department of the Treasury  
Internal Revenue Service

**Complete to provide information for responses to specific questions on  
Form 990 or to provide any additional information.  
► Attach to Form 990.**

**Name of the organization**BRUNSWICK ELECTRIC MEMBERSHIP  
CORPORATION**Employer identification number**

56-0154512

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 19	Form 990, Part VI, Line 19 Other Organization Documents Publicly Available	Governing documents and policies are available upon request. Financial data is provided to the membership at the annual regularly scheduled meeting. Financial data is also included on the 990 which is available upon request and on the internet
Form 990, Part VI, Line 15b	Form 990, Part VI, Line 15b Compensation Review and Approval Process for Officers and Key Employees	CEO compensation is determined by the board of directors after review by a compensation committee, comparison with surveys, consultants, and similar organizations. Compensation of other officers and key employees are determined by the CEO after consultation with the director of human resources and reviews of surveys, consultants, and other similar organizations
Form 990, Part VI, Line 12c	Form 990, Part VI, Line 12c Explanation of Monitoring and Enforcement of Conflicts	Officers, directors, and key employees are required to disclose interests that could give rise to conflicts on a monthly basis at the monthly regularly scheduled board meeting
Form 990, Part VI, Line 11	Form 990, Part VI, Line 11 Form 990 Review Process	The CEO and VP of Financial Services review a draft of the 990 with the board prior to filing the return
Form 990, Part VI, Line 7a	Form 990, Part VI, Line 7a How Members or Shareholders Elect Governing Body	members of the governing board are elected by the membership at the annual regularly scheduled membership meeting
Form 990, Part VI, Line 6	Form 990, Part VI, Line 6 Explanation of Classes of Members or Shareholder	Brunswick Electric Membership Corporation is an electric membership corporation that delivers electricity to the members of the cooperative

**SCHEDULE R  
(Form 990)****Related Organizations and Unrelated Partnerships****2009**

► Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.  
 ► Attach to Form 990. ► See separate instructions.

**Open to Public  
Inspection**Department of the Treasury  
Internal Revenue Service**Name of the organization**  
BRUNSWICK ELECTRIC MEMBERSHIP  
CORPORATION**Employer identification number**  
56-0154512**Part I Identification of Disregarded Entities** (Complete if the organization answered "Yes" on Form 990, Part IV, line 33.)

(a) Name, address, and EIN of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
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**Part II Identification of Related Tax-Exempt Organizations** (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity
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Rural Consumer Services Corporation

PO BOX 826

ECONOMIC DEVELOPMENT

NC

501 (C) 4

BRUNSWICK EMC

SHALLOTTE, NC 28459  
56-1553250

**Part III Identification of Related Organizations Taxable as a Partnership** (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?	(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?
							Yes      No		Yes      No

**Part IV Identification of Related Organizations Taxable as a Corporation or Trust** (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership

**Part V Transactions With Related Organizations** (Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35, or 36.)**Note.** Complete line 1 if any entity is listed in Parts II, III or IV**1** During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

- a** Receipt of (i) interest (ii) annuities (iii) royalties (iv) rent from a controlled entity
- b** Gift, grant, or capital contribution to other organization(s)
- c** Gift, grant, or capital contribution from other organization(s)
- d** Loans or loan guarantees to or for other organization(s)
- e** Loans or loan guarantees by other organization(s)
- f** Sale of assets to other organization(s)
- g** Purchase of assets from other organization(s)
- h** Exchange of assets
- i** Lease of facilities, equipment, or other assets to other organization(s)
- j** Lease of facilities, equipment, or other assets from other organization(s)
- k** Performance of services or membership or fundraising solicitations for other organization(s)
- l** Performance of services or membership or fundraising solicitations by other organization(s)
- m** Sharing of facilities, equipment, mailing lists, or other assets
- n** Sharing of paid employees
- o** Reimbursement paid to other organization for expenses
- p** Reimbursement paid by other organization for expenses
- q** Other transfer of cash or property to other organization(s)
- r** Other transfer of cash or property from other organization(s)

	Yes	No
1a	Yes	
1b	No	
1c	No	
1d	No	
1e	No	
1f	No	
1g	No	
1h	No	
1i	No	
1j	Yes	
1k	No	
1l	No	
1m	No	
1n	No	
1o	Yes	
1p	No	
1q	No	
1r	No	

**2** If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

	(a) Name of other organization	(b) Transaction type(a-r)	(c) Amount involved
(1)	Rural Consumer Services Corporation	o	79,818
(2)	Rural Consumer Services Corporation	j	541,384
(3)	Rural Consumer Services Corporation	a	34,288
(4)			
(5)			
(6)			

**Part VI Unrelated Organizations Taxable as a Partnership** (Complete if the organization answered "Yes" on Form 990, Part IV, line 37.)

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
Name, address, and EIN of entity	Primary activity	Legal domicile (state or foreign country)	Are all partners section 501(c)(3) organizations?	Share of end-of-year assets	Disproportionate allocations?	Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	General or managing partner?
Yes	No	Yes	No	Yes	No		

**Form 990, Part IX - Statement of Functional Expenses - 24a - 24e Other Expenses**

<i><b>Do not include amounts reported on line 6b, 8b, 9b, and 10b of Part VIII.</b></i>	<b>(A) Total expenses</b>	<b>(B) Program service expenses</b>	<b>(C) Management and general expenses</b>	<b>(D) Fundraising expenses</b>
TAXES	4,655,392			
DIST OPERATION	4,434,678			
COST OF POWER	88,327,586			
CONSUMER ACCOUNTS	2,447,104			
ADMINISTRATIVE & GENERAL	4,036,376			

**Additional Data**

**Software ID:**  
**Software Version:**  
**EIN:** 56-0154512  
**Name:** BRUNSWICK ELECTRIC MEMBERSHIP CORPORATION

**Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)					(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Or director	Individual trustee	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former	
Tim Tippett Supervisor Cont	0				X		116,911	0	57,071
Rusty Shipe VP Fin Serv	50.00			X			171,081	0	75,980
Robert W Leavitt Jr CEO and GM	60.00			X			260,402	15,000	165,385
PHILLIP W CHEERS Director	26.00	X					25,894	0	0
MOSES C HERRING Asst Sec / Tr	20.00	X		X			16,483	0	0
Monte Herring Dist Oper Super	50.00				X		114,417	0	17,048
MONROE C ENZOR JR Director	18.00	X					27,092	0	0
Lewis Shaw Engineer	50.00				X		136,610	0	69,639
L CALVIN DUNCAN Sect / Treas	35.00	X		X			25,724	0	0
judy gore VP Customer Service	50.00				X		176,694	0	18,230
John Kopp Director	17.50	X					29,001	0	0
John D Ward Director	19.00	X					26,820	0	0
JO ANN B SIMMONS Vice President	31.00	X		X			17,728	0	0
James Etheridge Supervisor Cont	50.00				X		111,777	0	77,394
JACKIE W MILLER Director	20.00	X					28,763	0	0
HUBERT K BRITTAINE President	25.00	X		X			35,836	0	0
FREDERICK A TEDDER Director	30.00	X					22,691	0	0
EMERY H SMITH Director	12.00	X					23,023	0	0
Don Hughes VP Operations/COO	50.00				X		179,720	0	18,282
DAVID L GORE Director	31.00	X					26,128	0	0
BRYAN R SMITH Director	15.00	X					26,360	0	0
Bonita Hughes MGR Human Res	50.00				X		120,286	0	135,810
Bobby Davis VP Technical Serv	50.00				X		157,852	0	146,358

## Additional Data

**Software ID:**  
**Software Version:**  
**EIN:** 56-0154512  
**Name:** BRUNSWICK ELECTRIC MEMBERSHIP CORPORATION

### Form 990, Schedule D, Part X, - Other Liabilities

1	(a) Description of Liability	(b) Amount
	PATRONAGE CAPITAL PAYABLE	354,758
	OTHER POST RETIREMENT BENEFITS	15,078,766
	other	14,364
	ECONOMIC DEVELOPMENT GRANT	400,000
	DEFERRED CREDITS	5,005,711
	CONSUMER DEPOSITS	2,122,325
	ACCRUED TAXES	227,419
	ACCRUED PAYROLL	35,487
	ACCRUED INTEREST	193,576
	ACCRUED ANNUAL LEAVE	7,540,635