

SENATE BILL NO. 337

IN THE LEGISLATURE OF THE STATE OF ALASKA

EIGHTEENTH LEGISLATURE - SECOND SESSION

BY THE SENATE LABOR AND COMMERCE COMMITTEE BY REQUEST

Introduced: 2/22/94
Referred: JUD, FIN

A BILL

FOR AN ACT ENTITLED

1 "An Act relating to the voting of shares in Native corporations."

2 **BE IT ENACTED BY THE LEGISLATURE OF THE STATE OF ALASKA:**

3 * **Section 1.** AS 10.06.960 is amended by adding new subsections to read:

4 (j) Notwithstanding AS 10.06.420(d), 10.06.453(e), 10.06.455(b), and
5 10.06.460(a)(2), if a corporation was organized under the act and under former
6 AS 10.05 before July 1, 1989, and if the corporation's bylaws, as the bylaws existed
7 on June 30, 1989, provided for noncumulative voting by its shareholders, the
8 corporation may continue to operate without cumulative voting.

9 (k) Notwithstanding other provisions of this chapter to the contrary, a
10 governmental agency or entity may not exercise the voting privileges of the stock of
11 a corporation organized under the act.

12 * **Sec. 2.** Section 10, ch. 166, SLA 1988, is amended by adding a new subsection to read:

13 (d) Notwithstanding (a) of this section and AS 10.06.420(d), 10.06.453(e),
14 10.06.455(b), and 10.06.460(a)(2), an amendment to the articles of incorporation of a

1 corporation organized under 43 U.S.C. 1601 - 1629e (Alaska Native Claims Settlement
2 Act) and incorporated under former AS 10.05.005 to add a provision prohibiting
3 cumulative voting may be adopted by the affirmative vote of a majority of the shares
4 represented at a regular or special meeting at which a quorum is present in person or
5 by proxy.

6 * Sec. 3. Section 58, ch. 82, SLA 1989, is amended to read:

7 Sec. 58. APPLICABILITY OF CUMULATIVE VOTING PROVISIONS TO
8 CERTAIN CORPORATIONS. Notwithstanding AS 10.06.420(d) and 10.06.460(a)(2),
9 and except as provided in AS 10.06.960(j), if a corporation is organized under former
10 AS 10.05 and if the corporation's bylaws, as the bylaws exist immediately before
11 July 1, 1989, contain a provision that complies with former AS 10.05 and prohibits
12 cumulative voting, the corporation may continue to operate without cumulative voting
13 until July 1, 1994.