

HB

251

(File 3)

Thursday, April 13, 1995

The Honorable Representative Pete Kott
State Capitol RM: 432
Juneau, AK 99801
Ph. (907) 465-3777
Fax (907) 465-2819

Ruth C. Schaeffer
7420 Tangle Court
Anchorage, AK 99504-3527
Ph. (907) 337-0559

Dear Representative Kott:

Thank you very much for authorizing those of us at the Red Dog Mine to sit in on the Teleconference yesterday, it was very helpful. However, we did not get to testify. We listened to them working on changing the bill from 3 p.m. to approximately 6:30 p.m. they took a break, the next thing we knew, they adjourned the meeting without allowing any of us to testify.

I contacted the LIO office in Kotzebue this morning. Mary Viverious said that there is a possibility that there may be another day next week that they will hear testimonies also. If it would be possible, I will be on R&R in Anchorage. I would still like to be able to testify regarding different aspects of this bill.

I don't think that all of the House of Representatives realize exactly how hard it is to change anything in our corporations. The majority of the shareholders do not know what is going on, some don't care, some have been trying to make changes for many years without any success and have more or less just given up. A bill like HB 251 will only make matters worse for us.

To give a small example, I only have 217 shares with NANA Regional Corporation out of over 1,770,000 other shares. Unless I am able to meet with other shareholders and discuss my concerns, petition with other shareholders, we have absolutely no hope at all. Not only that, I do not even know who all the shareholders are, let alone where they live, nor do I have access to phone numbers. Many live out of state and vote by proxies, not knowing anything about what they are voting about. In order to get a hold of them, I would have to pay NANA Regional Corporation for a list of names and addresses for \$250.00 or more, then I would have to type all the names and addresses, stuff envelopes and pay for the postage which would be at least \$1,000. As a single parent, \$1,000 is a great amount of money to spend just to get a hold of other shareholders. That is not a large amount for NANA Corporation, so they have a great advantage. Not counting the employees that are paid by NANA Corporation that would do all the work typing their addresses, typing the material, stuffing all the envelopes, etc. *Using my and other shareholders' money against us.*

Running for the Board is a popularity contest more than a who is qualified to do business dealings, etc. We have the same board members that we have had 25 years ago.

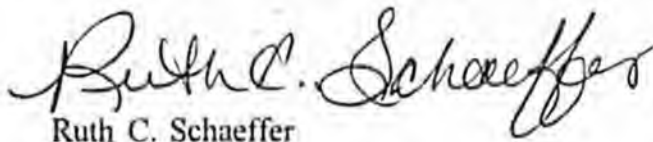
As you can see, that does not give me much of an impact when it comes to dealing with changes that may need to be made. I have been in constant contact with the representatives from our village (Kotzebue) but they are only 2 directors out of 23. They have a difficult time trying to make changes because everyone else votes against them.

Trying to get any type of information out of our own corporation is very hard even if we are part owners, and have a right to that information. We have requested many things, and received very little response from any of the Board Members. When talking to one of the Directors once, he said, "That is not my job. I am not paid to be a director!", then he more or less hung up.

Since the beginning of our corporation, I have only received 1 check a year at Christmas time for no more than \$250.00. This does not even pay for a turkey dinner with all the dressings! Besides that, exactly what has my corporation done for me except to spend all of the money given to them from the U.S. Government???? If I had my choice, and if it were possible, I would take all of my shares and the money with it out of NANA Regional Corporation and put it in with our Village Corporation, Kikiktagrak Inupiat Corporation. They have a very good board of directors that does the best it can to make money, and look out for the shareholders interests.

I am not saying that the House of Representatives should be able to change all that, but you could put a stop to HB 251 which will make it even harder to make necessary changes. The amendments to Section 1 are necessary to protect Native Shareholders from unscrupulous acts of corporate boards, but the amendments to Sections 2 through 7 of Article 10.06.480 leave us no choice but to ask for you to vote this bill down.

Respectively submitted for your consideration this 13th day of April 1995.



Ruth C. Schaeffer

Address at work:

Red Dog Mine #357
P.O. Box 1189
Kotzebue, AK 99752

Ph. (907) 426-9206
Msg. 426-2170

(I work a 2 weeks on/1 week off schedule.)

Distributed by Rep. Kim Elton

APR 21 1995

To: Rep. Kim Elton
House labor & Commerce Comm.
State Capital
Juneau, Ak

Paul C. Nelson

From: ANSCA Shareholder
Juneau constituent

RE: House Bill 251

To put this Legislation in proper perspective perhaps your committee could consider a revision to the state election laws that would provide for the following:

- 1/ all potential candidates for the seats you now hold will be required to file all campaign materials in advance with your office, failure to do so subjecting them to civil and criminal penalties.
- 2/ Any potential candidate will be required to obtain the signatures of 25% of the registered voters in his/her district on a nomination petition before being eligible to run.
- 3/ Potential candidates will be limited to ninety days from the time they file their materials with incumbents to secure the necessary nomination signatures.
- 4/ Incumbents may not be challenged for just any reason, challengers must establish judicial cause before attempting to unseat any incumbent.
- 5/ Any incumbent who survives an election challenge may not be thus challenged again for two more terms in office.

While this all borders on the absurd consider the very provisions that House Bill 251 will impose on Native shareholders across the State. Absurd indeed! If it is the will of the majority of us to recall and or replace our respective elected boardmembers so be it. These Corporations do after all belong to the shareholders. The officers and directors are our stewards subject to the will of the shareholders not the other way around. House Bill 251 in any form is an abomination for shareholders. Please feel free to distribute this note to other members of the Committee.

Paul C. Nelson
P.O. Box 34203
Juneau, AK 99803
789-3140

Attention Pete Kotta
Subject: HB251 Native Corporations
FROM: CIRI Shareholder ELEANOR BEATTY 283-7718

Dear Sir:

Please stop HB251 This Bill is for Corporate leaders. This Bill does not take the Native Shareholders into consideration. I am seventy years old and still waiting for the "future" promised to us by ANSCA. My mother is ninety years old and still waiting for the "future" Corporations are trying to offer us death benefits and other packages without our approval. Both my mother and myself are of sound mind and capable of investing our own money. This Law will take away our rights to speak against the corporations when they take away our right to participate. The dissident groups are the only hope we have left.

Eleanor Beatty

Dear Mr. [Name]:

I am surprised a Native Alaskan (Moses) would think of introducing a Bill against his own people. This is a discriminatory Bill against the Alaska Natives. The State Law 10.06.390 and 10.06.405, statutes governing all Corporations and Shareholders requires 10% of the signatures on petitions. HB251 requires 25% of Shareholder signatures for Native Corporations. See Section 102C of ANISCA for laws concerning this. Why should Alaska Natives be governed by different laws than the rest of the populace? Is there a statute of limitations on the amount of time other persons have to file a petition? Native Corporations cannot go door to door to solicit proxies as Shareholders live in virtually all Alaskan villages and most of the Continous 48 states. A petition and a proxy solicitation by mail is costly and time consuming. Ninety days is not sufficient.

The entire Bill is unfair

Arnold Oskoikoff *Arnold Oskoikoff*

P.O. Box 206
 Kenai, Alaska 99611-0206
 907-285-7748
 CIRI Shareholder

Dear Mr. Kott:

I am surprised a Native Alaskan (Natives) would think of introducing a Bill against his own people. This is a discriminatory Bill against the Alaska Natives. The State Law 10.06.390 and 10.06.400, statutes governing all Corporations and Shareholders requires 10% of the signatures on petitions. HB251 requires 25% of Shareholder signatures for Native Corporations. See Section 20 of ANSCA for laws concerning this. Why should Alaska Natives be governed by different laws than the rest of the populace? Is there a statute of limitations on the amount of time other petitions have to file a petition? Native Corporations cannot go door to door to solicit proxies as Shareholders live in virtually all Alaskan villages and most of the Continuous 48 states. A petition and a proxy solicitation by mail is costly and time consuming. Ninety days is not sufficient.

ATTENTION: Pete Kott
Concerning: Alaska Native Corporations

From:
Elizabeth Catherine Oskolkoff
Calista Corporation/Sea Lion Corporation
P.O. Box 266
Kenai, Alaska

Dear Mr. Kott;

This is an unfair Bill. How could you introduce HB251? It is discrimination. State Corporate Law only requires 10% of the signatures. See Section C of ANSCA. The Alaska Native people were not informed of this Bill. No Bill should be introduced without the knowledge of the people it concerns. Did you hope to slip this Bill by while the media concentrated on the Welfare issues?

Elizabeth Oskolkoff

Elizabeth Oskolkoff

PROXY Please fill all blanks indicated by an X
CONCERNED SHAREHOLDERS FOR CRI

For the Cook Inlet Region, Inc. 1995 Annual Meeting of Shareholders, as of April 4, 1995 or adjournment thereof to be held May 19, 1995 at the Egan Center. Registration 10 A.M., Voting 1 P.M.

A Proxy must be officially received by 5 P.M. On May 12, 1995 in order to be voted at the meeting.

I the undersigned (X) hereby nominates and appoints

(Print your name clearly on above line)

as my attorney-in-fact and proxy

The Shareholder(s) Emil Notti, Judy Kalkins, Mary Ann Mills and/or Roberta Oskotkoff

You may withhold authority for a proxy holder by lining through or otherwise marking out the name of the proxy holder.

The above person(s) are authorized with the power of substitution, to vote all shares of Cook Inlet Region, Inc. by me or by those for whom I am custodian or otherwise have voting authority in connection with the election of (3) directors as named below, and on all resolutions listed below and/or other matters that may lawfully come before the (tentative) May 19, 1995, Twenty Second (22) Annual Meeting of Cook Inlet region, Inc. And any adjournment thereof, with all power I would possess if personally present. If only one director be present and act then that one shall have and exercise all the power of said proxies in case.

ELECTION OF DIRECTORS

In the election of directors said proxies shall have discretion and authority to cumulate and distribute the votes represented by this proxy in such proportions as they shall see fit among the nominees named below. If a nominee is unable or unwilling to serve or is otherwise unavailable, said proxies shall have discretion and authority to vote in accordance with their judgment for other nominees and to cumulate and distribute such votes in such proportions as they see fit among all nominees.

This proxy will be voted in accordance with the holder's best judgment including any substitute nominees in case of unavailability

Election of Directors: Emil Notti, Judy Kalkins and LaVae Gillis

You may withhold authority for a nominee by lining through or otherwise marking out the name of the nominee.

OTHER BUSINESS: RESOLUTIONS

Shareholder resolutions: The following shareholder resolutions will be offered by the participants at the May 19, 1995 Annual Meeting. These resolutions will be advisory only and will require approval by the majority of the CRI Board of Directors before implementation in any form. All of the following resolutions will be marked yes unless otherwise marked.

please mark clearly
NOL (net operating loss)

- | | | | |
|----|--------------------------|--------------------------|---|
| | YES | NO | |
| 1. | <input type="checkbox"/> | <input type="checkbox"/> | That CRI shall distribute 100% of the NOL (Net Operating Loss) funds approved by IRS however much that may be |

BROADCAST

- | | | | |
|----|--------------------------|--------------------------|--|
| | YES | NO | |
| 2. | <input type="checkbox"/> | <input type="checkbox"/> | That CRI shall distribute 50% of the net sale of the Broadcast Properties however much that may be in the form of cash or checks |

VOTING, PROXY AND OTHER RELATED RESOLUTIONS

- | | | | |
|----|--------------------------|--------------------------|---|
| | YES | NO | |
| 3. | <input type="checkbox"/> | <input type="checkbox"/> | That CRI modify the format of the existing Proxy form currently used by CRI |
| 4. | <input type="checkbox"/> | <input type="checkbox"/> | That the Board of Directors shall limit their powers to proxy solicitation for quorum purposes only. (The Board will not solicit for any individual but rather for all nominees.) |
| 5. | <input type="checkbox"/> | <input type="checkbox"/> | That when a shareholder does not vote for any candidate the votes shall be distributed equally amongst all candidates |
| 6. | <input type="checkbox"/> | <input type="checkbox"/> | That when a shareholder votes for a candidate(s), but fails to enumerate the number of votes to be voted for the candidate(s), the vote shall be divided equally amongst all candidates. (To eliminate discretionary votes where the Board or individual(s) use them to elect and/or eliminate candidate(s) on a slate. |
| 7. | <input type="checkbox"/> | <input type="checkbox"/> | That the expense of the Board of Directors solicitation for proxies, including the cost of preparing, printing, and mailing(s) shall be borne by CRI and shall include all candidates. (All other types of campaigning shall be paid for by the nominee) |

OVER



5/1/95

- | | YES | NO | |
|----|--------------------------|--------------------------|--|
| 8 | <input type="checkbox"/> | <input type="checkbox"/> | That the names of all nominees who have been validly nominated for the Board of Directors shall be listed on CIRC's Ballot. |
| 9 | <input type="checkbox"/> | <input type="checkbox"/> | That no CIRC employee shall serve on the Board of Directors of CIRC. |
| 10 | <input type="checkbox"/> | <input type="checkbox"/> | That CIRC shall provide an educational packet that clearly explains in elementary language voting procedures, powers of a proxy, explanations, definitions, laws and explanation of laws, how to use a proxy, voters rights, rights of the Board of Directors, solicitation and quorum. This packet shall accompany the first mailing of any and/or all of CIRC's proxy solicitations including Annual and Special meetings. |
| 11 | <input type="checkbox"/> | <input type="checkbox"/> | That CIRC shall notify all Shareholders when CIRC is going to abstain from voting on Resolutions submitted by the Shareholder(s) and/or group(s). |
| 12 | <input type="checkbox"/> | <input type="checkbox"/> | That CIRC shall print all resolutions submitted by the Shareholder(s) and/or Shareholder group(s) without revisions and in their entire context for the Annual Meeting and/or Special meetings and that CIRC allow Shareholders to vote on such resolutions on the CIRC ballot except those clearly against the Laws of the State of Alaska and/or the Federal Government. |
| 13 | <input type="checkbox"/> | <input type="checkbox"/> | That CIRC shall set a definite date, time and place for any Shareholder meetings and notify interested parties three (3) weeks in advance of any meetings by CIRC CIRC (To allow Shareholders equal time to prepare their materials for mailing). |

OTHER BUSINESS

- | | YES | NO | |
|-----|--------------------------|--------------------------|---|
| 14. | <input type="checkbox"/> | <input type="checkbox"/> | That CIRC shall provide a schedule of the Board of Director Meeting(s) and an Agenda of such meeting(s) in the CIRC Newsletter. (To allow Shareholders ample time to write letters, make phone calls and/or request time at a Board Meeting). |
| 15 | <input type="checkbox"/> | <input type="checkbox"/> | That all Long Term and/or short Term Profit Sharing, bonuses, increases in salary of CIRC management, and changes in the Board of Directors fees shall be brought before the Shareholders for a vote and/or ratification (approval). |
| 16 | <input type="checkbox"/> | <input type="checkbox"/> | That CIRC shall begin the process of listing appraised values of CIRC lands and natural resources and set a date of completion of the process. |
| 17 | <input type="checkbox"/> | <input type="checkbox"/> | That CIRC shall bring all legislation affecting the shareholder rights and stock values to the Shareholders for a vote before the legislation is submitted to Congress and/or the State of Alaska. |
| 18. | <input type="checkbox"/> | <input type="checkbox"/> | That CIRC establish in 1995 a grievance committee consisting of two (2) Shareholders two (2) Board of Directors, two (2) members of CSC, two (2) members of SFCF, and three (3) non-affiliated Shareholders, to decide if any legal action and/or lawsuit can be initiated against any Board Member and/or Shareholder. |
| 19. | <input type="checkbox"/> | <input type="checkbox"/> | That all Annual Meetings shall be firmly set on a Second Saturday in May and the limit of the Board will be restricted to natural disasters and Special meetings shall be held on a Saturday and Proxy deadlines shall not fall on a legal Holiday. |
| 20 | <input type="checkbox"/> | <input type="checkbox"/> | That all proxy deadline dates for Annual and Special Meetings shall be set on a legal working day. |
| 21. | <input type="checkbox"/> | <input type="checkbox"/> | That CIRC shall set the place of all meetings in a location where there is ample parking facilities (To prevent parking tickets and injuries from icy conditions). |
| 22 | <input type="checkbox"/> | <input type="checkbox"/> | That a poll shall be published and sent to the Shareholders, stating how each individual Board member voted for the above twenty four (24) resolutions at the Board Meeting. |

In their discretion, the proxyholder(s) is (are) authorized to vote upon such business as may properly come before the meeting, or any adjournment thereof. The undersigned hereby retracts/revokes receipt of the Notice of Annual Meeting of Cook Inlet Region, Inc. and Proxy statement dated April 15, 1995 and expressly revokes any and all proxies here-to-fore given or exercised by him or her with respect to shares of stock represented by this proxy.

X Date _____, 1995 X _____

month day DATE

Please place your signature on the above _____ SIGNATURE

For myself, for the person for whom I am custodian, the person for whom I otherwise have voting power (Please sign your name exactly as it appears on your stocks). If you are signing as a custodian for a minor, sign your name, not the minors.)



UNDETERMINED SHAREHOLDERS FOR CIRC

P.O. BOX 216 KATIA, ALASKA 99511-0216

Continuation OF PROXY for the 1991 Annual Meeting

The following shareholder resolutions will be offered by the participants at April 3, 1991, or adjournment thereof, to be held May 19, 1991 at the Began Center. YOU MUST SIGN AND DATE THIS PAGE IF YOU WISH TO VOTE ON THE FOLLOWING ISSUES.

The following will be voted regardless otherwise marked

- | | YES | NO | |
|----|--------------------------|--------------------------|---|
| 23 | <input type="checkbox"/> | <input type="checkbox"/> | That CIRC limit the term of office of Board members to three (3) terms and/or (9) years. |
| 24 | <input type="checkbox"/> | <input type="checkbox"/> | That CIRC shall return to the original Proxy and/or provide space for Shareholders to fill in the Proxy holder of their own choosing. |

The following are resolutions submitted by "Shareholders For CIRC's Future"

If you wish to vote on the below issues, please mark them clearly. CSC will abstain from voting on the following issues unless otherwise marked by the Shareholder. These Resolutions have been submitted to CIRC, the State of Alaska and CSC. To allow Maximum Participation we have included them. The following Resolutions are not necessarily the opinions of CSC. Resolutions below advisory to the Board.

- | | YES | NO | |
|-----|--------------------------|--------------------------|---|
| 1. | <input type="checkbox"/> | <input type="checkbox"/> | That this petition for the Resolutions be included on the Annual Meeting Agenda and that the Board of Directors act upon those resolutions immediately. |
| 2. | <input type="checkbox"/> | <input type="checkbox"/> | That there be absolutely 100% NOLs distributed to shareholders "immediately" upon receipt. |
| 3. | <input type="checkbox"/> | <input type="checkbox"/> | That there be 50% of Broadcast sale proceeds to be distributed to Shareholders "immediately." |
| 4. | <input type="checkbox"/> | <input type="checkbox"/> | That there be election reform, secret balloting and expenses of candidates paid. |
| 5. | <input type="checkbox"/> | <input type="checkbox"/> | That NO Officer can sit on the Board of Directors position of CIRC or its subsidiaries or non-profits. |
| 6. | <input type="checkbox"/> | <input type="checkbox"/> | That there be a Full Disclosure and justification of why managers salaries, bonuses to include but not limited to any other forms of compensation's are so high. Show actual figures year by year for the last 5 years. |
| 7. | <input type="checkbox"/> | <input type="checkbox"/> | That all Management and Officers take a 66% pay cut from current levels. |
| 8. | <input type="checkbox"/> | <input type="checkbox"/> | That all compensations, salaries, bonuses and benefits be approved by the Shareholder votes only. |
| 9. | <input type="checkbox"/> | <input type="checkbox"/> | That a Shareholder Relations Committee be created to inform and be informed on shareholder services and needs. This Committee is to report directly to the Board of Directors for action. |
| 10. | <input type="checkbox"/> | <input type="checkbox"/> | That there be training programs for shareholders to be educated in Directors and Officers responsibilities and liabilities for profit and non-profit positions. |
| 11. | <input type="checkbox"/> | <input type="checkbox"/> | That CIRC comply and register with State of Alaska under the Securities Exchange Commission, the Investment Corporation Act of 1940 and the Security Act of 1934 for Shareholder Protection and Rights. |
| 12. | <input type="checkbox"/> | <input type="checkbox"/> | That there be elections by shareholders for ALL non-profit Board seats and positions of subsidiaries. |
| 13. | <input type="checkbox"/> | <input type="checkbox"/> | That there be an immediate external investigation audit of CIRC and all its subsidiaries. |
| 14. | <input type="checkbox"/> | <input type="checkbox"/> | That issues that affect shareholders rights and stock values be brought to a vote before any Federal or State legislation is sought. |
| 15. | <input type="checkbox"/> | <input type="checkbox"/> | That an open ballot be established and Management State of candidate be eliminated. |
| 16. | <input type="checkbox"/> | <input type="checkbox"/> | That CIRC ballot voting be made secret (No names on ballot) |
| 17. | <input type="checkbox"/> | <input type="checkbox"/> | That in the second paragraph of the "Board of Directors Policy Statement Disclosure of Information," be amended after "any party" to add "excluding CIRC Shareholders." |
| 19. | <input type="checkbox"/> | <input type="checkbox"/> | That CIRC shareholders desire more active participation in the election process and whereas an open slate will be a fair and accurate, less complicated and less costs for and open slate. Whereas we are aware that other corporations have established open slates for large vacancies for re-election. |
| 20. | <input type="checkbox"/> | <input type="checkbox"/> | CIRC shareholders recognize the need for jobs to provide the needs required to support themselves and their families. Therefore, CIRC Corporation and its subsidiaries are required to provided contracts have one year to come into compliance with the 20% requirement for CIRC shareholder jobs. |

Shareholder, the Proxy holder(s) is (are) authorized to vote upon each resolution as may properly vote before the meeting, or any adjournment thereof.

DATE X _____ 1991 SIGNATURE X _____



HB251 Native Corporations
ATTENTION: Pete Kott

Please note sponsor summary of Carl Moses. He states, "Unique conditions exist for Native Corporations"... Shareholders who lose confidence in management simply cannot sell their shares and walk away, as can be done by dissatisfied shareholders of other corporations. In order to inspire the confidence of the shareholders and show that "consideration has been given for shareholder rights" (See Carl Moses summary), shareholders must be given the broadest freedom to participate and be given access to information so they may be able to participate in an informed manner. Why would a reasonable shareholder want to take a risk trying to get information? Shareholders would be under an extreme risk if they need to file materials before starting a campaign. If a Shareholder turned in materials and later learned he needed more information (material) and attempted to obtain them, it would be perjury. This Bill restricts the rights of the Shareholders. Are these laws really the same as perjury? Introducing criminal penalties is totally excessive. **This Bill reads that if you fail to get the required signatures in 90 days (read carefully) there will be penalties involved.** How can an individual or group truly know until he tries, how much support is out there for his resolution? The Corporations are not required to consider or submit to vote a shareholder resolution or proposal. Any proposal dealing with the same subject matter could not be reintroduced for a vote for two preceding years. What does "substantially same subject matter" really mean? What is the definition of this and who decides the subject? Does the Corporation or is it police power? The Corporations could help the shareholders by printing unaltered resolutions submitted by the Shareholders (see resolutions submitted by Concerned Shareholders For CIRI) and submitting them for a vote. Our rights are being restricted by incredibly powerful corporations. This bill is the opposite of what Mr. Moses states in his summary. This Bill is against those who attempt to participate in their corporations. HB251 creates a "Chilling Effect" It does not encourage participation. It Discourages! Imposing penalties creates the "Chilling Effect" and no reasonable shareholder will ever again raise his voice in protest or attempt to participate in doing his job as a shareholder. Remember shareholders cannot sell our shares and walk away like other corporations. This legislature should be concerned about protecting all shareholder's rights to participate and understand what is going on (See Concerned Shareholders For CIRI resolutions and letters to the Corporation).

Bobbie Oskolkoff
 P.O. Box 266
 Kenai, Alaska 99611-0266
 9097-283-7718

STOP HB251 "An Act Relating To Native Corporations"

TO: Pete Kott
FROM: ALLEN OSKOLKOFF
P.O. Box 3116
Soldotna, Alaska 99669
Phone 283-2762
CIRI

Dear Mr. Kott:

I strongly oppose the actions of Roy Huhndorf and his Board of Directors, for imposing HB251 on the helplessly misrepresented Alaska Native Shareholders. I believe the Bill violates the rights of the Natives to have fair representation. Limiting the amount of time allowed to notify Shareholders and gather sufficient signatures on petitions and proxies is intimidating. This cripples Shareholder groups that are trying to improve CIRI. These groups represent the opinions of myself and many of my Native brethren. Our group is trying to persuade Mr Huhndorf to allow Maxim Participation of Shareholders as guaranteed to us under ANSCA. Please remember as you are deciding the fate of myself and my fellow Natives.

Sincerely,

Allen Oskolkoff



907 283-7028

Connie & Margaret Wirz
called Wednesday 11:00 am
in opposition to HB 251

" Please don't pass this. Native Corporations
already have enough autonomy and power
that shareholders will have no means for
check & balance if this Bill goes ~~through~~ through."

- Representative KOTT
House Bill 251

In Regards to house Bill 251, I am
against all clauses it contains,
the shareholder of the corporations
were the head court for the federal
government.

To Establish the amount of land and
money to be used to form corporations,
to operate for dividends to shareholders,
and that the shareholders should have
all rights to make the corporations work
for them.

House Bill 251 Represents the corporations
taking rights from the shareholders.

We appreciate any and all help to
oppose Bill 251 from being passed

Regards shareholders
Allen A Deitz - Amarillo, Texas
Raymond L Deitz - Port Angalia, WA.
Jack Deitz - Bonham, Texas

To: Mr. Kotts
Concerning HB251 Native Corporations
From: Bobbie Oskolkoff
P.O. Box 266
Kenai, Alaska 99611-0266

I spoke with Dr. Michael Kruass of University of Alaska Fairbanks. Dr. Kruass was willing to speak about the linguistic and cultural problems that may shed a small light on why ANSCA is not working for the Shareholders. From the conversation with Mr. Kraus, I was introduced to a new way of thinking about our problems. There appears to be some confusion as to whether people are Urban or Tribal. The fight is based on right against right. Corporations are based on earning capabilities. Shareholders want Tribal rights within the Corporations. A distinct social aspect exists with Alaska Natives under ANSCA. The people want to belong and be immersed with the Corporations. CIRI is the most unique of all the Corporations. Within CIRI are many Unique groups. Nindlchik is a class within itself. It is a definite Russian/Native culture with its own version of language. Kenai is Athabaskan/Russian/Phillipino and other mixtures. Tyonak is basically Athabaskan. Each ethnic group has its own values. We have many at large Shareholders from all tribes. The at large Shareholders are a misplaced people. They need to belong to a group. Trying to make an assemblage of diversified people work as one and meet their requirements under one Corporation is difficult. It is so unique, there is nothing to compare it to. The village groups are small ethnic groups of, Aleut, Eskimo, and Athabaskan. The problems are like comparing Russians to Swedes or Chinese to Japanese. There is no comparison! Each group is distinctly different. One way to investigate this problem is to look at Lake Clark, Nondalton, Lime Village and the Illiamna area. We should see if they are happy amongst a predominately Eskimo Corporation. Why is it working or not working for them? They are the minority groups in their region. Does their Corporation meet the minority's requirements?

CIRI is a mixture of many things. In the Anchorage area there are not only Natives of many tribes but whites are involved. Equality and Ethnic values is not limited to natives but our groups have their own minority groups. CIRI is so unique and complicated that we may need to change our whole outlook on the needs of the people. Shareholders want jobs, medical benefits, social services, housing and other social things from the Corporations. Perhaps the new face of CIRI will be to incorporate some Tribal issues into the Corporation. The Shareholders want to be united and to belong to something. Before we can do this, we need to learn who is in CIRI. We need to study the Cultural and Ethnic values of the people. From this study we can understand the needs of the Corporation and the Shareholders.

I spoke with Dr. Alan Boras of the University of Alaska Kenai. Mr. Boras feels the problems lie within individualism. Individualism is based on money and voting. The concept is individuals get all of the money and voting powers which lacks village structure. This is a separation of the haves and have nots with little trickling down to the have nots. Village structure was based on those who have, sharing with those who have not. ANSCA was quickly formatted and Corporations setup in order to build the Pipeline. Little thought was put into the peoples needs. We need to restructure the things ANSCA lacks to better meet the needs of the Alaska Native people.

The Corporations are undergoing a situation similar to the European Enlightenment and Emergence. Today there are three or four diverse points of view on how to solve these problems. It will take several years before all of the issues can be determined and a solution put into effect. I believe the laws before the Legislators need to be shelved for several years until we see if there is a way to make ANSCA work and time to investigate the Emergence issues between Shareholders and the Boards of Directors of the Corporations. Compromises between Shareholders and Corporations need to take place. Both factions need to make concessions. It is apparent the Natives of Alaska are not happy with the current structure of

ANSCA. I think before a Bill of this magnitude is introduced, we need to investigate the issues involved and the issue is not money. It is based on Social and Cultural issues. Corporate issues involve investments, salaries and business. Social issues involve unity, participation and needs of the people. Banking and Securities stated that ANSCA could still be called a test today. If ANSCA is a test then we need time to see what the end results will be. By stopping the voice of the people, we will never resolve the problems. I think the Corporations need to meet with the Dissident leaders under the guidance of Banking and Securities and begin to solve the issues not covered by ANSCA. The Dissident groups are an important part of the changes that need to take place. Silencing the groups will take away the newly emerged confidence of the Alaska Native people. The people are speaking for the first time today. Lets see what will happen. Recalls are designed to keep a Board of Directors under control. CIRI Shareholders have not used their petitions. Money is arriving daily from Shareholders to the Dissident groups. Still we do not wish to Recall our Board. We are looking for a better way. I think more experts on Alaska Native peoples need to be interviewed. This Bill is not the answer to the problems. I grew up listening to my Mother and Grandmother speak of the same issues. The answer is finding a better way to solve the problems. I spoke with CIRI and they are interested in meeting and discussing the issues in a civilized manner. Everyone is tired of fighting. Without the petitions and proxy wars this would not be possible. CIRI is beginning to realize there is a need for changes. I think the Bill should be tabled for a while to see if one group can find a workable way to resolve the issues. I am sending a copy of this letter to CIRI, Banking and Securities and our Board of Directors. Lets put the test to good use and prove that ANSCA can work.

Will I still be able to
participate in the work group
~~from~~ we eat?

I would like to present this
for weeks April 5 Legislative work
group. It takes about 6 minutes.
I think expert opinions of people who
study our Culture is helpful. Both
see that Anasca is no functioning
properly. Mr. Krous is willing to
speak to interested parties.

AGAINST HB251, "AN ACT RELATING TO NATIVE CORPORATIONS",
 THIS BILL AFFECTS THE RIGHTS OF OVER 70 THOUSAND ALASKA NATIVE SHAREHOLDERS

NAME	ADDRESS	NATIVE CORPORATION	DATE
Justin J. Kalline	3153 E. Levee Ave. Anchorage, AK 99509		3/29/95
Henry Harding	1400 S. Fairway Ave. Anchorage, AK 99507		3/29/95
Thomas J. Hickey	1701 S. Fairway Ave. Anchorage, AK 99507		3-29-95
David J. Hickey	1701 S. Fairway Ave. Anchorage, AK 99507		3-29-95
David J. Hickey	1701 S. Fairway Ave. Anchorage, AK 99507		3-29-95
David J. Hickey	1701 S. Fairway Ave. Anchorage, AK 99507		3-29-95
Wesley M. Culcote	205 E. Hammond Ave. Anchorage, AK 99501	C.I.R.I.	3/29/95
Justin J. Kalline	3153 E. Levee Ave. Anchorage, AK 99509	C.I.R.I.	3/29/95
Fritz H. Hance	P.O. Box 24201, Anchorage, AK 99524		3-29-95
Marlin Prince	Box 241201 Anchorage 99524	LBANC	3-29-95
Andrew Kerr	PO Box 770247 Eagle River, AK 99577	nom	3-29-95
Glenn Kerr	P.O. Box 770227 Eagle River, AK 99577	C.I.R.I.	3-29-95
Richard Lee Steele	P.O. Box 222085 Anchorage AK 99522	CRT (ACT)	3-29-95
W. John Harris	5901 E 6th #337, Anchorage, AK 99504	(Sukchka-Goldbelt)	3/29/95
Archie Nielson	" " " " " " (Sukchka-Goldbelt)		3/29/95
Tom Lynne Jensen	2708 1/2 W 10th, Anchorage AK 99509		3/29-95
Jacqueline Fogel	4830 Alyce, Anchorage, AK 99516		3/29/95
Mary Rastetter	4840 Byron Hill, Anchorage, AK		3/31/95

[Handwritten signature and scribbles]

TO: THE LABOR AND COMMERCE COMMITTEE FAX (907) 455-2319
REGARDING: HB251
FROM: SHARON P. KAY, COOK INLET REGION INC., SHAREHOLDER

I AM OPPOSED TO HB251. IT WILL CAUSE AN INCONSISTENCY WITH:
1. CIRI'S ARTICLE'S OF INCORPORATION.
2. CIRI'S BY-LAWS.
3. THE ALASKA NATIVE CLAIMS SETTLEMENT ACT.
4. THE TEMPORARY AND SPECIAL ACTS, CHAPTER 70.
FOLLOWING ARE THE FACTS TO BACK THIS UP:

FACT 1. CIRI'S ARTICLE'S OF INCORPORATION, ARTICLE II STATES,
"THE PURPOSES FOR WHICH THE CORPORATION IS ORGANIZED ARE: 1.
TO ENGAGE IN ANY BUSINESS CORPORATION UNDER THE ALASKA BUSINESS
CORPORATION, SO LONG AS THE SAME IS NOT INCONSISTENT WITH, OR
PROHIBITED BY, THE ALASKA NATIVE CLAIMS SETTLEMENT ACT;

FACT 2. CIRI'S BY-LAWS UNDER SECTION 3 SPECIAL MEETINGS STATES,
"THE HOLDERS OF NOT LESS THAN ONE-TENTH OF ALL THE SHARES ENTITLED
TO VOTE AT SUCH MEETING." THEREFORE, TWENTY-FIVE PERCENT WILL
CAUSE AN INCONSISTENCY TO CIRI BY-LAWS.

FACT 3. IN THE ANCSA PAGE 419 (SEE ATTACHED) THE FIRST NOTE...
THEREOF SIGNED BY THE HOLDERS OF AT LEAST TEN PER CENTUM OF THE
OUTSTANDING SHARES OF SETTLEMENT COMMON STOCK,".... ALSO UNDER
THE SECOND NOTE "(C)" "NO PROVISION OF THIS ACT SHALL LIMIT THE
RIGHT OF A REGIONAL CORPORATION TO TAKE AN ACTION AUTHORIZED BY
THE LAWS OF THE STATE UNLESS SUCH ACTION IS INCONSISTENT WITH
THE PROVISIONS OF THIS ACT."

FACT 4. THE TEMPORARY AND SPECIAL ACTS, CHAPTER 70 (SEE ATTACHED)
SPEAKS FOR ITSELF. IT CLARIFIES THE INCONSISTENCIES THAT WILL BE
CREATED THROUGH HB251. NOTICE TOO THAT IN SECTION 1, THE LAST
SENTENCE STATES, "IT IS THE PURPOSE OF THIS ACT TO COMPLEMENT
THROUGH STATE POLICY, IN A REASONABLE AND FAIR MANNER, THE
FEDERAL POLICY EXPRESSED IN THAT ACT.

ALASKAN LEGISLATORS, PLEASE REMEMBER THAT YOU REPRESENT ALL
PEOPLE OF OUR GREAT STATE, AND THAT YOU ARE LAW-MAKERS NOT
LAW-BREAKERS.

SINCERELY,

Sharon P. Kay

April 10, 1995

SHARON P. KAY
17400 SPAIN DRIVE
ANCHORAGE, ALASKA 99516
(907)345-7548

ENC: TEMPORARY AND SPECIAL ACTS, CHAPTER ~~70~~
PAGE 419 OF THE ANCSA.

CHAPTER 70

AN ACT Implementing the ANCSA; and providing for an effective date.

Be it enacted by the Legislature of the State of Alaska;

Section 1. PURPOSE. It is the purpose of this Act to implement the Alaska Native Claims Settlement Act (P.L. 92-203; 95 STAT. 688; 43 U.S.C. 1601 et seq.) by amending state law to resolve those ambiguities, conflicts and problems directly or impliedly created by the enactment by Congress of the Alaska Native Claims Settlement Act. It is also the purpose of this Act to complement through state policy, in a reasonable and fair manner, the federal policy expressed in that Act.

Sec. 2-7. Permanent laws. See Table of Disposition of Acts

Sec. 8. To the extent of an inconsistency between a provision of this Act or AS 10.05 or 10.20 and a provision of the Alaska Native Claims Settlement Act (P.L. 92-203; 95 Stat. 688; 43 U.S.C. 1601 et seq.) or a provision in the articles of incorporation or bylaws required by the U.S. Secretary of the Interior under sec. 7(a) of the federal Act, the federal Act or the required provision in the articles or bylaws prevails with regard to a corporation organized under Alaska law pursuant to the federal Act. To the extent of an inconsistency between a provision of this Act and a provision of AS 10.05 or 10.20, this Act prevails with regard to a corporation organized under Alaska law pursuant to the federal Act.

Sec. 9 Permanent law. See Table of Disposition of Acts.

Sec. 10. If an Act is passed by the Seventh Alaska Legislature repealing provisions of AS 13.30, AS 13.30.115 (changed to AS 13.16.705) enacted in sec. 2 of this Act, is unaffected unless specifically referred to in the repealer, and the revisor of statutes shall make an appropriate relocation of the section.

Sec. 11. AS 13.30.115 [changed to AS 13.16.705], enacted in sec. 2 of this Act, is retroactive to December 13, 1971.

Sec 12. This Act takes effect on the day after its passage and approved or on the day it becomes law without approval.

Approved May 18, 1972
Effective May 19, 1972

legislative committee report -For
report on ch. 70 SLA 1(20) (CSHB
711), see 1972

insurance; the outstanding shares of Settlement Common Stock will represent less than a majority of the total voting power of the corporation for the purpose of electing directors.

(3) Disclosure Requirements.—(A) An amendment to the articles of incorporation of a Regional Corporation authorized by paragraph (2) shall specify—

(i) the maximum number of shares of any class or series of stock that may be issued; and

(ii) the maximum number of votes that may be held by such shares.

(B) If the board of directors of a Regional Corporation intends to propose an amendment pursuant to paragraph (2) which would authorize the issuance of classes or series of stock that, singly or in combination, could cause the outstanding shares of Settlement Common Stock to represent less than a majority of the total voting power of the corporation for the purposes of electing directors, the shareholders of such corporation shall be expressly so informed.

(i) Such information shall be transmitted to the shareholders in a separate disclosure statement or in another informational document in writing or in recorded sound form both in English and any Native language used by a shareholder of such corporation. Such statement or informational document shall be transmitted to the shareholders at least sixty days prior to the date on which such proposal is to be submitted for a vote.

(ii) If not later than thirty days after issuance of such disclosure statement or informational document the board of directors receives a prepared concise statement setting forth arguments in opposition to the proposed amendment together with a request for distribution thereof signed by the holders of at least 10 per centum of the outstanding shares of Settlement Common Stock, the board shall

either distribute such statement to the shareholders or provide to the requesting shareholders a list of all shareholder's names and addresses so that the requesting shareholders may distribute such

statement to the shareholders.

(4) SAVINGS.—(A) (i) No shares of stock issued pursuant to paragraphs (1)(C) and (2) shall carry rights to share in distributions made to shareholders pursuant to subsections (j) and (m). No shares of stock issued pursuant to paragraph (1)(B) shall carry such rights unless authorized pursuant to paragraph (1)(B)(iv).

(ii) Notwithstanding the issuance of additional shares of stock pursuant to paragraphs (1)(B), (1)(C), or (2) a Regional Corporation shall apply the ratio last computed pursuant to subsection (m) prior to the date of the enactment of the Alaska Native Claims Settlement

Act amendments of 1987 for purposes of distributing funds pursuant to subsections (j) and (m).

(B) The issuance of additional shares of stock pursuant to paragraphs (1)(B), (1)(C), or (2) shall not affect the division and distribution of revenues pursuant to subsection (i).

(C) No provision of this Act shall limit the right of a Regional Corporation to take an action authorized by the laws of the State unless such action is inconsistent with the provisions of this Act.

SETTLEMENT COMMON STOCK

Subsection (h) of section 7 (42 U.S.C. 1606(h)) is amended to read as follows:

VOTE #1

NOTE

+

NOTE: FAX THE PETITION TO REP. PETER ROTT, Labor & Commerce, CHAIR

FAX 465 2819

PHONE 465-3777

PETITION

AGAINST HB251, "AN ACT RELATING TO NATIVE CORPORATIONS".
 THIS BILL EFFECTS THE RIGHTS OF OVER 70 THOUSAND ALASKA NATIVE SHAREHOLDERS

NAME	ADDRESS	NATIVE CORPORATION	DATE
PAINE DUNLAP	3880 RED FOX CIRCLE	Wasilla AK 99654	4/2/95
Joseph T. Spent	2614 W. 33 rd Ave	Anchorage AK 99517	4/6/95
John L. L.	4603 Cypresswood Dr.	Sea Spring Tx 77375	
John	1031 W 21 st	99515	4/6/95
John Fornit	P.O. Box 242362	Anch. 344-5800	4/6/95
Wayne Christ	11205 11A Balboa	ANC 3497079	4/6/95
N. Dennis	22113 SAK BWS	AND.	4/6/95
Renell J. Taylor	801 W 22 nd No 2	Anchorage AK 99503	4/6/95
Tommy F. Faw	11/21 E 17 th	99501 Anchorage AK	4/6/95
Lawrence Hill	3925 E 9 th	99518 Anch, AK	
Thom Luck	1210 1/2 Parker	99518 Anch AK	4/7/95
KEN WOOD	1545 S HOIT	99508 ANCH AK	4/7/95
Reg. Sudduth	1846 S. Salem	ANC 99508	4-7-95
James R. Kelly	1846 S. Salem	ANC 99508	4-7-95
William D. Alford	6329 E 32 nd Ave #1	ANC 99504	4/7/95
Tom Barnett	3701 Euclid St	99503	7/8/95
Mary Fortkhallo	1200 DEMONDO	99524	4/8/95
Paula N. Shapiro	P.O. Box 110903	Anch 99511	4/9/95
Barbara Nish	1435 W 27 th #1	ANCH 99503	4/9/95
Margaret J.	P.O. Box 103131	ANCH AK 99510	4/9/95
Mary Kay	P.O. # 2320	CORPUS # AK 99576	



PETITION

AGAINST HB251, "AN ACT RELATING TO NATIVE CORPORATIONS".

THIS BILL EFFECTS THE RIGHTS OF OVER 70 THOUSAND ALASKA NATIVE SHAREHOLDERS

NAME	ADDRESS	NATIVE CORPORATION	DATE
Ralph Winkelman	7007 Arct - Blvd #54 Anch AK 99507		3-31-95
Isidor E Cordova	PO Box 10,1008 Anch AK 99501		3/31/95
Deleena Reich	8630 Comstock Circle Anch AK 99514		3-31-95
Ken Hagan			3-31-95
Noel Bjornson	8420 Pioneer Dr. A/A 99504		3-31-95
Richard Rhoad	8871 Pioneer Dr. 99507		3-31-95
DANIEL STEVENS	3430 Balfour #2 Anch AK 99504		3/31/95
JANINE HAAS	1301 FANON AVE/ANCH 99501	CIA	3/31/95
SU-ANN K. Embrokyan	610 2nd Prow. Dr. #522 A/A		3/31/95
Ronald Engeltson	913 E. 25th Anchorage AK 99503		4-1-95
Bob Kempel	1902 Hillcrest Anch AK 99517		3-31-95
ROY KALLANDE	2606 A. B. REY AVE. AK		3/31/95
KELLY STURM	1107 HOLLYWOOD #512 99501		3/31/95
ROOKS Gandy	SR 1414 Tunpin St. 99504		4-1-95
Manda DeLay	4101 Cape Street, Apt. #1 99503		3-31-95
ETER Monaghan	3439 Scarlet Place 99517		3-31-95
Gregory M. White	701 Teleguan 99501		4/1/95
Bill Row	7401 Madagasc. cir. 99518		4/1/95
Kristin Ernst	1109 Westport AK 99518		4/1/95
Lighty R. Gula	1119 Westport AK 99518		4/1/95
Bob [unclear]	726 10th Place Anch AK 99501		4/1/95
Senka [unclear]	5930 Franklin St 99518		4/1/95
Ben Peterun	344 Lynwood 99518		4/2/95

PETITION

AGAINST HB251, "AN ACT RELATING TO NATIVE CORPORATIONS".
THIS BILL EFFECTS THE RIGHTS OF OVER 70 THOUSAND ALASKA NATIVE SHAREHOLDERS

NAME	ADDRESS	NATIVE CORPORATION	DATE
Paul M. ...	4703 Klondike		4-08-95
Tom McCormick	306 W. 22nd #32		4-08-95
Don Douth	717 W 32nd Ave		4/8/95
By R B	4003 MINNESOTA CR. #18		4/8/95

STATE WITNESSES

Doesn't the current law permit a single shareholder to require corporations to vote on removal at any annual meeting? [AS 10.06.460]

For example, didn't Cape Fox go through 2 such removal votes in 1994 alone?

And didn't Sealaska, in 1992, hold a special meeting on vote on removal, only to have a single shareholder demand that the corporation put the same question on the ballot for the annual meeting held just a couple of months later?

In your experience, doesn't the extended gathering of signatures hamper the business of the corporation?

Don't removal elections in general carry a large price tag for Native corporations?

Aren't many directors elected as independent candidates? [For example, most of Sealaska's board members were originally elected as independents, not as board slate candidates.]

Doesn't Alaska's Corporations Code require election of directors every year?

Don't all directors come up for vote frequently, at most corporations every three years?

So in three years' time couldn't shareholders vote out every single board member?

In spite of the numerous votes held over the years, has any Native corporation director in Alaska ever been removed?

SHAREHOLDER/PUBLIC WITNESSES

Frequency of removal votes:

Isn't it true that the current law permits a single shareholder to require corporations to vote on removal at any annual meeting?
[AS 10.06.460]

For example, didn't Cape Fox go through 2 such removal votes in 1994 alone?

Two years ago, Sealaska held a special meeting to vote on removal of the entire board of directors. Within days after that vote failed by a wide margin, didn't a single shareholder demand that the corporation put the same question on the ballot for the annual meeting held just a couple of months later?

Number of shares needed to call special meeting:

Didn't the group now circulating a petition for a special meeting of Sealaska's shareholders state in an April 3 letter that they have collected 6,000 signatures, well over the 25% this bill would require?

So, if that group has done it, in a corporation with so many shareholders, why would 25% be a burdensome requirement?

Don't most village corporations have only a couple of hundred shareholders? What would be so burdensome in these cases?

Limitation on the period for circulating petitions:

If directors have done something that warrants their removal, shouldn't shareholders who support the removal be able to collect enough signatures in 90 days?

Doesn't the extended gathering of signatures hamper the business of the corporation and cost all shareholders money?

Removal generally:

Aren't removal elections costly to Native corporations?

Aren't these the directors that shareholders elected?

Aren't many directors elected as independent candidates? [For example, most of Sealaska's board members were originally elected as independents, not as board slate candidates.]

Doesn't Alaska's Corporations Code require election of directors every year?

Don't all directors come up for vote frequently, at most corporations every three years?

So in three years' time you could vote out every single board member?

Why not just wait for them to come up for reelection, and vote them out, if you're disappointed with their performance?

Doesn't removal require the affirmative vote of a majority of shareholders?

In spite of the numerous votes held over the years, has any Native corporation director in Alaska ever been removed?

So if the shareholders have never been able to get a majority of votes to remove directors, and the process is costly for all concerned, and shareholders are free not to reelect directors, why wouldn't we want to limit the frequency of removal votes?

Monday, April 10, 1995

To:
Representative Pete Kerr
State Capitol RM: 432
Juneau, AK 99801
Fax: 907-465-2819

From:
Concerned Citizens and Shareholders of NANA Regional Corporation

We, the undersigned Citizens and shareholders in NANA Regional Corporation are opposed to the passage of HB251 which is now before the Alaska State House of Representatives. We are opposed to the amendments to Sections 2 through 7 of Article 10 06 480. It is our opinion that these amendments serve only to consolidate the power of the corporate board over the shareholders. Further more, we believe that the amendments to Section 1 are necessary to protect Native Shareholders from unscrupulous acts of corporate boards. But, because of the other amendments attached to HB251 we must ask you to vote down this bill when it comes before the House. We respectfully submit the names of Citizens and Shareholders who request that you vote this bill down

1	Print Name: Frank H Burns MSC 399	Signature: Frank H Burns
	Address: Box 1129 Kotzebue, AK	Phone: 907-426-2125 (home)
2	Print Name: Alice Swann	Signature: Alice Swann
	Address: Range 2 VIL	Phone:
3	Print Name: Frances Onalik	Signature: Frances Onalik
	Address: Box 23 Noatak, AK	Phone:
4	Print Name: Benjamin Sherman Sr.	Signature: Benjamin Sherman Sr.
	Address: Noatak, AK 99761	Phone:
5	Print Name: Robert + Winifred	Signature: Robert + Winifred
	Address: 920 W 26th + 300 Inok. AK 99507	Phone:
6	Print Name: Rick MacLay	Signature: Rick MacLay
	Address: 629 W 26th Ave ANC, AK	Phone:
7	Print Name: Lillian J. Hervey	Signature: Lillian J. Hervey
	Address: P.O. Box 113 Kiono Alaska	Phone:
8	Print Name: Hardy Ballot Sr	Signature: Hardy Ballot Sr
	Address: BX 1160 Noatak, AK	Phone:
9	Print Name: Ruth A Schaeffer	Signature: Ruth A Schaeffer
	Address: 7420 Tangle Ct, Anch. AK 99504	Phone: 337-0559

64	Print Name: F. C. L. ...	Signature: ...	Address: Box 54 ...	Phone: ...
65	Print Name: WALTER ...	Signature: ...	Address: 4801 ...	Phone: 907-376-3057
66	Print Name: ...	Signature: ...	Address: Box 22 ...	Phone: 631-2229
67	Print Name: JASON J. ...	Signature: ...	Address: P.O. Box 773432 ...	Phone: ...
68	Print Name: ...	Signature: ...	Address: Box ...	Phone: ...
69	Print Name: ...	Signature: ...	Address: 7030 ...	Phone: 907-652-2228
70	Print Name: ...	Signature: ...	Address: P.O. Box ...	Phone: 907-3531
71	Print Name: ...	Signature: ...	Address: Box 30 ...	Phone: 907-444-4461
72	Print Name: ...	Signature: ...	Address: P.O. Box 54 ...	Phone: 907-444-4461
73	Print Name: ...	Signature: ...	Address: P.O. Box 12 ...	Phone: ...
74	Print Name: ...	Signature: ...	Address: P.O. Box 61 ...	Phone: ...
75	Print Name: ...	Signature: ...	Address: ABL Box 115 ...	Phone: 445-2175
76	Print Name: ...	Signature: ...	Address: General Delivery ...	Phone: 907-645-2126
77	Print Name: ...	Signature: ...	Address: ...	Phone: 475-2124
78	Print Name: ...	Signature: ...	Address: ...	Phone: 475-2161
79	Print Name: ...	Signature: ...	Address: P.O. Box 1216 ...	Phone: 907-344-3227
80	Print Name: ...	Signature: ...	Address: ...	Phone: 696-3149
81	Print Name: ...	Signature: ...	Address: P.O. Box 56 ...	Phone: 907-484-2102

64	Print Name: <u>WALTER J. FOLEY</u>	Signature: <u>Walter J. Foley</u>	Address: <u>Box 54 SHANAK AK 99773</u>	Phone: <u>482-4377130</u>
65	Print Name: <u>WALTER GILBERTS</u>	Signature: <u>Walter Gilberts</u>	Address: <u>4501 Hwy. 126666 AK 99763</u>	Phone: <u>707-326-2057</u>
66	Print Name: <u>KEVIN CLEVELAND</u>	Signature: <u>Kevin Cleveland</u>	Address: <u>Box 22 NORTON AK 99763</u>	Phone: <u>636-2229</u>
67	Print Name: <u>JAMES T. SCHWARTZ</u>	Signature: <u>James T. Schwartz</u>	Address: <u>P.O. Box 773422 Eagle River AK 99572</u>	Phone: <u></u>
68	Print Name: <u>STEVEN D. SAMSON</u>	Signature: <u>Steven D. Samson</u>	Address: <u>Box A15C HORTON AK 99705 #134</u>	Phone: <u></u>
69	Print Name: <u>KEVIN T. WELLS Sr</u>	Signature: <u>Kevin T. Wells Sr.</u>	Address: <u>Box 12 NORTON AK 99763</u>	Phone: <u>907) 656-2228</u>
70	Print Name: <u>CHARLIE STURM</u>	Signature: <u>Charlie Sturm</u>	Address: <u>Box 468 KOTZICK AK 99722</u>	Phone: <u>482-3531</u>
71	Print Name: <u>EVANS BALLOT JR</u>	Signature: <u>Evans Ballot Jr.</u>	Address: <u>Box 30, BUCKLAND AK 99727</u>	Phone: <u>(907) 494-2461</u>
72	Print Name: <u>LOUIS HULLUM JR</u>	Signature: <u>Louis Hullum Jr.</u>	Address: <u>Box 59 BUCKLAND AK 99727</u>	Phone: <u>(907) 494-2204</u>
73	Print Name: <u>JEFF RAYBURN</u>	Signature: <u>Jeff Rayburn</u>	Address: <u>Box 12 SELMO AK 99770</u>	Phone: <u>484-2102</u>
74	Print Name: <u>RUDY BLANK</u>	Signature: <u>Rudy Blank</u>	Address: <u>Box 61 KIGAK AK 99774</u>	Phone: <u></u>
75	Print Name: <u>LORNEVEE JONES</u>	Signature: <u>Lornevee Jones</u>	Address: <u>Box 115 SYPRE</u>	Phone: <u>445-2175</u>
76	Print Name: <u>Sylvester A. Swan Jr</u>	Signature: <u>Sylvester A. Swan Jr.</u>	Address: <u>General Delivery Kivalina AK 99750</u>	Phone: <u>(907) 645-2326</u>
77	Print Name: <u>Lee Barr Jr</u>	Signature: <u>Lee Barr Jr.</u>	Address: <u>Box AK Box 26 99749</u>	Phone: <u>475-2121</u>
78	Print Name: <u>RAYMOND BARR JR</u>	Signature: <u>Raymond Barr Jr.</u>	Address: <u>HANA AK Box 154 99749</u>	Phone: <u>475-2161</u>
79	Print Name: <u>Dennis Newill</u>	Signature: <u>Dennis Newill</u>	Address: <u>P.O. Box 11216 Anchorage, AK 99511</u>	Phone: <u>907-344-5227</u>
80	Print Name: <u>FRANK S. SAMPSON</u>	Signature: <u>Frank S. Sampson</u>	Address: <u>Box 5 WOODRIDGE AK 99763</u>	Phone: <u>696-3149</u>
81	Print Name: <u>LWIDE F. RAYBURN</u>	Signature: <u>Lwide F. Rayburn</u>	Address: <u>P.O. Box 56 SELMO AK 99770</u>	Phone: <u>907-484-2102</u>

46	Print Name: <i>Charles Little</i>	Signature: <i>Charles Little</i>	Phone: <i>907-224-7122</i>
	Address: <i>Box 21 Noyah AK 99743</i>		
47	Print Name: <i>William Barr</i>	Signature: <i>William Barr</i>	Phone: <i></i>
	Address: <i>Box 21 Noyah AK 99743</i>		
48	Print Name: <i>Richard Little</i>	Signature: <i>Richard Little</i>	Phone: <i>248-7052</i>
	Address: <i>4203 W. Diamond Blvd Anchorage</i>		
49	Print Name: <i>Charlene Barr</i>	Signature: <i>Charlene Barr</i>	Phone: <i>333-7853</i>
	Address: <i>1621 Sanna Circle Anchorage AK 99508</i>		
50	Print Name: <i>John Hendrick</i>	Signature: <i>John Hendrick</i>	Phone: <i>907-224-7087</i>
	Address: <i>Box 36 Buckland</i>		
51	Print Name: <i>Aileen Jack</i>	Signature: <i>Aileen Jack</i>	Phone: <i>907-224-7087</i>
	Address: <i>Barrow AK 99504 RD 1473</i>		
52	Print Name: <i>David S. Kelsey</i>	Signature: <i>David S. Kelsey</i>	Phone: <i>907-442-3283</i>
	Address: <i>P.O. Box 173 Kotzebue AK</i>		
53	Print Name: <i>David Walton</i>	Signature: <i>David Walton</i>	Phone: <i>485-2121</i>
	Address: <i>P.O. Box 30 WTK AK</i>		
54	Print Name: <i>Willard R. Commack</i>	Signature: <i>Willard R. Commack</i>	Phone: <i>337-2301</i>
	Address: <i>110 Bunnell Ave Anchorage</i>		
55	Print Name: <i>Peter L. Nelson Jr.</i>	Signature: <i>Peter L. Nelson Jr.</i>	Phone: <i>907-561-5001</i>
	Address: <i>5101 Eureka St Anchorage</i>		
56	Print Name: <i>David E. Commack</i>	Signature: <i>David E. Commack</i>	Phone: <i>N/A</i>
	Address: <i>5211 Makignind Dr. # 011</i>		
57	Print Name: <i>Donald Lee Volkheimer</i>	Signature: <i>Donald Lee Volkheimer</i>	Phone: <i>561-4501</i>
	Address: <i>4611 Incau St. #5 Anchorage AK 99502</i>		
58	Print Name: <i>Timothy Lee Small</i>	Signature: <i>Timothy L. Small</i>	Phone: <i>907-242-5743</i>
	Address: <i>PO Box 771761 Anchorage AK</i>		
59	Print Name: <i>Sally Ann</i>	Signature: <i>Sally Ann</i>	Phone: <i>(907) 485-2144</i>
	Address: <i>Box 95 Noyah AK 99743</i>		
60	Print Name: <i>Donald M. Booth</i>	Signature: <i>Donald M. Booth</i>	Phone: <i>485-2107</i>
	Address: <i>Box 57 Noyah AK 99743</i>		
61	Print Name: <i>Nelson J. Jelker Jr.</i>	Signature: <i>Nelson J. Jelker Jr.</i>	Phone: <i>907-475-2821</i>
	Address: <i>Box 96 Kipnuk AK 99745</i>		
62	Print Name: <i>Tony Hoffman</i>	Signature: <i>Tony Hoffman</i>	Phone: <i>636-2236</i>
	Address: <i>Box 5 Noyah AK 99743</i>		
63	Print Name: <i>Charles Douglas</i>	Signature: <i>Charles Douglas</i>	Phone: <i>485-2127</i>
	Address: <i>Box 13 Seward AK 99718</i>		

18	Print Name: Stanley Houston	Signature: Stanley Houston	Address: P.O. Box 69 Nimitz AFB 96361	Phone: 435-2164
19	Print Name: Lena Naukka	Signature: Lena Naukka	Address: P.O. Box 2111 Corvallis Ave	Phone: 407-426-2167
20	Print Name: Ernest Cleveland	Signature: Ernest Cleveland	Address: P.O. Box 510 Shumaker Dr 99773	Phone: 437-2181
21	Print Name: Julian Lee	Signature: Julian Lee	Address: P.O. Box 20 Shumaker, AK 99773	Phone:
22	Print Name: Henry Sherman	Signature: Henry Sherman	Address: Box 366 Kotzebue	Phone: 442-3350
23	Print Name: Jim Baldwin	Signature: Jim Baldwin	Address: Box 40 Kiana AK	Phone: 907-475-2215
24	Print Name: Charlie Atoruk	Signature: Charlie Atoruk	Address: P.O. Box 194 Kiana AK	Phone: (907) 475-2229
25	Print Name: Theodore Dalk	Signature: Theodore Dalk	Address: Box 106 Ambler AK 9956	Phone: 907-445-2152
26	Print Name: Calvin Schnapp	Signature: Calvin Schnapp	Address: 1052-1 Delwood St. Wasilla AK 99654	Phone: 907-373-1484
27	Print Name: Robert A. Lee	Signature: Robert A. Lee	Address: 525 N. Bering St. Anchorage AK	Phone: 907-258-6250
28	Print Name: Harold Johnson	Signature: Harold Johnson	Address: Ambler AK	Phone: 907-445-7177
29	Print Name: Edwin H. Douglas	Signature: Edwin H. Douglas	Address: 4231 Laurel St. Ft. Belknap AK 99504	Phone: 562-9659
30	Print Name: Oscar Howard Jr.	Signature: Oscar Howard Jr.	Address: 631 W. 98th Anchorage AK 99515	Phone: 344-7865
31	Print Name: William Esentuk	Signature: William Esentuk	Address: P.O. Box 97 Ambler AK 9956	Phone: N/A
32	Print Name: Charles M. Douglas	Signature: Charles M. Douglas	Address: 14530 Soldotna AK 99669	Phone: 262-6280
33	Print Name: Johnny Collier Jr.	Signature: Johnny Collier Jr.	Address: 10 Box 164 Nimitz AFB 96361	Phone: 435-2198
34	Print Name: Charles K. Wesley	Signature: Charles K. Wesley	Address: Box 11 Natche AK 99761	Phone:
35	Print Name: Ralph Ramoth Jr.	Signature: Ralph Ramoth Jr.	Address: 7410 Waburn Ave AK 99502	Phone: 248-2134

10	Print Name: T. Cross	Signature: T. Cross	Address: 1752 119 P.O. Box 118 Kotzebue AK	Phone: 907 456 2121
11	Print Name: ZOEY NORTON SL.	Signature: Zoey Norton SL.	Address: Box 142652 Anch. AK. 99514	Phone: 907 272 1641
12	Print Name: CHRISTINA MILLS	Signature: Christina Mills	Address: Box 104 Noatak, AK. 99761	Phone: 907 485 2165
13	Print Name: Kit Young	Signature: Kit Young	Address: P.O. Box 520011 Sea Lake, AK	Phone: 907 872 7427
14	Print Name: John A. Melson III	Signature: John A. Melson III	Address: P.O. Box 1294 Kotzebue, AK 99752	Phone:
15	Print Name: Edith M. Brown	Signature: Edith M. Brown	Address: Kotzebue AK. 99752	Phone: n/a
16	Print Name: David Schaffter	Signature: David Schaffter	Address: Kotzebue AK. 99752	Phone:
17	Print Name: Thomas E. Korman	Signature: Thomas E. Korman	Address: P.O. Box 58031, F.O.K. AK. 99711	Phone: 907 478 0371
18	Print Name: Rachel Nelson	Signature: Rachel Nelson	Address: 3701 Eureka S.39 C Anch. AK 99503	Phone: 516-5687
19	Print Name: FARRIE BARR	Signature: Farrie Barr	Address: Box 5 DEERING, AK 99726	Phone: 363-2152
20	Print Name: Geraldine Reich	Signature: Geraldine Reich	Address: P.O. Box 96 KOTZEBUE AK 99752	Phone:
21	Print Name: Wallace Field, SR.	Signature: Wallace Field, SR.	Address: Box 60 Noorvik AK. 99763	Phone: 736-2154
22	Print Name: JOE J. NAZUKHA	Signature: Joe J. Nazukha	Address: PO Box 55 Noorvik AK 99763	Phone: 636-2220
23	Print Name: CHESTER TICKET SR	Signature: Chester Ticket Sr	Address: Box 157 SELAWIC AK 99770	Phone: 484-2192
24	Print Name: Robert C. Davis	Signature: Robert C. Davis	Address: 6700 Coronado St Wainwright	Phone: 745-5154
25	Print Name: Tina M. Jones	Signature: Tina M. Jones	Address: Box 409 Kotzebue, AK 99752	Phone: 442-6010
26	Print Name: Caldon Starnes	Signature: Caldon Starnes	Address: Box 161 Noorvik AK 99763	Phone: 636-2137
27	Print Name: James W. Jackson	Signature: James W. Jackson	Address: P.O. Box 93 Kiana, AK 99749	Phone (907) 475-2166

REPRESENTATIVE KIM ELTON

MEMORANDUM

To: Pete Kott, Chairman, House Labor and Commerce Committee
and Committee Members

From: ~~Representative~~ Kim. Elton

Date: April 10, 1995

RE: Letter from Hazel Hunter Igtanloc re
HB 251, Native Corporations

Hazel Hunter Igtanloc wishes to present testimony to the committee in person on HB 251 but has been unable to do so because she cares for her disabled husband. Attached are the typed and handwritten copies of Mrs. Igtanloc's letter to me. Mrs. Igtanloc is a 73-year-old, life-long Alaskan who has worked for settlement of the Native Claims.

Attachments: as noted

cc: Mrs. Igtanloc

Hazel Ig'tanloc
4412 Mendenhall Blvd.
Juneau, Alaska 99801
March 31, 1995

Representative Kim Elton
State Capitol
Juneau, Alaska 99801-1182

Dear Representative Elton:

My name is Hazel Hunter Ig'tanloc. I have lived in Alaska all my life. I grew up at Angoon, Alaska. As a child I saw my grandparents participate in raising money to help those who were traveling village to village with information regarding the Land Claims.

The Native people were always hard pressed financially. In summers they worked in canneries to make money for the winter months. All this never changed into the 1960's when we were also hard-pressed financially to help Tlinget & Haida Group-At-Large send two representatives to Washington, DC. (Roy Brown and John Borbridge). We raised enough money for one fare only. I asked my husband if we could use his credit at Pan American World airways for the round trip fares to Washington and he said "Yes we could use it". That is how we got the fares for Washington, DC.

Tlinget and Haida Group-At-Large provided the men to go to Washington DC., and under the leadership of one of these men-- Sealaska was born. I worked at Tlinget and Haida Group-At-Large's temporary office (Marie Engberg's living room) as an unpaid publicist. (See attached).

Our Board of Directors have forgotten the hardship of their people and are more interested in using the Corporation as a vehicle to get themselves more money for income and retirement. They have been treating us unfairly during Sealaska Meetings by ruling us out of order if we beg for more information about our Corporation or beg to differ with them.

They say their salaries are commensurate with other corporations. Since when have representatives of poor people spoken like this. When the statistics were given in 1989 28.8% of Alaska Natives

were in poverty as compared to 8.5% Whites and 12.1% people overall in Alaska in poverty. (Source: Juneau Empire, March 22, 1995).

It is not the vision of our forefathers that those who work for Sealaska have more than the people they represent.

The corporations have no right to curtail our freedom of speech because it is against the law nor try to frame "Mischief By Law" to curtail other rights we have as American citizens.

I am an elder person aged 73. I have a right to speak. I am against HB 251.

Very truly yours,

Hazel Hunter Igtanloc

Term of employment (month/year) From 1964 To 1965		Exact title or position Volunteer Publicist		If former worker, civilian or military grade	
Starting \$ per	Avg. hrs per week	Place of employment City Juneau, State Alaska	Number and kind of im- poses supervised Committees, Secretaries, Clerks		Kind of business or organization (Manufacturing, Accounting, Insurance, etc.)

Name of immediate supervisor Roy Brown/John Borbridge	Name of employer (firm, organization, etc.) and address (including ZIP Code, if known)
Area Code and phone No. if known	

Reason for leaving

Description of duties and accomplishments in your work

During the beginning of the Land Claims, (for Tlingit-Haida Group-At-Large) I was the publicist in Juneau, Alaska. I thought of and presented to the standing committee, composed of 12 members: Idea: (1) To present a wreath larger than the nation to the late John F. Kennedy's grave. I was asked why so large? I told the committee that what a better idea than this could you come up with to bring to the attention of the American People that this formerly was our land, that we were here first? That this Irishman who had received the votes from the American People to be the President of The United States was now lying on our soil? And that we also honor him? They took a vote and I was giving the "Go-Ahead" to phone Roy Brown and John Borbridge at the Willard Hotel in Washington, D.C., to tell them how I wanted it done. I asked for donations for the floral wreath and asked for a special committee and a treasurer to go with me to ACE Flowers to have them take care of the order. This was done and we went to ACE Flowers and gave them my ideas: (a). One wreath larger than the Nation gave and (b). 8" Wide Ireland Green Ribbon, all green carnations interspersed with white carnations.

Next I had to draft a speech to go with it. Try as I might, I couldn't forget what I had read in "The Story of the American Indian", by Paul Radin, Ph.D. Author of "Primitive Man as Philosopher", and "The Racial Myth". Formerly Professor of Anthropology at the University of California. It goes like this: Quote: "Try to do something for your people," so ran an old injunction to the chief, "something difficult. Have pity on your people and love them. If a man is poor, help him. Give him and his family food, give them whatever they ask for. If there is discord among your people, intercede. Take your sacred pipe and walk into their midst. Die if necessary in your attempt to bring about reconciliation. Then when order has been restored and they see you lying on the ground dead, still holding in your hand the sacred pipe, the symbol of peace and reconciliation, then assuredly will they know that you have been a real chief." Unquote. This quote was so very appropo of the situation at the time that the committee voted to have this send on to Washington where our delegation was at the time. So, Marie Engberg, Melba Wallace and I went to see my family lawyer, Robert Boochever, to ask advise about copyright laws. We were told to give Paul Radin credit on file. So, this was what was done. Afterwards, we went to ACS and sent the telegram to delegation.

I also composed telegrams to be sent to Senator Ernest Gruening, Senator Bob Bartlett, Congressman Ralph Rivers. Congressman Ralph Rivers was present with Roy Brown and John Borbridge at the wreath presentation at Arlington Cemetary. State of Washington our sister state was there at that time and when they recognized the Chilkat Indian Chief Robes and Headdress Roy Brown was wearing, they volunteered to be honor guard. They are shown in the film presentation on TV.

(Continued Next Page)

(For Agency Use (fill in, etc.))

Period of employment: 1964 To 1965		Type of position: Volunteer Publicist		Type of position: civilian or military grade	
Start: \$ per	Avg. hrs per week	Place of employment: City Juneau, State Alaska	Number and kind of committees: Secretaries, Clerks		Kind of business or organization (manufacturing, marketing, insurance, etc.)

Name of immediate supervisor: Roy Brown/John Borbridge	Name of employer (name, organization, etc., and address including ZIP Code, if known)
Area Code and phone No. if known	

Reason for leaving:

Description of duties and accomplishments in your work

The speech was released during the presentation of the flowers. I asked Roy and John to see if we could get publicity on this. They said we sure could, as Washington Post was "bird-dogging" them all over Washington, D.C. They promised Washington Post first exclusive if we could get TV coverage - this was done. This TV film was brought back to Juneau by the delegation and released at KINY-TV Studio. I also have the speech on record in my possession on cassette tape.

Next, I called the committee together to tell them that we needed more money for corresponding stationary. They authorized that I could ask for donations. I also asked for volunteers of people who had very good long-hand script. Out of all those who were tested four (4) were selected - Edward Kunz Jr., Sandra Borbridge, Tom Dalton and one more whose name I can't recall at this time. I dictated all of the letters that went to the Kennedy family - a total of 7 letters. Letters were addressed to Mrs. Joseph P. Kennedy, Jaqueline Kennedy, Robert F. Kennedy, Eunice Kennedy Shriver, Patricia Kennedy Lawford, Edward Moore Kennedy, (Ted), Jean Kennedy Smith. All the letters had to be different one from the other. We received a thank you letter from all the Kennedy's.

During this time I also had a steno pool going. This was composed of secretaries, clerks. We had a day shift and night shift. All on voluntary basis. I sometimes worked till 3:00 a.m.! I just never noticed the time because of the heavy workload.

I had to work on problems such as: Mrs. John Borbridge (Emma) called one day and said that the Juneau-Douglas School Superintendent, had called to ask why John was taking extended leave? What are we going to do? I told her that I would call the committee together, that they would decide what should be done. This done, and since I was part of the committee I made a suggestion that we send letter of apology to the school on behalf of the Tlingit-Haida people and thank them for being so patient. This done, we also contribute money to buy two (2) pots of flowers. (One for Mr. MacMillan, Superintendent, Mr. Overstreet, Principal, of Juneau-Douglas High School). The committee voted and elected me to represent the group at this presentation. This I did with Cecelia Kunz. After this was done I called Mr. Borbridge.

Roy Brown and John Borbridge called that they would be coming home. Now, all I have to do is plan a reception. I arranged that we greet them in Indian Costume at the Juneau Airport. So, I presented this idea to the committee. They said this was a very good idea. So it was voted in. This I also had to clear with Alaska Airlines - I pointed out that though I realized that this would in some way restrict traffic within the terminal look at the advantages - how many times have you been privileged enough to see on "All Costumed" Indian Dance by the Tlingit-Haida people?

(Continued Next Page)

For agency use (fill in, etc.)

"PERS QUALIFICATIONS STAT. (21.1)"

Official Use Only

Dates of employment (month/year) From 1964 To 1965		Exact title or position Volunteer Publicist		Is Federal Service, Civilian or military grade	
Salary or earnings Starting \$ per Final \$ per		Avg. hrs per week		Place of employment City Juneau, State Alaska	
				Number and kind of employees supervised Committees, Secretaries, Clerks	
Name of immediate supervisor Roy Brown/John Borbridge			Name of employer (firm, organization, etc.) and address (including ZIP Code, if known)		
Area Code and phone No. if known			(continued)		
Reason for leaving					
Description of duties and accomplishments in your work <p>And wouldn't it also add color to the Juneau Airport and for tourists to see the pageantry? Yes, of course, they said, and they agreed to this.</p> <p>That done, all that was left to do was to arrange with the Alaska Empire for news coverage. This done, I arranged that the Native villages and the Tlingit-Haida people in cities be notified. The villages responded, those I can remember: Juneau, Angoon, Haines, Hoonah, etc. Arranged that all had costumes, car pools to Juneau Airport, that cameras would be in the right position, etc.etc. Also, that we had two (2) dozen red roses for the wives of Roy Brown and John Borbridge. This we presented at the airport. (More committee meetings and donations)!</p> <p>** Among projects I directed, I managed and organized a public statement while 3,000 miles remote from the delegation who was to take action.</p> <p>These activities required me to use reason and logic and required me to be persuasive and diplomatic.</p> <p>This work was interesting and challenging -- I like to be involved.</p>					
For agency use (fill in, etc.)					

March 31, 1995

Representative Kim Elton
State Capitol
Juneau, Alaska 99801-1182

Dear Representative Elton:

My name is Hazel Hunter Igtonloc. I have lived in Alaska all my life. I grew up at Angoon, Alaska. As a child, I saw my grandparents participate in raising money to help those who were traveling village to village with information regarding the Land Claims.

The native people were always hard pressed financially. In summers they worked in canneries to make money for the winter months. All this never changed into the 1960's when we were also hard pressed financially to help Tinnet & Haida Group-at-Large send two representatives to Washington, D.C., (Roy Brown & John Borbridge). We raised enough money for one fare only. I asked my husband if we could use the credit at Pan American World Airways

for the round trip fares to Washington
and he said Yes we could use it.
That is how we got the fares for
Washington, D. C.

Thingit & Haida Group-at-Large pro-
vided the men to go to Washington
D. C., and ~~and~~ under the leadership
of one of these men - Sealaska was
born. I worked at Thingit & Haida
Group-at-Large's temporary office (near
Engberg's living room) as an unpaid
publicist. (See attached).

Our Board of Directors have forgotten
the hardships of their people and are
more interested in using the Corporation
as a vehicle to get themselves more money
for income and retirement. They have
been treating us unfairly during Sealaska
meetings by ruling us out of order if we beg
for more information about our Corporation
or beg to differ with them.

They say their salaries are commurate with other corporations. Since when have representatives of poor people spoken like this. When the statistics were given in 1989 28.7% of Alaska natives were in poverty as compared to 8.5% whites and 12.1% people overall in Alaska in poverty. (Source: Juneau Empire, March 22, 1995).

It is not the vision of our forefathers that those who work for Sealaska have more than the people they represent.

The corporations have no right to curtail our freedom of speech because it is against the law nor try to frame "Mischief By Law" to curtail other rights we have as American citizens.

I am an elder person aged 73. I have a right to speak. I am against HB 251.

Very truly yours,

Hazel Hunter Stanton

CC - Kate Knit

Rep. Masek
OfficeRe:
HB 251

Alaska Civil Liberties Union
Box 201844
Anchorage, AK 99520

April 7, 1995

Litigation Committee:

My name is Joan Mantel. I received your telephone number from Representative Beverly Masek's office yesterday. There was the feeling that you may be able to help with a very serious issue that has come before us. I attended two hearings on House Bill 251, *An Act relating to Native corporations*, on March 27 and 29. This appeared to be a very pro-corporate management bill, and the contents were surprising, as some extreme legislation was put out there so suddenly, without the knowledge of Alaskan Natives, although it was to affect all 75,000 Alaskan Native tribal members in the state of Alaska. I am one-quarter Athabascan-Tsimshian, and a shareholder of Sealaska Corporation.

After hearing the two days of testimony, the tide of which went against the legislation (all but one Bering Straits board director opposed the bill), and the sponsor statements of Representative Moses, William Williams; and Fileen MacLean, I became very concerned at the discriminatory nature of the legislation. There was Sealaska Corporation, the Southeastern Alaskan Native regional corporation (15,770 Native shareholders), and Cook Inlet Region, Inc. (CIRI, approx. 6,000, significantly smaller) who claimed responsibility for drafting the legislation. In all this introduction, and sponsor statements, I noticed there was not one entity present to speak on behalf of the Alaskan Natives in the state. Representative Masek's office felt that you may be able to help. It seems as though a larger, rich entity is swooping in to take away the rights of a minority group, or create a law that has an adverse affect on them. It is for this reason I would like to send you a copy of the legislation, and a short analysis, to see if you can help us with this very urgent matter. Mark up is taking place Monday April 11th on the Labor & Commerce Committee.

These two pro-management corporations never allowed one Alaskan Native full disclosure of exactly how this legislation would affect each one of them, or for them to be part of the drafting or any educational process. The legislative intent, according to the two corporations, was to get control of "dissident" Native shareholders. But, this legislation affects the rights of all Alaskan Natives, each section of it significantly.

Congress enjoys nearly unfettered discretion in fashioning aboriginal claims settlements (See Cohen's *Handbook of Federal Indian law*, 3-7, 12-13, 22, 1982 ed), as long as the settlements reflect "Congress's unique obligation toward Indians" and do not violate their constitutional rights. What we have before us with HB 251, is a bill introduced into the Alaska Legislature on March 15, 1995, which affects Alaskan Natives and that I can see, there is no one defending fully the rights of the Alaskan Natives.

The bill itself seems to be taking state corporate laws, and trying to subject the Natives to the whims of the board of directors, as though the board "owns" the corporation, as opposed to those with the shares owning it. It also wants the Natives to not be able to remove them "without" cause as Alaska Statute presently determines any corporation owners in the state, Native or non-Native can. There is not a corporation in this state that would not grab to the opportunity to pass legislation that gives them total controlling power of the corporation like this does, if they knew they could. Yet, the corporations responsible for introducing the bill are stating that the petitions are causing them to loose out on business investors (Sealaska Corp. has had 3 recalls in 25 years, I don't have any statistics on CIRI); and that the petitions to them are frivolous in nature. I know that a lot of the Natives that testified, testified to the affect of "loss of Indian lands to a corporation . . . loss of culture . . . Native people disappearing because of no land to exist in common bond as Natives are uniquely bonded to this land," etc. These just don't sound like frivolous tribal issues. I also know that there are many businesses waiting at the door to take our settlement money as 'free' in the form of very high wages for services, that the Native corporations have become so accustomed to giving away, although we want it stopped.

I talked with some people that testified at the hearing. They had a petition going on right now, that had begun September 22, 1994, so has been in effort for over six months. They have so far acquired approximately 6,000 signatures (they need 1,577, which is 10% of Sealaska Corporations 15,770 Native

shareholders, and only \$3,511.00 to work with. There is interest, but the Natives are rated those with the lowest income in the state, they cannot get enough money collectively. The present law reads that there is no limit on how long you take your petition to get done once you register it with Bankings & Securities (Dept. of Commerce). It takes a minimum of \$7,000.00 to petition the Native corporation on any Indian issue as the law stands now, including all mailing of items, and proxy materials. These two corporations want to increase the state law of 10% to petition for a hearing of their Indian issues by the corporation (special meeting), to 25%. A small corporation like CIRI may be able to handle the 25% requirement, but not the size of Sealaska. Their legislation states that they also want to give the Natives only 90 days to complete a petition, and then it is considered invalid if it isn't finished. I believe this is creating an adverse law on a minority group of Indian people. This legislation comes at a time when the Natives are thirsting for change, in their closely-held elections, and in the Indian land issues. I feel the Indians are going to suffer for years if this legislation is passed, and they have just now come out of darkness and non-participation in matters that affect them. It is really going to hurt these Alaskan Native tribes if this legislation passes in any form.

There are severe penalties issued against Alaskan Natives in this bill, such as one to five year prison sentences, \$2,500 to \$25,000 fines. This is likened to if one of the Natives wrote a letter to the Juncau Empire, and it had an error, they could be issued a \$25,000.00 fine, when non-Natives are not subject to such severity. The inability to remove a board director without cause, as state law now states they can, is also a far reaching step away from ordinary corporate law. Why would just the Natives be subject to such a thing? What organization in corporate America would not be interested in obtaining such a privileged law for themselves if they knew they could through such legislation? The Alaskan Natives are feeling very discriminated against at this time, and really have no one to defend them. Would you be willing to give me an analysis of this bill, and to tell me if you would be willing to assist the Natives battling this in Juneau? Things are happening so fast, and the corporations found three pro-management Native people to sponsor the bill. These three also are on the rules committee, where the bill would go next if someone were actually to miss some of these strange things this bill is asking for. One of the pro-management sponsors is the chair of the rules committee. This may be a very severe thing to impose on all Alaskan Natives, I believe it is time for careful alliance, where we can find someone has not been persuaded, in some obscure way, to not listen to the Indians that are directly affected by this. We have sought the assistance of other Native House representatives, and anyone that we can. Representative Beverly Masek's office has been most helpful to us in directing us to you. Can you help the Alaskan Natives? They don't have any money, and could use some technical expertise. I feel the Alaskan Natives are going to need leniency on the part of the legislatures regarding this matter, because they are there to defend themselves alone.

We are treating this like a very serious emergency down here. Time is literally of the essence for Alaskan Natives. I am hoping that you can respond to me at the very soonest possible time. There is another Labor & Commerce committee meeting scheduled for Monday, April 11th. I am trying to take care that nothing more happens that is detrimental to the Alaskan Natives, by contacting you. My options are few, as this was introduced so suddenly. But, I want to help. I am also concerned about the many Alaskan Natives that are members of these corporations, and are living in other countries or states. Would amending such Alaska state laws affect these non-residents differently? Or would that fall under intercommerce law, which takes federal approval? Because the legislation tampers with the only vehicle Alaskan Natives have to accomplish their goals within their Congressionally ordered compensation to their Alaskan Land Claims Settlement, I am really concerned that they don't shut the voice of the more feeble, older Alaskan Natives, who are still waiting for their Indian land from the Land Claims Settlement. This seems to me to fall under creating an "adverse" law on a minority group.

Here is an October 7, 1994, statement that I have by Senator Murkowski, "In passing, ANCSA, Congress created a settlement mechanism that called for the establishment of Native corporations . . . intend[ing] these corporations to be the vehicles through which Alaska Natives could use their settlement resources . . . Furthermore, Native corporations have served an important role as stewards of the ANCSA lands. These lands are an essential element of the traditional Native culture and way of life."

I am a Sealaska Corporation shareholder, I have never got to use that "essential element of traditional

Native culture and way of life." There is nothing I want more in the world, than to go back to that handed to the land way of life that my grandmother and family taught me. But, in my heart, I feel like my grandmother did. "Very sad, like our Indian way of life and land is gone for good." Although I am not a part of any recall group, I do enjoy trying to accomplish good things in the realm of Indian issues, having been raised very close to my full-blooded Indian grandmother. This legislation affects all Alaskan Natives although they are not "dissident" or recallers. I would hate to take the hope these old Indians have for their land for traditional Native culture and way of life, and diminish it for good. There are those that are still holding out, holding on, trying, and fighting for what is theirs. They all believe that they are going to die and not see their Indian culture survive, and their Indian land, and I watched my grandmother die without it. She believed she would get it, yet Sealaska Corporation does not want to give it to the Indians. So what really are these two corporations doing with this legislation?

No Native group has EVER been able to petition effectively for change in their corporation, and board removal laws to protect Native shareholder owners, have never worked for them. No board has ever been recalled. The present system is impossible for Native owners. So, they never get to accomplish their Indian issues, when a corporation has strayed from them. The law states that removal can only be accomplished when they have the vote of 1/2 of Sealaska's 15,770 shareholders, plus one. Only about 9,000 vote each year (per my Sealaska Corporation newsletters to me). There are usually a ton of Sealaska share owners that openly admit to not even reading Sealaska's mail anymore, because of the unfair elections and closed ears, the superficial conduct of the board towards them (I know of only one Sealaska board member that has been kind to us). I believe the laws should be softened up, and not hardened, so that they need 50% plus one of the number that voted at the last meeting. The present law is difficult enough as it is. CIRI's chief executive officer, Roy Hundorf, suggested that no recall has ever succeeded, that they are just wasting money - and that is why their legislation should be passed. I suggest that the present process is already not working for Indians, and should be leveled out for the Alaskan Native tribes, with no self-monitoring allowed for Sealaska Corporation, but the state to be the regulator, as it is now.

I believe the media should become involved in the shabby treatment the Native tribes have often received at the hands of these corporations that were suppose to serve as stewards for their Land Claims Settlement. There is enough mistreatment at the hands of these corporations, that a lot of video tape at some of the meetings has been recorded. If you know of any major television networks that may be able to help them, or telephone numbers, fax numbers, and addresses to places like 60 Minutes, CNN, etc., the Alaska Natives sure would appreciate the help.

I hope you will be able to assist us in this very important time of need for Alaskan Native tribes. Please get a hold of me at the soonest possible time.

Sincerely,

Joan Mantel

Joan Mantel

Box 34711

Juneau, AK 99803-4711

463-7351-w 586-3506-h c/o 586 8970 fax

01 18004781432 x 3151

DATE: 4/7/95

TO: Rep Pete Kott
All Committee Members

RE: HB 251

Following is a newsletter to CIRI Shareholders, Our Platform for Recall; & a flyer about Roy Hulndorfs (so famous) Compensation package

"The Committee" has our permission to review all documentation filed with Banking & Securities re: Petition for NOLST & Broadcasting & what we've accomplished to date on our RECALL efforts.

Thank you for protecting our rights as shareholders & voters & minorities & fellow owners of our land. Please keep in mind Article 12, Section 12 of the State of Alaska Constitution while you decide on..... Killing this Bill!

Please!

Thank You... Delice Alexander-Calcote
Ad Hoc Chair
Shareholders for CIRI'S Future
4/7/95



SHAREHOLDERS FOR CIRI'S FUTURE
205 E. DIAMOND BLVD., #326
ANCHORAGE, AK 99515
(1 907) 349 1546 Phone/Fax



DATE: 1-14-95

TO : CIRI SHAREHOLDERS

FROM: SFCF Ad Hoc Executive Committee
Delice Alexander-Calcote, Chairperson

Delice Alexander-Calcote

RE : Response to Roy Huhndorf, President of CIRI letter of 1/3/95

We received the letter from Roy Huhndorf, President of CIRI, dated 1/3/95. We, the Executive Ad Hoc Executive Committee for Shareholders for CIRI's Future, would like to reply to several issues that have been raised.

FIRST: Yes, we wish to recall and reseat the entire Board of Cook Inlet Region, Inc. This will, in effect, annul the current contract that they operate under. During these months we have gathered many letters, through meeting and conversations about what the people want. **THE PEOPLE WANT TO ELECT THEIR OWN CHOICE FOR OUR BOARD OF DIRECTOR SEATS.** This is very democratic. The people are going to decide who they want. The people must nominate whom they would like to see on their Board. We want to make sure this happens. **THE NOMINATIONS ARE OPEN.** Anyone wishing to be nominated, please read and agree to **THE PEOPLES' PLATFORM.**

SECOND: Our best interests is the ONLY reason that so many shareholders have banded together on these subjects. We receive letters and phone calls every day. Some situations are very sad. When Roy stated at last year's annual meeting that **SEVENTY PERCENT (70%)** of CIRI Shareholders are at poverty and low income levels, we were shocked and dismayed. Delice worked for AFN during Land Claims legislation and passage. What amazes us is that Roy has been the president of our corporation for all these years and we have more people jobless, landless, homeless and maybe some feel hopeless. We wish to offer them hope.

In our numbers we are powerful! **WE OWN** this corporation. **WE CAN** effect changes. **WE WANT TO HELP** each other make these changes. **WE HOPE** that you all read **THE PLATFORM**, then look to whom **YOU** would like to see on **OUR BOARD**. We have received many phone calls so we know the talent, the knowledge, the business minded, the ethics that are needed **DO EXIST** among our shareholders. ANCSA says we were to have our standard of living raised. Many have asked our corporation for help in some way or another. The help seemed legitimate and purposeful. However, our shareholders were denied by their own company. A few became very wealthy. We feel that many actions have been done behind our backs and without our knowledge. We do not say this lightly. **WE NEED CHANGE.** We have been directed by AFN that the only way to become healthy is to be involved, do the change --- no one can do it for you. We believe this way.

Roy Huhndorf, President, stated that we did not tell you the truth concerning the

Special Meeting. Just exactly how many shareholders responded to CIRI Advisory Ballot questions? "A majority of shareholders who responded" does not indicate the whole truth. According to the 12/5/94 letter of Fred Honess of Preston Gates and Ellis, Attorneys stated that "CIRI had proxyholders votes at 182,616,346" (See attached), the board's resolutions were supported by only 173,673,921 and 139,793,717 shares. Dividing these numbers by an average of 100 shares means that only approximately 1,737 and 1,398 shareholders supported these resolutions, and almost 5,000 of you did not.

As to CIRI's Financial Performance, an OUTSIDE AUDIT must be conducted in order to find out the validity/truth of Roy Huhndorf, President of CIRI statement. We are in receipt of a Memo from another ANCSA corporation which states that CIRI's accounting methods lists non-cash activities as income. This would be the same as you listing your car that you own as wages. This same corporation further states that "This has got to be the most creative accounting entry that I have run across in my years dealing with ANCSA." Should anyone care to read the entire memo, please contact Banking and Securities for the paperwork we filed on 11/9/94 which included this memo.

Regarding removal for cause. It is our attorney's opinion after reviewing the State Statutes that the statutes control. Thus, the board can be removed without cause, and the provisions to the contrary in the by-laws are superceded and inoperable.

As for Ms. Jane Istanloc-Goldbach, she is a friend. Delice and Jane were co-workers at one time and Delice (for one) was in support of the Goldbelt Recall Campaign that Jane was involved with last year. When CIRI's annual meeting was over last year, Delice called Jane and told her that a couple of us CIRI Shareholders wanted to know what we could do to stop the proposed buy-back that Roy had spoken of at the meeting. We met and she showed us how we had to organize, how to work with the State agency and within established guidelines. Jane is concerned about ALL shareholders of EACH CORPORATION. The 7(1) distribution formula of ANCSA enjoins us all. The NGL money issue concerns all of us. We are very honored to be able to work along with other Alaska Natives on matters that concern all of us. For your information, it is Jane's intent to file a complaint with Banking and Securities inasmuch as Roy Huhndorf, President of CIRI stated that she wanted to liquidate Goldbelt is false and misleading and damaging. It is her intent to run for the Board of Directors of Goldbelt. Furthermore, it is Jane's intent to demand and get a retraction to be sent to the CIRI shareholders as well as at least Goldbelt shareholders.

As for Jerry Ward, he along with MANY other CIRI Shareholders have spoken with us, have shown their support and offered guidance and their knowledge. We are very appreciate of all the support. ONLY by BEING SUPPORTIVE and CONCURRING TOGETHER can WE ACCOMPLISH great things.

Financial Disclosure! WELL its the Shareholders and their families that have donated the stamps, paper, envelopes, note paper, pens, copying, financial donations, roofing places and homes, coffee, food and their time. We have also seen the wives/significant others in support and offering support. We do not turn them down. Many people, native and non-native, have offered to support and contributed. This is time consuming but with all the volunteer help we have

really kept our expenses down. We are very thankful for all the contributions and ask that you keep sending them in so we may continue to communicate with each other.

Roy Huhndorf wants to know who will replace the current 15 board members. **THE PEOPLE WILL CHOOSE. NOMINATIONS ARE OPEN.** Any CIRI Shareholder 18 years and older by CIRI By-laws may submit their resume, picture for the proxy materials, fill out the Recall Board Candidate Application with the \$400 publication fee and agree to **THE PEOPLE'S PLATFORM.** These monies will be used for mailing and copying costs for mailout/s (2), telephone calls, faxes, attorney fees and meeting copies. The packets will be available upon written request.

Roy Huhndorf wants to know what would be the plan for the company. **WHAT DO YOU WANT? DO YOU WANT THE PEOPLE'S PLATFORM?** The People's Platform represents **EVERY** Shareholder!!!

Speaking of misleading reports, shareholders have asked for the cost of the Special Meeting. Roy advised shareholders at the Seattle Information meeting that it would be reported in the next CIRI newsletter. To date, there has been no report. Moreover, we know of at least two (2) CIRI Board members who had no advance knowledge of Roy's 1/3/95 letter. We presume the other Board members were also not notified -- prior to its release.

PLEASE NOTE: Even if you have already signed a petition--**MAKE YOUR VOTE COUNT--** Sign another petition of ours. You can't vote too many times for the People's Choice.

OUR POSITION IS:
GIVE THE CORPORATION BACK TO THE SHAREHOLDERS.
VOTE FOR THE PEOPLE'S CHOICE!!!
YOUR VOTE COUNTS!!!

1/17/95

THE PEOPLE'S PLATFORM FOR SHAREHOLDERS FOR GIRI'S FUTURE
is as follows:

1. WE ARE ENDORSING CHANGE WITHIN OUR CORPORATION
2. WHEN THE NOI MONIES BECOME AVAILABLE, WE WANT A BOARD THAT SUPPORTS 100% DISTRIBUTION TO THE SHAREHOLDERS. THE SHAREHOLDERS HAVE THE RIGHT TO DECIDE ON HOW THEIR MONEY WILL BE HANDLED.
3. WE WANT A BOARD THAT SUPPORTS A DISTRIBUTION TO THE SHAREHOLDERS OF 50% OF THE NET SALES PROCEEDS OF BROADCAST PROPERTIES
4. WE WANT A BOARD OF DIRECTOR TEAM THAT IS IN FAVOR OF ELECTION REFORM THAT:
 - (A) WILL MAKE OUR ELECTIONS FAIR FOR ALL SHAREHOLDERS AND LET THE HIGHEST VOTED CANDIDATE WIN
 - (B) WILL HAVE ALL CANDIDATES ON THE CORPORATE PROXY CARD
 - (C) WILL DO AWAY WITH BOARD SLATES
 - (D) WILL HAVE ALL DISCRETIONARY MONIES DIVIDED EQUALLY AMONG CANDIDATES FOR SHAREHOLDERS AND CORPORATE FUTURE
 - (E) WILL HAVE AN INDEPENDENT THIRD PARTY COORDINATE ALL ELECTIONS RATHER THAN THE BOARD OF DIRECTORS
5. WE WANT A BOARD THAT WILL BRING THE ISSUE OF OUR CHILDREN AND NEWBORNS TO THE SHAREHOLDERS
6. WE WANT A BOARD THAT WILL BRING THE ISSUES OF OUR RESPECTED ELDERS TO THE SHAREHOLDERS
7. WE WANT A BOARD THAT WILL BRING THE ISSUE OF UNRESTRICTING OUR STOCK AND/OR A BUY-BACK TO THE SHAREHOLDERS
8. WE WANT A BOARD THAT IS TRUSTWORTHY AND RESPONSIVE TO THE SHAREHOLDERS AND WILL FOLLOW CORPORATE POLICIES
9. WE WANT A BOARD THAT WILL BRING THE ISSUE OF LAND DISTRIBUTION TO THE SHAREHOLDERS

WITH YOUR SUPPORT WE WILL SUCCEED!

THE FUTURE IS TODAY SO MAKE YOUR VOTE COUNTS, BECAUSE IT IS OUR MONEY!

WE WANT THE PEOPLE'S CHOICE

Please note: we, the shareholders, are interested in bringing our corporation to the control of our shareholders by having our platform endorsed by our candidates in writing. The People's Platform is necessary for our shareholders and corporation.

For more information please contact:



SHAREHOLDERS FOR GIRI'S FUTURE
205 E. Diamond Blvd., #326
Anchorage, AK 99515
(1-907) 349-1546 Phone/Fax



1/12/95

ROY M. HUHNDORF
EMPLOYEE OF
COOK INLET REGION, INC.

PAYS HIMSELF OVER
\$548,000 PER YEAR*

Think of that as earning:
\$10,538 PER WEEK !! OF
\$45,313 PER MONTH !!!

This is not what we had in mind when one billion dollars and forty million acres of land were given to the Alaska Native people some twenty years ago.

PLEASE HELP US STOP THIS OUTRAGEOUS ACT!!!

Roy Huhndorf said at the 1994 Annual Shareholder meeting that 70% (seventy percent) of Cook Inlet Region Shareholders are at poverty and low income levels. Many eat at Beans Cafe, live at Brother Frances Shelter and survive on welfare and food stamps.

WE INTEND TO STOP THIS GREED!! BECAUSE IT IS OUR MONEY!!!

We need YOUR HELP! Please send any donation of money or stamps to:



SHAREHOLDERS FOR CIRI'S FUTURE
205 E. Dimond Blvd., #326
Anchorage, AK 99515
Phone and Fax #: (907) 349-1546



Thank you for what you can do.
Together we can make a difference!!!

*Source: CIRI's 1993 Annual Proxy Statement see other side....

OPEN LETTER: TO ALL NATIVE REGIONAL CORPORATE SHAREHOLDERS

Our corporate regional stock is in danger of being bought-out for a minimal price through two pieces of legislation currently before the Washington, D.C. legislators. The two bills are numbered: SB #444 and HR #421. Although these bills initially impact CIRI, we believe that every corporation will be able to use these as a precedent.

HR #421 -- the BUY-BACK BILL has been referred to the House Committee on Resources with an amendment that passed to the original bill on 2/8/95:

"....provide immunity only for....(your corporation).... from damages that resulted from terms made in offers connected with any purchase of settlement common stock...."

A BIG THANK YOU to everyone who has called/sent in their opinions on this Buy-Back proposal. Please continue to send in your objections. We believe that the more objections the congressional legislators receive, the better chance of having our concerns acted upon!!!

IN THE MEANTIME Senators Murkowski and Stevens have introduced ANOTHER VERSION of a CIRI Buy-out bill: SB 444. SB 444 states there shall be no liability to: our Corporation, any member of the board of directors, and any firm or member of a firm of investment bankers or valuation experts who assist in making a determination of a purchase price for our stocks.

REMUNERATION FOR FISCAL YEAR
ENDED 12/31/93

Maximum Capacity in Which Remuneration was Received (Office)	Base Salary ¹	Bonus ²	Profit Sharing Plan ³	Deferred Long Term Compensation ⁴
Roy M. Huhndorf President Chief Executive Officer	\$292,684	\$132,800	\$21,006	\$163,001 = \$654,891
William C. Prosser Vice President Cook Inlet Corporation	205,179	200,000	0	0 = \$405,179
Earl H. Marrs Senior Vice President	153,293	45,220	21,006	101,251 = \$326,270
Frank R. Klett Senior Vice President	140,623	37,534	21,006	101,251 = \$308,218
Margaret L. Brown Senior Vice President	140,652	38,285	21,006	101,251 = \$309,698
SUB TOTAL	\$893,131	\$454,427	\$64,024	\$466,754 =
Chief Officers' base salaries, bonuses, Profit Sharing Plan, and deferred long-term compensation plan where applicable represents 25 percent	\$1,007,763			\$1,898,336
Directors' Attendance and In- Service Fees (excluding CRI employees who receive no such fees)	\$302,600 ÷ 14 =			\$21,971 CASH
Total Aggregate Remuneration for all Directors & Chief Officers (Group represents 25 percent)	\$2,384,599			

¹ Includes use of company owned vehicles. CRI has a fleet car, van and truck which are used for company business during the year. Each officer uses this for personal use of one or more vehicles during the year. Each officer also has a personal car which is used for personal use of vehicle.

² Bonus for 1993 CRI was awarded on the basis of the 1993 Board of Directors' award to the Company's 1993 performance. The bonus is based on the Company's performance for the year. Bonus is not paid to the extent of the Company's performance for the year. Bonus is not paid to the extent of the Company's performance for the year.

³ The profit sharing plan is a profit sharing and matching contribution plan to be allocated to the accounts of the employees. The profit sharing plan is a profit sharing and matching contribution plan to be allocated to the accounts of the employees. The profit sharing plan is a profit sharing and matching contribution plan to be allocated to the accounts of the employees.

⁴ The deferred long-term compensation plan is a profit sharing and matching contribution plan to be allocated to the accounts of the employees. The deferred long-term compensation plan is a profit sharing and matching contribution plan to be allocated to the accounts of the employees. The deferred long-term compensation plan is a profit sharing and matching contribution plan to be allocated to the accounts of the employees.

Each of CRI's directors is a voting shareholder owning 100 shares of CRI stock, except Charles G. Anderson who owns 200 shares, B. Agnes Brown who owns 200 shares, Costa E. Dagg who owns 90 shares, William C. Prosser who owns 90 shares, Clare Swan who owns 105,555 shares, A. Debbie Fullenwider who owns 137,333 shares, and Roy M. Huhndorf who owns 60 shares. In addition certain of the directors are custodians for shareholders.

CRI President Roy M. Huhndorf is a member of the board of directors of National Bank of Alaska (NBA). CRI has a regular banking relationship with NBA; financial transactions in the ordinary course of business between CRI and NBA during 1993 and those presently anticipated significantly exceed \$20,000. Roy M. Huhndorf is a member of the Board of Directors of the Alaska Federation of Natives (AFN). CRI is a Class A member of AFN and pays a proportionate share of membership dues and assessments for AFN's activities. CRI's share of such dues and assessments in in the aggregate annually exceed \$20,000.

The CRI Foundation (TCF), established in 1982, is a non-profit educational organization whose primary function is to award scholarships and other educational grants and to administer other related educational programs. During fiscal year 1993 CRI contributed \$171,000 to TCF and anticipates a similar level of contributions in 1994. The CRI Board of Directors appoints a majority of the directors of TCF. Roy M. Huhndorf and William D. English, who are CRI Directors, are also directors of TCF. CRI Vice President John Manfor is president of TCF; CRI Vice Presidents Craig A. Floerchinger and Margaret L. Brown are directors of TCF.

CRI Director William C. Prosser is a shareholder and President of Niniichik Native Association, Inc. (Niniichik) and Robert N. Woodhead is a shareholder and director of Niniichik. CRI directors John N. Colberg and Patrick M. Marrs and CRI Senior Vice President Earl H. Marrs are shareholders of Seldovia Native Association (Seldovia). CRI Director B. Agnes Brown is a shareholder and Chairman of Tyonek Native Corporation (Tyonek). CRI directors Leo Stephan and A. Debbie Fullenwider are shareholders of Eklutna, Inc. (Eklutna). Tyonek, Eklutna, Seldovia, and Niniichik are Village Corporations organized under the Alaska Native Claims Settlement Act. CRI has entered into agreements with Tyonek, Eklutna, Niniichik, and Seldovia regarding sand and gravel use. CRI has entered into agreements with Niniichik regarding road construction, access, and use in timber harvesting areas.

CRI Director Allan R. Chase, Sr. and CRI Vice President Barbara A. Donatelli are shareholders of Doyon, Ltd., another Regional Corporation to which CRI's payments pursuant to ANCSA Section 7(b) exceed \$20,000 in most years.

In early 1991, Seldovia filed a lawsuit against CRI and the United States seeking damages in an unspecified amount and injunctive relief, arising out of certain land selections to which Seldovia claims entitlement. CRI believes the lawsuit is against the interests of CRI and other village corporations in the region, and CRI has contested it vigorously.

Costa E. Dagg, a CRI Director, owns an immaterial number of shares in Parker Drilling, which has a subsidiary that is the general partner in two drilling rig partnerships in which CRI Drilling Company, a wholly owned subsidiary of CRI, is a limited partner. CRI Senior Vice President Margaret L. Brown and Frank R. Klett own an immaterial number of shares in ARCC. CRI and

⁵ For purposes of this statement immateriality is defined as less than 5% of the shares of a publicly-traded company. Each of the shareholdings described in this paragraph in fact constitutes less than 1% of the shares of the listed companies.

REMUNERATION FOR FISCAL YEAR
ENDED 12/31/99

Position and Capacity in Which Remuneration was Received	Base Salary*	Bonus†	Profit Sharing Plan‡	Deferred Long Term Compensation
Officers				
Paul M. Huneault President & Chief Executive Officer	\$292,000	\$132,800	\$21,006	\$163,001 = \$548,971
Stephen C. Hillard Vice President, Cook Inlet Corporation	205,179	200,000	0	0 = \$405,179
Cliff M. Maris Senior Vice President	163,793	45,220	21,006	101,251 = \$326,270
David R. King Senior Vice President	140,423	17,536	21,006	101,251 = \$308,216
Margaret L. Brown Senior Vice President	140,652	36,784	21,006	101,251 = \$309,693
GRAND TOTAL	\$873,117	\$454,427	\$84,024	\$466,754 =
Officers' interest rates, bonuses, Profit Sharing Plan, and deferred long term compensation in shares applicable represents a portion of	\$1,001,761			
Directors' Attendance and In Service Fees (excluding C. E. employees, who receive no such fees)	$\$302,600 \div 14 = \$21,614$ = Each			
Total Aggregate Remuneration to All Directors & Officers as a Group (upper 25 persons)	\$2,384,099			

* Includes use of company owned vehicle. C. E. may also own and use a vehicle that is used in company business during the year. It is not clear from the financial statements whether the use of such a vehicle in business is for C. E. or for the use of the vehicle.

† Bonus for fiscal year 1999 was awarded to the officers of the C. E. for their performance during the year. The bonus is based on the company's performance during the year. The bonus is based on the company's performance during the year. The bonus is based on the company's performance during the year.

‡ Includes the total vested profit sharing and matching contributions to be charged to the accounts of the respective officers. The profit sharing plan is a defined contribution plan. The profit sharing plan is a defined contribution plan. The profit sharing plan is a defined contribution plan.

§ Includes the total vested profit sharing and matching contributions to be charged to the accounts of the respective officers. The profit sharing plan is a defined contribution plan. The profit sharing plan is a defined contribution plan. The profit sharing plan is a defined contribution plan.

Each of C. E.'s directors is a voting shareholder owning: G. Anderson who owns 200 shares, B. Agnes Brown who owns 90 shares, William C. Prosser who owns 90 shares, A. Debbie Fullenwider who owns 137,213 shares. In addition, certain of the directors are custodian

C. E. President Roy M. Huneault is a member of the Alaska (NBA). C. E. has a regular banking relationship in the ordinary course of business between C. E. and NBA anticipated significantly exceed \$20,000. Roy M. Huneault is a Director of the Alaska Federation of Natives (AFN). C. E. proportionate share of membership dues and assessments such dues and assessments in the aggregate annually

The C. E. Foundation (TCF), established in 1982, is a whose primary function is to award scholarships and administer other related educational programs. During 1999, \$171,000 to TCF and anticipates a similar level of contributions. Directors appoint a majority of the directors of TCF. Roy who are C. E. Directors, are also directors of TCF. C. E. Vice Presidents Craig A. Florschinger and M.

C. E. director William C. Prosser is a shareholder and President (N. Ichik) and Robert N. Woodhead is a shareholder directors John N. Colberg and Patrick M. Maris and C. E. shareholders of Seldovia Native Association (Seldovia) shareholder and Chairman of Tyonek Native Corporation and A. Debbie Fullenwider are shareholders of Eklutna Seldovia, and N. Ichik are Village Corporations organized under the Settlement Act. C. E. has entered into agreements with Seldovia regarding land and gravel use. C. E. has entered into agreements regarding road construction, access, and use in timber-har

C. E. director Allan R. Chase, Sr. and C. E. Vice President David J. Doyon, Ltd., another Regional Corporation to which Section 7(b) exceed \$20,000 in most years.

In early 1991, Seldovia filed a lawsuit against C. E. and the unspecified amount and injunctive relief, arising out of Seldovia claims on the matter. C. E. believes the lawsuit is a village corporations in the region, and C. E. has contested it.

Gosta E. Dags, a C. E. director, owns an immaterial number of shares in a company that is the general partner in two other companies, a wholly owned subsidiary of C. E., is a limited partner in Margaret L. Brown and Frank E. Klett own an immaterial

For purposes of this statement, materiality is defined as less than 1% of the company. Each of the shareholders described in this paragraph owns a share of the listed companies.

STATEMENT by JOSEPH G. WILSON In Opposition to House Bill 251
Sealaska & Goldbelt, Inc., Shareholder

April, 1995

Representative Pete Kott
State House Labor & Commerce Committee

Shareholders in Sealaska, Cook Inlet Region, Inc, and other Alaska Native corporations are captive shareholders because unlike a regular for profit corporation, like Chevron or K-Mart for example, they cannot sell their shares if they become dissatisfied with the direction or performance of the corporation.

When the board of directors or the management ignore the concerns of the shareholders, the only recourse or choice shareholders in an Alaska Native corporation have under State law to bring about change is to recall the entire board of directors.

The Alaska Native Claims Settlement Act (ANCSA) of December 18, 1971 was a Congressional settlement on a grand scale. It was to settle the Alaska Natives aboriginal claims to all the land and resources in Alaska. It authorized 12 regional corporations, some 200 village and urban corporations to be formed throughout the state. Under the enrollment, approximately 70,000 Alaska Natives became the shareholders in these corporations. Each shareholder was issued 100 shares of stock from their respective corporation. The corporations had selection rights to 44 million acres of land and a cash payment to get started.

House Bill 251 relating to Native corporations drastically diminishes the individual shareholder rights for these Alaska Native corporations shareholders to represent themselves in the corporation.

This is a gross misuse of power in our democracy.

It is not fair for the highly paid management, consultants and board of directors to by-pass the shareholders by requesting the legislature to act on HB 251. It will make it virtually impossible for shareholders in these Alaska Native corporations to fairly represent themselves.

I mean no disrespect but it appears to me that the legislators are being duped into doing some dirty work for those making this request. God forbid, but if such a bill passes and those requesting it of you have to answer to their shareholders. They will say they didn't do it - **it was done by the legislature.** I can only say that these shareholders reside throughout the state and are also registered voters that take an active role, and indeed they may be some of your constituents.

This issue should not even be before the legislature. Our legislature should not be enacting laws restricting the rights of only a certain class of citizens in our state.

It also violates some of our basic civil rights by restricting our freedom of speech.

The proper fair and just forum to resolve this issue is to have the individuals desiring this kind of change take it before their respective corporations. Their shareholders will then have opportunity to consider it by voting for it or against it. If it passes it will thereby amend

their respective Articles of Incorporation and by-laws that govern their elections.

The present Alaska Administrative Code Rules for ANCSA Corporation Solicitation of proxies for the corporations annual meetings and special meetings is overseen by the Alaska Division of Banking, Securities and Corporations.

Under these rules shareholders do not have a fair level playing field in the election process. The rules favor those that are in power to perpetuate themselves. When the management slate is challenged by an independent candidate the board of directors react very strongly by doing anything it takes to win the election. They are in a powerful position because they control the financial and political resources of the corporation. Unlimited financial resources are employed to hire more attorneys, more public relation consultants, more proxy workers.

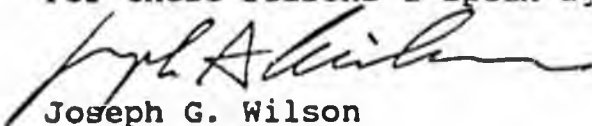
Proxy workers solicit proxies or votes from the shareholders in the election, paid by the hour and by the proxy they deliver to the corporation. They are motivated by financial incentive from the corporation to collect more and more proxies. There have been many complaints that shareholders are threatened and coerced into signing the corporation proxy. This system also entices proxy workers to forge proxies for the pay and other benefits they may receive from the corporation. There have been many complaints of forged proxies and fraudulent elections.

This legislation does nothing to fix these problems but instead weighs heavily in favor of perpetuating those in power by making it virtually impossible for the shareholders to represent their valid concerns.

It is true that there is much dissention in the ANCSA corporations through out our State. The money someone mentioned as the sole root of these problems and the election issues I have referred to are only the tip of the iceberg.

The issues are more complex than what you see or hear of at this time. In great part it has to do with the struggle of trying to fit our Native values to the corporate America values thrust upon us by ANCSA. In many cases the bottom line of a corporation financial statement does not relate to the tribal values and concerns a shareholder may have about the corporation. The shareholders are expressing it the best they can and for the time being it would be better for the Native community to workout these problems themselves.

For these reasons I speak against House Bill 251.



Joseph G. Wilson
P.O. Box 021534
Juneau, AK 99802

kinko's

fax cover sheet

Date: 2-14-95

Pages: 2 (NOT including cover sheet)

To: Pete Kott

From: John Watson

Company: Juncos

Company: _____

Fax: Please Distribute 465-2819

Fax: _____

Phone: _____

Phone: _____

Coworker Initials: _____



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John P. Watson
8220 Spruce St.
Anchorage, AK
99507

State Labor and Commerce

Chairman Pete Kott

907-465-2819

Hello once again. I would like to comment on an article that was in last weeks Anchorage Daily News concerning the teleconference on House Bill 251, held here in Anchorage and other cities throughout the State.

There was a comment by a state official that there are other states that have percentages required to call a special meeting by shareholders in the 20 to 30 percent range. That may be true. But when it is true, the state law affects ALL the corporations in that state equally. Change the required percentage in Alaska to 25% if you must. But remember, make the change affect ALL corporations in the state equally. Make a change that only affects only a Native corporation than that change is discriminatory.

In my last letter to you I commented on the fact that the Native corporations in Alaska fall under no agencies protection. I would like to expand upon this subject a little further.

Cook Inlet Region has mentioned in several past newsletters and special letters to it's shareholders and I believe also to some state officials that disbursement of the NOL monies would greatly harm the corporation. That it would amount to liquidating the corporation. That it would cause great financial harm to the corporation. How can that be? They don't even have the money yet. Let me explain it in a way that most Alaskans would understand.

Let's say that you're a citizen of Alaska and you just can't wait to get your 1995 permanent dividend check. But you have relatives and friends who you owe money to and are asking you to send some money their way. You tell them that you can't because if you do it will cause you great financial harm. If you do, you'll have to declare bankruptcy. That you know how best to spend the money and will reinvest the money. How can that be? You

don't even have the money yet.

For this to be true you must really **NEED** the money. You disparately **NEED** the money. If you part with that money then it becomes apparent to your friends and relatives just how bad of shape you are in financially. Yet you've been telling them how successful you are. That you making tons of money on your investments. That you're the most successful one on the block.

I challenge you, anyone on your staff, anyone on your committee to examine the annual reports of Cook Inlet Region and compare the reports back to back and year to year. They don't add up. They have items omitted. They are not consistent. Something is not right.

This has been brought to the attention of banking and securities and they just say that they can't do anything about it and have suggested that it be brought before the shareholders. Isn't that what this bill is all about? Trying to correct a situation by organizing the shareholders.

If this had been a "White Folk Corporation" like NBA, Arco, IBM or any major incorporated company in the state of Alaska and if there were discrepancies with the books then I guarantee you that there would be auditors and investigators filling the skies in order to get to their place of business. There would be state troopers breaking down the doors in order to seize the business records of that company. There would surely be indictments handed out. But not this time. Current state laws don't apply to Native corporations. Federal laws don't apply to Native corporations. No government agency is responsible for monitoring these corporations. With no oversight then it's relatively easy to commit illegal acts against the shareholders of the corporation and to the corporation itself.

I say that it's time to bring ALL Native corporations under the same law as the rest of the corporations in the state. Do what's right. Do what the citizens of the state of Alaska pay you to do, to make sure there is fairness in our laws and that there is protection for the average citizen.

Sincerely,

John P. Watson

April 3, 1995

Sealaska Corporation Board of Directors
One Sealaska Plaza, Suite 400
Juneau, AK 99801

RECEIVED

APR 4 1995

AKS U.....

Sealaska Corporation:

I am writing my letter intent, that the removal of all board of directors, with cause, be put on this years annual election ballot, with a copy to Larry Carroll. I demand that a reply be provided to me, that this is indeed going to be put on the ballot. My request is fully entitled in state law. If you do not reply to me, within five working days, I will seek Larry Carroll out for assistance immediately for your lack of acknowledgement and statement in writing that you are going to carry out the duty of putting my request on the ballot, which I as a shareholder have a right to do. I am putting the recalling of all board of directors before our Native people for the following reasons:

1. The unannounced introduction of House Bill No. 251, An Act relating to Native corporations. This bill has an adverse affect on our Indian people, and you did not fully inform, nor educate our Indian people with full disclosure of EXACTLY how this legislation would affect each one of them, before introducing it, to affect them. The penalties, indictments, felonies, convictions, imprisonments of 1-5 years, and fines of \$2,500 to \$25,000 are unwarranted, and you didn't have a right in the world to put such things out there to become law, against the very Indian people that employ you, and that you work for. I have never heard of a board making the laws for stock owners, as you have done with this legislation, in my life, but rather, stock owners dictate directions to you.

2. You did not fully investigate the adverse affects this legislation would have on our old and young Indian people, but, rather seem to be making an effort to shut our old and young Indian people out forever. I have been told that the group that has been working for Indian issues this last six months, since September 22, 1994, has acquired only approximately \$3,511.00 to work on their Indian issues with you. They have approximately 6,000 signatures from the six months. It is a lack of money that has held them up, not a lack of support on the issues. To put a 90 day petition limit on these poor Indian people, would make you a permanent dictator at the corporation against our will. To make yourself so privileged as to monitor

6. The Sealaska Heritage Foundation, under Dennis Demmert, does not do enough for heritage programs that keep our culture "alive" and in USE. Yet, you give our money to them through an endowment, and thus far have not activated a "survival" plan, but a documentation plan. Yet another activity that causes our extinction, just like you with holding our Indian land from us.

I expect to hear from you within five working days of this letter. This is a warranted recall, as you have not done your job. You have stole our settlement land, you have stolen our settlement money with your prison wall decisions - and now your trying to lock in this hostile takeover by a piece of legislation that you had no right to introduce. If I have to fight you, and all of the injustices that you have created against our people, with everything that I can during my lifetime on this earth, I will get you and your destruction out of that corporation, and our Indian people holding their spirits proud and high again with their Indian land and Indian culture. Our main point of repression as an Indian people, is coming from YOU!!! It has gone on long enough. Before one more elder passes away without their rightful Indian things - we will get you out!



Pat Sierra
2865 Mendenhall Loop Rd, #A20
Juneau, AK 99801

cc: Larry Carroll, Bankings & Securities
Juneau Empire - Dirk Miller
Pete Kott, Labor & Commerce Committee Chair
Anyone Else That I See Fit

April 3, 1995

Dear ^{Mr. K. S. +} ~~Mr. K. S. +~~ :

I am a full-blooded Yak-Tat-Kwaan Tlingit Indian. There has been a lot of news circulating about House Bill No. 251, which may have an adverse affect on the Native Indian people of Alaska. I would not have elected the Sealaska Corporation board of directors if I had known they were going to introduce such devastating legislation on our Indian people. I support the recall of the Sealaska Corporation board of directors put on our proxy election ballot this year. Unfortunately, the way state law works, I cannot try to just recall one of them, we must recall them all, and I endorse the Sealaska board's recall for the following reasons: 1) The unauthorized introduction of HB 251, An Act relating to Native Corporations. 2) Sealaska Corporation and Cook Inlet Region, Inc., did not fully investigate the adverse affects this legislation would have on our old and young Indian people, but, rather seem to be making an effort to shut our old and young people out forever. 3) Our Indian land was not provided to our Indian people, old and young, you did not care for them. 4) Sealaska has never taken an active role to be compassionate and understand our Indian issues, and the loss and exhaustion from trying to get back to our Indian life. We have remained in bondage to the corporation for 25 years. 5) We cannot take any more years of your lack of action and compassion for our not having Indian land from you, or following through on our Indian issues. Please Alaskan Native Indians of Southeast, support the recall, give the board removal box your check when the proxies are mailed for this years annual meeting held in Wrangell, AK.

Bernice Trego

Bernice Trego
9464 Brady Place
Juneau, Alaska 998

RECEIVED
APR -4 1995

kiss u.....

HB 251 - Appears To Have An Adverse Affect on Native People

The larger corporations can change the amount to 15% if they want, it doesn't seem right, but to acquire 15% of signatures does seem possible. I know the smaller corps can gather 10% of all shareholder's signatures easy, so this rule may be alright on shareholders in the smaller corporations, but this is not true for the big corporations where there is 15,770 members like at Sealaska Corporation - it would be a hard job for shareholders there. The proposals that it affect those with over 500 members and should require 25% of these, is not stated any place in the bill, as Cook Inlet Region, Inc.'s attorney stated.

I think that it is negotiable the timing of the petitions, that instead of waiting two years to start a new petition on a same issue, that it be not TURNED IN two months in front of, or behind of, an annual meeting. A two-year waiting period was proposed, due to Sealaska claims the problem is that it costs too much money when done around an annual meeting, or why isn't the legislation clarifying this issue? But, a petition can be BEGUN any time of the year, regardless of when an annual meeting is scheduled. There has NOT been a petition every year to recall the board (for Sealaska, only 3 recalls in 25 years), therefore, I don't know why they are complaining about something like this. The two year provision would make Sealaska able to turn down a petition, or heavily regulate it to the point the Indians couldn't accomplish it in the proposed bureaucratic procedure & outrageously short proposed timelines, and therefore, if they threw the issue out and threw it out, an Indian would have to wait until they were old and dying, and still may never have their issue heard due to Sealaska's proposed austere measures. Sealaska Corporation should not be allowed to make the share owners answer to them in a petition process. The share owners are suppose to be dictating to them.

I know that Bankings & Securities flips a petition the corporation's way the minute the petition begins. Sealaska Corp. refuses to admit to this, probably believing that to do so supports their bill somehow, so that they can push a new process of shareholders being required to answer to Sealaska for every step of the petition - and giving them jurisdiction over deciding whether removal of a board member is done with or without cause. This is a type of self-monitoring, **they will never help you take their jobs.** If they want the petition filed with them, fine. Any other requirements, that the corporation be allowed to review, respond, or approve of the petition is NON NEGOTIABLE. The petitions are now turned into the corporation upon having the required amount, the only gap Sealaska Corporation is trying to fill in with this bill, is that they have TOTAL and final control in the corporation, and be allowed to legally ignore the voice of their Native shareholder members. It isn't their right, and it is like letting Hitler run the Jews, upon his asking. Absolutely do not force such things upon the Indian people.

Since the present petition has had enough signatures for many months (to call for a special meeting) but not enough money, and because it has been 6 mos. from the date it was begun (Sept. 22) - I believe the 90 day requirement is going to quite the low-income Alaskan Natives entirely, which is against the law, to put them out of control of their settlement. Remember, the settlement itself is a Congressional ordered compensation to the Indian people for loss of their lands. If a petition can be TURNED IN without interfering with the annual meeting, to assist the Corporation money-wise, then there is no reason to put a cap on the time you have to complete your petition. In any case, it should not be up to Sealaska to make this decision. If they are going to foot the bill for getting the recall materials sent to the 15,770 Sealaska Corporation shareholders, then 90 days may work for the Indians, who generally are extremely poor.

→

We are not in favor of setting more bureaucratic procedures on petitioning or recall laws, which are going to diminish the rights of shareholders in THEIR for-profit corporation. If procedure can be demonstrated to be MUTUALLY beneficial to corporate management and shareholders, there are possibilities, otherwise, we are opposed to this bill.

Remember, of all the people that use the Glory Hole, 73% are Alaskan Native and about 75% of all those that use St. Vincent De Pauls are Alaskan Native. You cannot put a law on a people that will have an adverse affect on them. If they cannot get a petition turned in, in 6 months, then you are creating an adverse law by putting a 90 day cap on the petition, and deadening the Indian voice for good. All over an issue of money, is presently why the Native people cannot get their present (going 6 months now) petition in. Bankings & securities is there to enforce that state laws are abided by, to take an uninformed position on the Natives, of making a limit of 90 days on Native petitioners, but not all corporations in the State, was not their right.

About changing the law to read that a director can no longer be removed "without cause" in a Native corporation, this is ludicrous to impose *just* on Native people. Who will determine whether it is being done "with" our "without" cause? In the language of the bill as it stands now, Sealaska Corporation makes it their position to determine this. This is another Hitler syndrome if you ask me. Why can anyone think that this is fair to the Indians?

Let's change the provision in state law that says 50% + 1 of all shareholders are required to recall a board, to 50% + 1 of all votes cast at the last annual meeting. The 50% + 1 is not fair, because not all shareowners open their mail, or vote. Only upwards of 9,000 voted at last years (October 1994, Klawock, Alaska) election, which is now under investigation by Ketchikan State Troopers, who seized the altered proxies from Sealaska Corporation at the Klawock meeting.

Joan Mantei

Joan Mantei
Box 34711
Juneau, AK 99803 4711
(907) 463-7351 days 586-3506 home.

1/3/95

HB No. 251

An Act Relating To Native Corporations

Wednesday March 15th, this bill, 251, was introduced. Already today, seven days later, we are having a hearing. The Native Indian people - which are approximately 75,000 in number in Alaska, know nothing about this. They have a right to be involved with this process - but no one invited them - no one told them what this was or how it was going to affect them. I know that Maxine Richert, of Sealaska Corporation, and Leslie Longenbaugh, legal counsel from an agency on the second floor of our Sealaska Corporation took an aggressive role in explaining what of the technical language they felt like, in the original introduction of this issue into the legislature last year, when it was nine pages long and called HB 501. The House Judiciary Committee office stated at that time, Sam Kito and Robert Loescher had worked for its introduction. Since that time, it has been known as "Sealaska Corporation's bill."

I refer the committee to Section (a) on page four of bill 251 regarding 'misleading' statements, and the same page, which addresses stock owners having to take on a burden of proof, having our corporation make us "PROVE" that we didn't know a regulation existed on 'misleading statements. I read a Native shareholder paper on the early version of this bill, from February 1994. There was an error within it. I thought to myself, it was just an oversight, a mistake. Then, after going to talk with Klukwan, Inc.'s attorney, and bankings & securities, I came to see what of the paper I read was mistaken, and what was not. "A mistake was all I thought." I let it go, it was no big deal. I knew the authors feeling of urgency regarding the issues, the urgency was in the writing, it caused me to look into it, where Sealaska gave us no opportunity to understand this bill. It never occurred to me that a \$2,500.00 to \$25,000.00 fine, and a minimum of 1 year in prison, or five years maximum; along with penalties, indictments ; convictions, felonies, and imprisonments were the appropriate thing to do to such a person. Anyone can make mistakes as they learn a process, but this bill feels Indians belong in jail for it. This is a crime bill, it is not a Native bill. I ask you, when once did Sealaska Corporation try to educate even one Indian fully, or even in part on this legislation. I know the answer, because I am a Sealaska holder. Not even once, and now we are going to be going to jail for that (and fined). This legislation affects every Native, there is a moral responsibility to allow each and every one of them insight into how this legislation will truly affect them. It is their right as stock owners.

I am tired of the psychology from Sealaska, "Let's burn the Indian" - so that when they feel that something the share owners want imposes upon them, they can throw some scary circumstances such as "imprisonment, 25,000.00 fines, indictments, felonies," etc., as HB 251 quotes, the shareholders' way. We are tired of fearing the board. When we wonder where the land went for Indian use, and sumise, are they afraid of us when we ask? Do we get a satisfactory action on their part? No. We have never been afforded that respect or even the respect of a good, and sound, verbal response built on Indian principal. But, we are treated with scare tactics, and bills such as HB 251 emerge. Many Indians only got Sealaska as a corporation, they have no land, or an economic base to continue the Indian way of life. Our people are disappearing, they have no where to share in a common bond, and year after year, we cannot get Sealaska Corporation to listen. Bills such as this further prove, to me, that we cannot get through the corporate Berlin Wall that Sealaska has been steadfastly encroaching to incapacitate us. If this is such a good bill, why isn't it being applied to all corporations in the State. Do you know why? They would blow it right off this planet, where it belongs. Such severe and restrictive measures being placed on a low-income minority group of Indian people does not seem to be requiring an accounting for by anyone. This allows misconduct on the

part of a board to solidify. Inquiries of concern for the corporate business from shareholders would go by unanswered, which we could do nothing about. It seems that this allows a board member to remain a member through any circumstances. This board will now be as though they 'own' this corporation, solely themselves. Why do they have such a privilege before you, to no longer be responsible to the state, the Indians, or to anyone? We are not a passive people, we do care about what affects us.

There is a 90-day regulation being proposed in section 2 (m), page 2 of the bill, for petitions to be turned in. The cost for stock holders to turn in these petitions would be about \$25,000 to \$30,000 under this increase in petition signatures that the legislation calls for. What this legislation is in fact stating is that, you must have almost 3,000 signatures, you must have \$30,000, and you have 90 days from the date you began your petition to accomplish it all. Well, Indian people are poor, you'll never see it. An already repressed voice, an Indian will never be heard again. I am asking you to kill this bill. Our Indian people deserve to be heard.

It has not been our right to challenge the management of Sealaska Corporation, and specialists at the Social & Economic division of the university in Anchorage have stated that if we could sell our stock that would change. If severe rules such as this bill are forced upon the Indians, when the day comes to open up our stock, the board will once again remain unchallengeable, our stock holdings without share owner rights, when other corporations are not allowed to be stock holders within *prison walls*.

Why just Native Americans? You are discriminating . . . if it is such a good bill, bring it to the whole state. Our Indian people do not deserve such destruction, such severe measures. I am asking you to kill this bill.

My grandmother was a very beautiful full-blooded Athabaskan-Tsimshian women of whom I am descent. I am very worried about this bill and that it will further cause older Indian people to not be allowed to challenge why they did not get any Indian land from Sealaska Corporation - please do not let this bill pass into law. I will go to the president if I have to, but please, do not let this bill pass.



Joan Mantei
Box 34711
Juneau, AK 99803-1711
463-7351

Robert W. Rude
14940 Woodland Ave.
Eagle River, AK. 99577

April 1, 1995

Pete Kott
Chairman, Labor & Commerce Committee
House of Representatives
State Capital
Juneau, AK. 99801-1182

Dear Chairman Kott:

I am sending in a few signed petitions in opposition to H.B. 251. This legislation is discriminatory towards Alaska Native shareholders.

Shareholders do not get to vote or participate in issues that affect their rights or property as mandated in Section 2(b) of ANCSA.

Native shareholders are exempt from SEC shareholder protections, they are exempt from the protections offered American Indians under the Indian Civil Rights Act of 1968, and they do not fall under the same corporate laws that other Alaska citizens do. When the SEC exemption was granted, the regional corporations told Congress they would seek shareholder protections under State law. The regional corporations did not introduce the legislation needed to protect their shareholders.

H.B. 251 has not been disclosed to the CIRI shareholders, and it has not explained to them. We ask that you kill this discriminatory legislation.

Robert W. Rude



RECEIVED
APR 4 1995

AKS U.....

PETITION

AGAINST HB251, "AN ACT RELATING TO NATIVE CORPORATIONS".

THIS BILL EFFECTS THE RIGHTS OF OVER 70 THOUSAND ALASKA NATIVE SHAREHOLDERS

NAME	ADDRESS	NATIVE CORPORATION	DATE
<i>[Faint handwritten name]</i>	<i>[Faint handwritten address]</i>	<i>[Faint handwritten corporation]</i>	<i>[Faint handwritten date]</i>
<i>[Faint handwritten name]</i>	<i>[Faint handwritten address]</i>	<i>[Faint handwritten corporation]</i>	<i>[Faint handwritten date]</i>

PETITION

AGAINST HB251, "AN ACT RELATING TO NATIVE CORPORATIONS".

THIS BILL EFFECTS THE RIGHTS OF OVER 70 THOUSAND ALASKA NATIVE SHAREHOLDERS

NAME	ADDRESS	NATIVE CORPORATION	DATE
DALE E. RUDE	18645 2nd ST. Eagle River, AK	CIRI	3-28-95
Ronaldia Rude	2221 Midcoon #918 Anch	BBNA	3-28-95
Custodian for Amariyah Seymour	2221 Midcoon #918	BBNA	3-28-95
Johanna C. Hess	PO Box 770297 Eagle River, AK 99577	CIRI	3-28-95

NAME	ADDRESS	NATIVE CORPORATION	DATE
DALE E. RUDE	1864S and ST. Eagle River, AK	CIRI	3-28-95
Ronald Rude	3001 Mendenhall #918 Anchorage, AK	BBNA	3-28-95
Justicia for American	3001 Mendenhall #918 Anchorage, AK	BBNA	3-28-95
Johnna C. Young Eagle River, AK	Box 770297 Eagle River, AK 99577	CIRI	3-28-95

PETITION
 AGAINST HB251, "AN ACT RELATING TO NATIVE CORPORATIONS".
 THIS BILL EFFECTS THE RIGHTS OF OVER 70 THOUSAND ALASKA NATIVE SHAREHOLDERS

PETITION
 AGAINST HB251, "AN ACT RELATING TO NATIVE CORPORATIONS".
 THIS BILL EFFECTS THE RIGHTS OF OVER 70 THOUSAND ALASKA NATIVE SHAREHOLDERS

NAME	ADDRESS	NATIVE CORPORATION	DATE
John R. Rude	1000 Mendenhall Ave Anchorage, AK 99503	CIRI	3-28-95
John R. Rude	1000 Mendenhall Ave Anchorage, AK 99503	CIRI	3-28-95


KAKE TRIBAL CORPORATION MEMO

To: SEAPA Members
Re: House Bill 251

March 31, 1995

This week, Representative Carl Moses introduced HB 251. Much to my surprise, a hearing was held on the bill shortly after the introduction. The bill would change the percentage necessary to call a special meeting from 10% to 25% of a corporation's voting shares. I personally believe it is a mistake to address the need for reforming the recall provisions of the corporate code in this manner.

At the SEAPA Economic Conference last week, we had an excellent discussion on the issue of reforming the recall provisions. I believe we all favored a simple piece of legislation centered around a clear definition of the reasons for recall. From my notes of our discussion, the following is the consensus I thought we reached on this issue:

- **Leave the percentage at 10%. Raising the percentage will be perceived as an abridgment of shareholder rights, with the likely result that the bill will fail due to the opposition it will draw.**

Raising the percentage from 10% to 25% won't help us at the village level. The proponents that caused special meetings to be called over the last couple of years would have had little problem collecting 25% of the necessary signatures.

- **Add a very clear definition of the "reason to recall" to the corporate code, with appropriate fines or penalties for people who issue "false and misleading" information.**

Currently, the law allows shareholders to recall directors "with or without cause." That language is the cause of much divisiveness because in any recall election, opponents can say anything, and get away with it! A very clear definition of the reasons for recall, will place the burden on the shareholder initiating such action and will bring sufficient discipline to the recall effort to make the 10% standard irrelevant.

- **Add additional language that will set out clear procedures for calling special meetings.**

The corporate code should encourage a dialog between shareholders and management, before the recall effort proceeds. By requiring shareholders to notify management before a recall effort begins will encourage both sides to discuss the issues. Talking solves many problems before they get to the boiling point.

- **Establish a one year cooling off period before another recall effort can be initiated.**

I suggest we discuss this legislation prior to or during the April 7, 1995 meeting concerning the Landless legislation. Perhaps we can agree on a good piece of legislation based on points we discussed last August and during the SEAPA Economic Conference last week.

Best Wishes,

Gordon Jackson
President/CEO Kake Tribal Corporation

P.S. Representative Kott, Chairman of the House Labor and Commerce Committee (465-3777), has scheduled hearings on HB 251 next week on April 5th, 3:00 p.m. (possibly later due to a scheduling conflict) Room 17, Capitol Building, and again on April 7th at 3:00 p.m.

Post-It® brand fax transmittal memo 7171		# of pages
To	Peter Kott	
Co.		
Dept.		
Fax #	465-2819	
From		
Co.		
Phone #		
Fax #		

March 30, 1995

Alaska State Legislature
House Labor Commerce panel
Rep. Peter Kott, Chairman
State Capital Building
Juneau, AK 99801

Dear Mr. Kott:

This letter is in response to the House Bill 281. As a shareholder of Sealaska I have never signed a petition, but after reading this House Bill I have lost confidence in the Native Boards that are pushing such legislation. I see Dictatorship and not Leadership in our Native Corporations if such legislation is passed.

I strongly feel that Sealaska should have put this kind of information in the Sealaska Newsletter to fully inform shareholders on this legislation, and also hold hearings for the shareholders so we can have input. since this is an important issue. I think the Native Boards would get more respect from the shareholders if they were more informative about these kind of issues.

I would like to see this part taken out of the legislation. On page four of the Sponsor Summary, sec. 6 line 13 states upon conviction, is punishable by a fine of not more than \$5000.00, or by imprisonment for not less than one year nor more than five years, or both. My reason for asking that this be removed is when there is any confrontation between the shareholders, Management and the Boards it is shareholders money that is used to pay for any litigation and this legislation is unfair to the shareholders.

I think the Native Corporation boards would have more stability and a lot less disruption from shareholders with recalls and special meetings if they would utilize the Shareholders Relations Committee to present the shareholders concerns to the Native Board. I just don't see this to benefit the shareholders. These Native Corporations were formed to benefit the shareholders and that hasn't happened in the 20 plus years they have been in operation. Only a hand full of shareholder have benefited from the Native Corporations.

Sincerely,

Loretta Pittman
Loretta Pittman

Mr. Kozlowski
Here is
Bill & I
I would like to
see you from
time to time
conversations.
we know me
Arthur DeWitt
263-748

3-29-95

My name is Jan Jensen,
I am a CR1 Shareholder. I object
to HB-251

This bill will take away
our 1st amendment rights
under the U.S. Constitution.

This is our inate right
not to be destroyed -
freedom of speech.

Let's kill this bill.

Jan Lynne Jensen
2708 1/2 W 66th Ave
Anchorage, Ak 99509

PUBLIC OPINION

TO: ALASKA STATE LEGISLATURE

VIA: TELECONFERENCE HEARING ON 3/29/95

FROM: DELICE ALEXANDER-CALCOTE

COOK INLET REGION SHAREHOLDER CURRENTLY SERVING AS THE AD HOC
CHAIRPERSON FOR SHAREHOLDERS FOR CIRI'S FUTURE

*speaking of notification CIRI Bylaws were changed in Dec. 1994, the new
rule 2 newsletters & still no notice of By-law changes has been reported to the SHs.*

GOOD AFTERNOON LADIES AND GENTLEMEN. THANK YOU FOR THIS OPPORTUNITY TO TESTIFY AGAINST HB #251. THIS LEGISLATION IS JUST ANOTHER REASON WHY THE COOK INLET REGION SHAREHOLDERS WANT TO RECALL THE ENTIRE BOARD. WITH OUR RECALL PETITION WE ARE ATTEMPTING TO GAIN CONTROL OF OUR CORPORATION. WE WANT TO PUT AN END TO SPECIAL INTEREST LEGISLATION THAT ATTEMPTS TO ALIENTATE US FROM OUR LAND AND FROM THE FULL BENEFITS THEREOF.

OUR OWN EMPLOYEES (CORPORATIONS' ADMINISTRATION) ARE SEEKING SPECIAL INTEREST LEGISLATION TO MORE FULLY PROTECT THEMSELVES FROM LISTENING TO THE OWNERS. WE WANT REFORMS SO WE CAN VOTE ON ISSUES. WE WANT AN OPP' SLATE OF CANDIDATES THAT WISH TO RUN FOR BOARD POSITIONS. WE WANT TO VOTE FOR THE BOARD SEATS ON OUR NON-PROFITS. WE WANT TO VOTE BY BALLOTS -- THIS IS THE 90'S. PEOPLE HAVE BEEN VOTING BY BALLOTS MORE AND MORE. BOARD SEATS AND ISSUES ARE PRESENTED THRU THE MAIL AND VOTED UPON BY PUBLIC CORPORATIONS.

WE WANT TO VOTE ON ISSUES THAT AFFECT OUR RIGHTS AND STOCK VALUES BEFORE ANY FEDERAL OR STATE LEGISLATION IS SOUGHT. CIRI ADMINISTRATION CURRENTLY HAS 2 PIECES OF FEDERAL LEGISLATION: HR 421 AND SB 444 TO BUY-BACK OUR STOCK WITH OUR MONEY. WE OBJECT TO OUR EMPLOYEES SEEKING LEGISLATION WITHOUT A VOTE OF THE SHAREHOLDERS FIRST. WE WANT A FULL INDEPENDENT AUDIT OF OUR CORPORATION AND ITS ASSETS BEFORE ANY OFFER IS MADE.

MR. HUHNDORF SAID WE ARE NOTED AS ONE OF THE MOST SUCCESSFUL OF THE NATIVE CORPORATIONS. SUCCESSFUL AT WHAT -- MAKING US NUMBER MORE POORER?? THE HUGE LOSSES?? MR. HUHNDORF SITS ON THE NBA BOARD -- HOW MANY SHAREHOLDERS OWN HOMES APPROVED WHILE HE HAS BEEN THERE? MR. HUHNDORF SITS ON THE UNIVERSITY OF ALASKA BOARD OF REGENTS. HOW MANY CIRI SHAREHOLDERS HAVE DEGREES THAT ARE COMPATIBLE TO THE JOB MARKET? WITHIN THE SCOPE OF WHAT WE OWN? HOW MANY ACADEMIC PROGRAMS HAS HE ASSISTED IN CREATING TO ENSURE THAT THERE IS NATIVE "SUCCESSSES"? HOW MANY OUT PROGRAMS HAVE BEEN CREATED AND MAINTAINED? WE LEARN BY WATCHING AND DOING - ITS HOW MANY OF OUR FOLKS TAUGHT US. HOW MANY CIRI SHAREHOLDERS HAVE JOBS ON THE PIPELINE? WITH SERVICE COMPANIES? HOW MANY EVER HAD A JOB WITH THE BROADCAST PROPERTIES WE STARTED BUYING IN 1985 AND STARTED SELLING OFF JUST A FEW YEAR AGO?

WE WANT TO BE EDUCATED AND TRAINED IN THE SCOPE OF WHAT WE OWN. WE WANT A % OF THE JOBS AVAILABLE WITHIN OUR OWN COMPANY AND SUBSIDIARIES AND WITH WHOM WE CONTRACT WITH. WE WANT THE SECURITIES EXCHANGE COMMISSION PROTECTION, THE INVESTMENT CORPORATION ACT OF 1940 AND THE SECURITY ACT OF 1934 TO BE ADOPTED TO PROVIDE SHAREHOLDER PROTECTION AND RIGHTS. *significant*

WE RECOGNIZE THE NEED TO CHANGE. OUR FIRST AMENDMENT RIGHTS OF FREEDOM OF SPEECH; ANTI-DISCRIMINATION LAWS AND MINORITY INTERESTS WILL BE DONE AWAY WITH IF THIS BILL IS TO PASS. I AM TRULY UNHAPPY WITH SEEING THIS DOCUMENT AND I CAN

ONLY SAY THAT THIS IS HERE ANOTHER REASON WHY THE SHAREHOLDERS OF COOK INLET REGION WISH TO ASSERT OUR RIGHTS AND WORK ON RECALLING OUR BOARD. IF THERE ARE BOARD MEMBERS OF COOK INLET REGION WHO WISH TO LISTEN TO THEIR SHAREHOLDERS THEY SHOULD BE ACTIVELY WORKING AGAINST THIS BILL ALSO. HOW CAN A BOARD REPRESENT A PEOPLE IF THEY WON'T LISTEN TO THE PEOPLE?

THERE ARE MANY REASONS WHY WE WANT TO RECALL OUR BOARD. THIS PETITION PROCESS IS TIME CONSUMING, COSTS MONEY AND WE HAVE BEEN ABLE TO CONTINUE FOR THE LAST 10 MONTHS BECAUSE OF ALL THE VOLUNTEER EFFORTS, THE DONATIONS OF STAMPS, ENVELOPES, COPYING, PAPER, MEETING ROOMS, FOOD, ETC. PLEASE HELP BY KILLING THIS BILL.

Alicia Alexander-Calote
205 E. Almond Blvd # 326
Anchorage, AK 99515
(907) 349-1546



TELECOPY COVER SHEET
Anchorage Legislative Information Office
Office - (907) 561-7007 Fax - (907) 562-4376

TO: Rep Kott, Chairman

ATTN: _____ FAX: _____ PHONE: _____

FROM: Anchorage TC PHONE: _____

INSTRUCTIONS: Please include the following written testimony with testimony given on 3/29 @ the HL + C TC on HB 251. Thanks

SENT: Date 3/31 Time _____

DISPOSAL OF ORIGINAL: Discard _____ Hold for Pickup _____

NUMBER OF PAGES: 4 (counting cover sheet)

TRANSMITTED BY: Jean

ATTENTION:PETE KOTT, Masaek, Navarre, Davis and all legislators.

FROM: Bobbie Oskolkoff 907-283-7748

Subject: HB251 Native Corporations

An issue concerning the ninety day limit on obtaining petitions/proxies was brought to my attention by NANA shareholders. This topic has not been adequately addressed by the legislative committee.

The shareholders of NANA and other Northern Corporations have a unique situation because of the language barrier. Many shareholders cannot read nor speak English. Other shareholders cannot speak Eskimo. This particular situation differs from the problems of Sea Alaska and CIRI where English is understood by the majority of the shareholders.

In order to solicit petitions or proxies, NANA people have to visit each village and be able to speak both languages. They must relate to each shareholder the meaning of the petition and inform the shareholders of their rights. This procedure is essential for a candidate running for the Board of Directors and it would be a necessity for a proxy campaign. Mailing to all of the shareholders, traveling to the villages for the petition, and again for the proxy would be extremely expensive and time consuming. The majority of the people are poor and exist on subsistence. They receive approximately \$150.00 per year from their corporation. Raising finances for the campaign would be difficult. The entire process would be impracticable under HB251. Like all Corporations, NANA has difficulties and many of them are unique to a particular situation. NANA shareholders are considering addressing issues such as the environment and shareholder hire. They cannot address these issues within the ninety day time limit.

NANA shareholders and apparently NANA corporation were not informed of this Bill. The impact of this Bill would be devastating to shareholders living in remote areas with language barriers, difficulties raising finances and unique travel situations. NANA shareholders are not considering a recall of their Board of Directors. HB251 will repress shareholders who have serious legitimate complaints such as environmental issues (which cannot and should not wait till 1996 to be addressed). Presumably this predicament is not singular to NANA because other remote Corporations are faced with similar situations. Communications such as telephones, computers, newspapers and fax machines used by CIRI and Sea Alaska shareholders are extremely limited in the Arctic regions. Regard for the circumstances of the indigenous people of Alaska should be pertinent when considering HB251 as a way to protect Corporations. Remember shareholders cannot simply sell their shares and walk away.

KONIAG, INC.

• 4000 H Street, Suite 407, Anchorage, AK 99503

(907) 581-2688 • FAX (907) 582-5258 •

March 30, 1995

Honorable Pete Kott
State House of Representatives
Room 409 State Capitol
Juneau, Alaska 99801 1182

Via Fax

RE: House Bill No. 251

Dear Representative Kott:

House Bill No. 251 was heard before your Committee on Labor and Commerce. Unfortunately, I was unable to testify because of previous commitments.


This Bill will provide the Board of Directors of ANCSA corporations some means to protect the longevity of the corporations. Under the existing provisions the greedy few will destroy our corporations for future generations to come. We will not have a legacy to pass on.

Congress' intent when they passed ANCSA was to establish corporations to provide benefits not only to present stockholders but also to our future generations. The continued attack on Cook Inlet Region, Inc. and Sealaska are by the greedy. Money is the issue, these are the corporations with the big dollars. You don't read of any attack on smaller corporations. It is important you provide us with the means to protect the ANCSA corporations for our future generations to come.

Koniag, Inc supports House Bill 251 and urges your endorsement of these amendments to the State Corporate Code.

Sincerely,

KONIAG, INC.


Frank Pagano
President

cc: Cook Inlet Region, Inc.
Sealaska Corporation
Representative Masek
Representative Austerman
Senator Fred Zharoff

Pete Kott, Labor & Commerce Committee
 Room 432, Capitol Bldg.
 Juneau, Alaska 99901-1182

March 30, 1995

Dear Mr. Kott:

*Pete
 I would like to submit my
 name for participation @ next
 Wednesday's hearing*

I really want to thank you for your patience with our people. I have had a thousand emotions, from very sad, to horrific when I think about the issues before us, and the perceptions that the Indian people have of the situation at hand. I drove home from the hearing last night, and I felt a lot about what the Claims Act made us think when we were teenagers, how we thought we were all going to have Indian land - and it scared me what had become of the Claims Act. We feel it passed out and away from us, that we are required to treat it as a dead person, gone to be forever never more ours, it has left us - to us there is deep loss, it is to us as though it was taken. Why I wonder, have the Indians been afforded such treatment throughout our history? The race really is suffering at all levels, there is great distress in the Indian people. It really does get the Indian people down, they feel like they are worthless, like they are nothing in the scheme of things. I will show you an example of how they treated my family even in the earlier years. Attached is the baptism record of two of my ancestors. All of the history of my tribe came from "Ch of Quia." Whatever we have left of our beautiful and unique history, passes before our very lives due only to him. But, he was written down in history as a "HEATHEN," as you will see on the document. He was the last chief of the once powerful tribes of Zitz Zaow (Tsetsaut) Indian Tribes of Portland Canal where Canada and Alaska divide.

The Zitz Zaow are the most westerly Canadian Athabasean tribe. My son's name is now Chief Quia. My tribe is now near extinct, and I own, with my family, Tombstone Bay, Alaska. This is five acres of the last historical encampment of my tribe. Most of the last remaining elders are buried there, laid to rest until another time. My grandmother's grave was placed there a year ago. I look out at their graves when I am there, and I am very sad. I can't believe that a whole race of Indians are gone. Our people feel like survivors of a holocaust, Indians wiped out likewise looking on mournfully at the dead in their graves, the Indian way of life lost. I will not let my ancestors be forgotten, and what they have done for us. My mother too was raised there. I am the first generation to not have been raised there. We know great things because of Quia and my small handful of relatives that survived in the early part of this century. I am writing a book on my tribe called, "Ventable Children of the Forest," due to this encroachment, this loss of people and loss of Indian land. There are people that truly put their heart before you and when something means that much to us, with such a few listening we don't know what to think. I would like you to consider my name for working on the bill next Wednesday at 3:00. I know you would like names for the meeting, and I would like to be one of them for your consideration. I am an original Sealaska Corporation enrollee from 1971, and I have followed these issues and the issues of HB 501 all the way through. There are very good people that we would like to get on there Wednesday, as opposed to someone that may not be as sensitive to Indian issues. I am concerned that the Indians get good hearted people, that we know and trust to be good to Indians, on there for them.

I know you spoke of Joe Wilson, but I think that it is important for you know, many of us asked him to attend the hearing, including myself, and he wouldn't even show up. I called him the evening before the first hearing, he is here in town because my friend sees him at the pool each morning and evening. Others told me today that they called him too. I was at the hearings all the way through, and I can tell you that he never testified, he never entered the Capitol building, he never came. I believe he has chosen to get on with his life. There were problems at the hearing with the House Judiciary Committee and him last year, in that he did not speak up enough, even though pressing issues were on the floor regarding the first draft of this legislation, done by Sealaska Corporation under the guise of HB 501. Many times the minutes reflected an issue on the floor, and no response offered from Mr. Wilson. We want people that are going to follow the issues, and remain serious to the difficulties imposed to the Indian people. I strongly feel that Dorothy Zura should be there.

I received a small card from Kim Elton today stating that it was his sense somehow that the bill was going to pass out of the committee. We don't know how much it truly costs to have a bill introduced in the material sense. Is it possible that this bill was somehow a done deal in hidden ways and agreements reached amongst some of the committee members before we even arrived? We know that Native settlement money was used for the introduction of this legislation, but we don't have insight into how these things work, and what it truly takes to get someone to introduce a bill.

It really makes us sad when the welfare of so many Native Indian people is before us. There are approximately 75,000 Indians in Alaska, and there are 15 Sealaska Corporation board directors. For an example to you, the decisions of these directors on the corporation, affects in fact, the 75,000 Natives, yet the feeling is that these managements have so much power with our money. I heard Native after Native oppose this legislation, especially it being introduced with Native Settlement dollars and without the Indians' input first being sought out by the two corporations responsible for this. This disturbs me, because the 75,000 Alaskan Native Indians are the very people directly affected by this legislation (this small number of management members' are introducing. We are never asked how the money will go, it just goes and goes and goes. That is why the Native Indian people are upset. They are never included on anything the corporation does. Therefore, their culture and land issues have never been resolved, and we really are feeling we will all die without anything being heard. Our needs have been falling upon deaf ears for quite some time now. The Indian people feel like they are in kind of a bondage due to the corporations.

Can you let us know what kind of decision you make about who will get to participate at the hearing on Wednesday? We are really nervous, and we want to know what to expect, and how to prepare and who to prepare with our concerns, our welfare, and the welfare of all the Alaskan Native Indians. We can't know such things if we do not know who you choose for the participation. For now, I am interested in the participation, and I hope that you will consider me for this. I am very compassionate for Indian people, having been raised very closely with my full-blooded Zitz Zaow Nisga'a Indian grandmother Gesch ash w'gt (C gwot). Remember, a board member is not the only one intelligent on Indian issues, the Indians themselves can tell you a lot, and are very happy to be involved. I can motivate with Dorothy Zura to try and work these HB 251 issues through should you choose me also. Dorothy and I talked tonight, and she was alright if you chose both of us; but beyond a point of desperation for the moral justice and welfare of the Indian people, our Indian people impertune you to pick Dorothy Zura regardless. Whatever you do, please let me know what you decide so we can all collectively decide together what to do before the hearing as a group. That way, we won't feel that the non-Natives and management are running away with these important issues on us, having no point of contact for our representation at the table next Wednesday.

I thank you, really, for all your generous patience that you have shown. I noticed the good control which appeared to be an effort to understand, that you displayed at the hearings, hoping that you would remain sensitive to the poverty and loss of Indian land and culture the Indians have, and are suffering. For now, I will leave you with a poem from a chapter in a 1915 book on my tribe, *In the Wake of the War Canoe*, that reminds me of my grandmother so, and my great great grandmother, and all of our tribe and people:

Light For The Forest Child

An outcast though he be; from the haunts where the sun of his childhood smiled,

and the country of the free.

Pour the hope of heaven, over his desert wild, for what other home on earth has he?

Joan Mantei

Box 34711

Juneau, AK 99803-4711 463-7351 8-4:30 M-F/586-3506-h

Joan Mantei

I thought it would help to tell you I have had to work with Sealaska, Bobbeacher, Jim Kito, etc. over the last year on some land lease legislation. I'm familiar with Sealaska's people & feel they may help build bridges some between the people.

No	Sex	Home Name	Town	Prob. Age	CHRISTIAN NAME	Date of Baptism	By Whom	Remarks
179	Male	Hoaniguan	Holston	87	Joseph D. Doughty	Feb. 1858	W. H. Collier	Confessed same date
174	Male	Hoaniguan	Holston	87	James Hoaniguan	Aug. 1855	W. H. Collier	do do
175	Female	Hoaniguan	do	66	James Hoaniguan	Aug. 1855	W. H. C.	do do
176	Female	Hoaniguan	Holston	60	Henry Doughty	Sept. 27/55	W. H. C.	all over family was that child continued in the Register of Baptist Church, Holston, Tenn.
177	Male	Hoaniguan	do	51	James Doughty	Sept. 27/55	W. H. C.	
178	Male	Hoaniguan	do	40	Blind Dennis	Dec. 27/55	W. H. Collier	
179	Male	Hoaniguan	do	45	Lavi Doughty	Dec. 27/55	W. H. Collier	The Chief of the Hoaniguan family was that child continued in the Register of Baptist Church, Holston, Tenn.
180	Female	Hoaniguan	do	60	Lavi Doughty	Dec. 27/55	W. H. Collier	
181	Female	Jane	do	30	Mary	Aug. 2nd 1855	Alfred E. Eric	do Hoaniguan present.

James mother
(Doughty's)

Ha a a-lao is Jane
Jane is my great great grandmother
They changed her name, or tried
to to Jane when she was 23

3413 Stanford Drive
Anchorage, Alaska 99508

March 31, 1995

Alaska State Representatives

Dear Representative:

For the last 10 years I have attended the Spenard Community Council meetings. The top two items for discussion during legislative teleconferences were the Landlord Tenant Bill that was passed last year and tort reform.

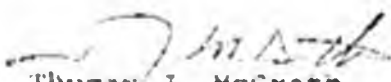
As Bill Gee from Spenard has told you and me so many times that I am sure we couldn't count the times, tort reform will probably bring us many jobs and economic development to Alaska as any other area. I thought that if anyone could ever get all the work accomplished and a bill to the floor that it would have overwhelming support. I was appalled that it did not have the votes for passage.

Brian Porter, if this bill were to pass, should be given the Alaskan of the Year award because of the benefits it would bring to Alaska. I can not believe that it would fail so that a few trial lawyers can continue to pad their pockets. I have heard several law makers, on the news, talk about the rights of people to deserved damages. One of my employees recently was a victim of a wrong doer and was given an award over and above actual damages. I saw first hand the pain greedy lawyers caused him and the paltry sum left over once they were paid. People never win, lawyers do.

For those that have not previously supported Brian Porter's bill for tort reform, I ask that you reconsider. Consider the good it will do for all Alaskans, not the harm it will do a few lawyers.

Thank you for your consideration.

Sincerely;


Thomas J. McGrath
(907) 562-8730

Section 10.05.96(a) establishes requirements for requests for special shareholder meetings of Native corporations, including giving notice in the corporation (including a copy of the request and of the solicitation materials), filing the request with the signatures of the requisite number of supporting shareholders, and setting a deadline for filing the signatures. It also invalidates the request if it does not comply with the subsection and with the state securities act section that prohibits misleading statements, along with some very extreme penalties upon Indian people such as Section 5, AS 45.55.02(b) amended to read "(b) imposing a civil penalty of not more than \$2,500 for a single violation, or not more than \$25,000 for multiple violations, in a single proceeding or series of related proceedings."

Section 10.06.96(a) removes certain Native corporations from the application of the corporation code section that addresses the removal of directors without cause. Why is the Native corporation smiting out Native people? Why are we not allowed to have the same state already tough Banking & Securities rules and regulations that all other for-profit corporations are subject to? Why is Sealaska Corporation going to be allowed to answer to no Indian people anymore, the Indian people who in fact own the corporation, but allowed to focus only to their closed-held board? Why is such an extreme, severe and forbidding relationship about to emerge between Sealaska Corporation's twisted political climate, the thousands of Alaskan Native Indians, and all Native corporations? This bill is ludicrous in regards to false, fabricated misrepresentation of the Native Indian people and their needs, a minority group just like the Negroes or any other minority group of ethnic people. To think that precious Native settlement dollars were spent on such a thing is absolute distress to the Indian people. Why can't they spend our precious settlement dollars making things easier for some of the elders, so that they have better access to their Indian way of life as old people? Why can't they spend our money and energies giving us our Indian land, the parts of Indian land they don't want to make money off of and sell to the public, instead of allowing us to use for Indian traditional use? Our settlement dollars are going into a river, never to truly benefit even one of us.

Section 4 gives very cumbersome deadlines and processes for Indian people, and Section 5 is giving too much power to an already un-bearing Native corporation, as there are long standing disagreements between the body of Native shareholders and the corporate grid-lock that exists amongst the leaders perpetuating themselves in Sealaska corporate offices.

Section 6 has more penalties for Indian people of money amounts in the range of \$5,000, or imprisonment of not less than one year, nor more than five years, or both. Then the words "conviction; felony; imprisonment" are used in relation to the Indian people they claim to represent. I have a question regarding the next sentence in Section 6, "How does an individual prove they had no knowledge of a pre-existing regulation or order?" The bill continues to use extreme penalties in their terminology, such as "indictment" and "violation." This should be a "CRIME BILL" and not an INDIAN bill.

I believe that you should seriously consider the harshness of these acts against an Indian people, as one would think of the Negroes, Hispanics, or any other minority group. These are extremely harsh blows for a destitute people, and by all standards I thought this bill was a very low and ignorant opinion of Indian people and cruel by even Sealaska's usual harsh standards towards the Indian people they claim to represent. I am asking you to throw this bill out, and require that Sealaska continue to answer to the body of Indian people that they claim to represent. This bill is a gross misrepresentation of an Indian race of people, and I intend to fight its harsh overkill and severe impact on the Indian body of people as a minority group with everything that I have. Please, do not support this legislation and the detrimental effect that it will have on Indian people.

Please give me a call at 463-7351 days Tues.-Fri. 8-4:50, or write me at: Box 54711; Juneau, AK 99805-4711. I appreciate your serious attention to this matter.



Sincerely,

Joan Mantei

Joan Mantei, Athabaskan-Tsimshian Indian
Sealaska Corporation Shareholder 3/26/95

I believe this bill is a
war on Indian people.

11 (M) (M) imposing some kind of hidden-agenda type of castigation which increases the fraction (from one-tenth to one-quarter) of shareholders required for calling a special meeting of a Native corporation by shareholders. Special meetings called for by shareholders, must be paid for by shareholders, and the cost and process is already hard. In view of how the Alaska Native Claims Settlement Act broke up the Indian people that did not receive land to exist in common bond with the Native way of life, it has been quite a burden on Indian people to get Indian people together to make such changes as the ones that they desire. There is so many of us, and it costs to get the 15,770 in Sealaska Corporation together for decisions, they have not afforded to us a process for such things.

Why is Sealaska, who was responsible for developing the legal language of this bill, just interested in increasing the cost to the Native shareholder, and in making a process that serves to be far too cumbersome to Indians, instead of devising a truly positive, middle path to make change for both of the sides involved? I took some time to think about amounts of money already costing Native shareholders for change, as the law stands for the Native people today. Here are the approximate figures it takes for the Indians to try and change something for themselves, with the present one-tenth requirement.

A - Petition Costs To Native Shareholders - 1ST REQUIRED PHASE in a Movement For Change
The One-Tenth Requirement, As the Law Stands for Them Today

1.	1,577 x .52 postage stamps =	\$504.64	To Mail Items
2.	1,577 envelopes \$1.50 per box of 100 =	25.66	Envelopes
3.	1,577 two-sided petition copies (.05 per one side) =	157.70	To Copy Materials:
		\$686.00-	Min. Petition Costs:

B - Proxy Solicitation Costs To Native Shareholders Wanting Change:
2ND REQUIRED PHASE in a Movement For Change As the Law Stands for Them Today

1.	15,770 x .52 postage stamps =	\$5,046.40	To Mail Proxies
2.	15,770 envelopes \$1.50 per box of 100	\$ 236.55	Envelopes
3.	15,770 two-sided proxies (.05 per one side)	\$1,577.00	To Copy Materials:
		\$6,859.95	

\$7545.95 Minimum Costs For A & B.

The shareholders, as the law stands now, must bear the proxy costs. There are usually expensive candidate fees and attorney fees, amounts for these are not listed here. Approximately \$2,000.00-\$5,000.00. Realistically, a minority group of Native shareholders are looking at a minimum of \$10,000.00-\$15,000.00 to make change, of any kind (no matter how small or great) for themselves as the law stands for them now. This bill seems only to make things harder for shareholders, in spite of the fact that they are still the people with the lowest income in this state.

I noticed that the bill addresses increasing the amount of shareholders it takes to petition, which is now a 1,577 head count of the 15,770 Sealaska stock owners, to 25% of the amount of shares cast at the last election. The last election at Sealaska Corporation, according to their own November 1994 newsletter, was 4,570,959 shares voted. 25% of this is 1,142,834.7 shares. We had a slate of five present board members - so that gave us five times our 100 shares to vote with or 500 shares. When you divide the 1,142,834.7 shares by 500 to get an approximate head count it will take to petition if their legislation passes, it should amount to 2,186 shareholders required to petition. This only serves to increase amounts of money stock owners must come up with to petition. Why aren't the thousands of Alaskan Indians that this legislation will affect being consulted with (there is over 75,000 Alaskan Indians)? And this is a decision that will affect them for years to come.

CIRI



Phone: (907) 274-8638

Fax: (907) 279-8836

COOK INLET REGION INC.

2525 C Street, Suite 500
P. O. Box 93330
Anchorage, AK 99509-3330

To: Pete Kott, Chair
Committee Members

From: Mark Kroloff-

(907)
Fax #: 465-2819

of pages (including cover): 4

Message/Special Instructions: Attached is supplemental
testimony re: HB 251 which I
will be presenting at 4:30
today from Anchorage.

Date: 3/29/95

Operator name: _____

*Note: If there are any problems with this transmission or you have received it in error, please call A.S.A. .

Additional Testimony of
Mark W. Kroloff
Vice President & General Counsel, Cook Inlet Region, Inc.
In Support of H.B. 251

Mr. Chairman and Honorable Committee Members:

My name is Mark Kroloff. I am Vice President and General Counsel of Cook Inlet Region, Inc. (CIRI). Thank you for the opportunity to provide additional testimony in support of H.B. 251.

I would like to provide some brief, direct answers to some of the questions posed by Committee members at the Committee's March 27, 1995 hearing.

1. Where in ANCSA is the 25% petition standard found?

At 43 U.S.C. § 1629b(c)(1)(A).

That section provides that 25% of the shareholders of an ANCSA corporation may petition for a vote to lift alienability provisions on the corporation's stock.

2. Would H.B. 251 violate the "free speech" rights of shareholders?

No. This is true for several reasons:

- Legally speaking, the right of "free speech," and "First Amendment rights," apply between the government and its citizens, not between a corporation and its shareholders. Shareholder rights are governed by corporate law. The prohibition on misleading statements regarding a corporation and its operations has been a fundamental tenet of corporate and securities law in the United States since the 1930s. (Moreover, it is worth noting that even the government can regulate the time, place, and manner of citizens' speech.)
- H.B. 251 does not limit shareholders' right to speak or write on any issue at any time. It merely requires that statements published regarding a corporation be truthful, and affects the size of the minority of shareholders that can require a Native corporation to hold a special meeting.
- H.B. 251 does not affect in any way shareholders' rights to raise any appropriate issue at the company's regular annual meeting each year.

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- H.B. 251 allows even a minority of shareholders to require the company to have a special meeting at any time, so long as the minority is meaningful – 25%. It does not allow a small group to repeatedly require special meetings.

3. Is it unconstitutional to have one petition standard for Native corporations and a different one for other corporations?

In my judgment, no. Native corporations are a unique creature of federal law. Congress has provided many special circumstances in which Native corporations are treated differently than other Alaska corporations.

In addition, the Alaska Legislature has, in the past, provided numerous important exceptions to the Corporations Code for Native corporations that treat those corporations differently from other Alaskan corporations. Most of those exceptions are found at AS 10.06.960. One example of these is a special rule allowing Native corporations to pay dividends in circumstances in which other corporations could not.

H.B. 251 continues this well-established history of separate treatment. The separate treatment is appropriate, and constitutionally acceptable, because of the separate goals, problems, and issues of Native corporations that these exceptions are intended to address.

(As I stated at the March 27, 1995 hearing, CIRI would not oppose the application of H.B. 251 to all corporations if that is the House's pleasure. We doubt that any non-ANCSA corporations would have any interest in these provisions one way or another.)

4. Are the penalties for violations contained in H.B. 251 too harsh?

Perhaps. CIRI does not oppose relaxing the criminal penalties.

Here is why we think the legislative draftsman added the strict penalties section:

- Those penalties already exist in Alaska law today, for violations of the proxy rules.
- Because H.B. 251 makes clear that special meeting materials will be treated like proxy materials, those same penalties were simply repeated here. They weren't made any harsher or any easier.
- If you take any criminal law, whether it provides for fines or imprisonment or both, you can think up sets of facts where the penalties would be too harsh for the infraction. But that is why

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Page 3

prosecutors have discretion to bring, or not to bring, charges, and why juries do not have to convict. The legislature simply cannot -- and cannot be expected to -- think up the thousands of possible factual scenarios that could arise and tailor the law to each of them. Therefore, the fact that in extreme cases the law could be harsh does not make it a bad law if, in most cases, it would be appropriate.

- Some of the opponents of H.B. 251 testified that the legislature should follow the federal securities laws and the Securities and Exchange Commission ("SEC") type of enforcement. I believe that, in fact, this proposal does quite a lot of that. H.B. 251 incorporates Alaska's pre-existing enforcement mechanism for violations of the proxy rules and extends their application to special meeting materials. This is similar to federal securities laws, which have very tough civil and criminal penalties for violations -- including proxy-type violations. I would note that the SEC vigilantly enforces those laws and violators are prosecuted.
- Nevertheless, as noted above, CIRI would not oppose relaxation of criminal penalties.

Thank you for the opportunity to testify further before you today.

TESTIMONY OF JUDY KALKINS ON H.B. 251

Representatives and members of the House Labor and Commerce Committee, my name is Judy Kalkins, and I am a Cook Inlet Region, Inc. shareholder who is here to testify against H.B. 251.

Under Section 2(b) of the Alaska Native Claims Settlement Act (ANCSA), it says ANCSA should be accomplished in conformity with the real economic and social needs of Natives, without litigation, with **MAXIMUM PARTICIPATION BY NATIVES IN DECISIONS AFFECTING THEIR RIGHTS AND PROPERTY.**"

- o CIRC shareholders did not get to approve ANCSA, it was approved by ATG;
- o When CIRC's Articles and By-laws were approved, shareholders didn't approve them, the Secretary of the Interior did;
- o When the SEC (Securities Exchange Commission) exemption was approved, it was approved by regional corporations, not the shareholders;
- o When CIRC's land trade was approved, it was approved by the CIRC Board, not the shareholders;
- o When the 7(1) Agreement was approved, it was approved by the regional corporations, not the shareholders;
- o When CIRC amended its land trade to trade for federal properties out of Alaska, the shareholders did not get to vote on the issue;
- o And when the ANCSA Amendments of 1987 were approved, CIRC shareholders did not get to vote on the amendments.

The ANCSA Amendments changed CIRC's Articles without a vote of shareholders, and the amendments extended stock restrictions without a vote of the shareholders.

When the regional corporation managers exempted shareholders from the protections of the SEC, the Interior and Insular Affairs Committee report stated: "Finally, the Committee understands that the general provisions of Alaska law provide protection for Native stockholders from any corporate mismanagement and misrepresentations or omissions to represent in connection with sales of securities, and that Alaska courts would look to precedents under federal securities laws for appropriate standards of conduct by management and other persons connected with securities transactions. NATIVE CORPORATIONS HAVE ASSURED THE COMMITTEE THAT THEY DO NOT INTEND TO SEEK AN EXEMPTION FROM STATE SECURITIES LAWS ON THE BASIS OF THIS EXEMPTION from federal laws and intend to pursue the passage of State legislation to the extent necessary to provide any appropriate additional protection. Therefore, it is not necessary at this time to impose additional federal requirements."

H.B. 251 has not been disclosed to the CIRC shareholders, nor have we voted on it. Under Section 2(c) of ANCSA, it says: "No provision of this Act shall replace or diminish any right, privilege, or obligation of NATIVES AS CITIZENS OF THE UNITED STATES OR OF ALASKA, or relieve, replace or diminish any obligation of the United States or of the STATE OF ALASKA TO PROMOTE THE RIGHTS or welfare of NATIVES AS CITIZENS OF THE UNITED STATES OR ALASKA."

Native corporations are only covered by State laws that were

chosen by the regional corporation managements. As a shareholder in CIRI, I do not have the same rights and protections given to other Alaska and U.S. shareholders. I do not have the protections offered under the Securities and Exchange Act, and since the Secretary of the Interior has ruled that Alaska Native shareholders are not tribal members, I lost protections offered other American Indians under the Indian Civil Rights Act of 1968.

Shareholder petitions and resolutions are the only means available for shareholders to speak out on the issues. Why are the regional corporation managements so worried about their shareholders right to present a resolution or petition? They are only advisory to the board of directors.

When a petition or resolution is presented to stockholders, the expense of doing so is paid by the shareholders presenting the petition or resolution, and they not reimbursed for their costs. Increasing the petition requirement from 10% of the shares to 25%, increases the cost to shareholders.

Limiting shareholders to only 90 days to get signatures on a petition or resolution is detrimental to the shareholders presenting a petition or resolution. Often a shareholder mailing is broken into several segments, because the shareholders cannot afford a mailing that costs approximately \$5,000. As returns bring donations and stamps, more mailings are sent until the mailing is finally completed.

Approximately 70% of CIRI's shareholders live in poverty and few, if any, have adequate funds to mail out petitions or resolutions.

I believe that H.B. 251 discriminates against Alaska Native shareholders and the legislation jeopardizes a shareholder's right to present a petition or resolution. I therefore, request that this Committee kill H.B. 251.

Judy Kalkins

Judy Kalkins
3723 E. Leleth Ave
Anch. Alc. 99507

Ph. 349-8589 or
349-7648

My Name is Judy Karkins, I am a CIRI shareholder.
 At CIRI's 1994 Annual Meeting, CIRI's president was asked if CIRI was going to distribute any net operating loss (NOL) moneys to shareholders. The president answered "no." He said shareholders already got their share of NOLS through their dividends. CIRI's president told the shareholders the NOL funds were going to be used for investments and to buy back stock for CIRI shareholders.

I didn't like the president's answer because I had read in CIRI's Proxy Statements that he had been paid nearly \$2.8 million from 1987 to 1991, and much of what he was paid was based on reporting CIRI NOL moneys as revenues. The president could get millions from the NOLS but CIRI shareholders could not get their fair share of the NOLS.

Refusal to give NOL moneys to the shareholders led to the formation of Shareholders For CIRI's Future. The group picketed and handed out fliers, then it passed out petitions that called for CIRI to distribute 50% of its net sales proceeds of broadcast sales, and 100% of the net NOLS approved by the IRS. When SPCF had enough signatures to call a special meeting, it contacted both CIRI and the State Securities Office and requested that CIRI sent out a ballot vote on its resolutions. SPCF did not want a special meeting, nor did it want to do a proxy campaign.

CIRI would not agree to SPCF's request, so the group was forced to call a special meeting and had to solicit proxies on resolutions that were just advisory to the CIRI Board of Directors. CIRI management spent a large amount of corporate money to oppose SPCF's shareholder resolutions.

Shareholders donated stamps, envelopes, paper and money for the group's mailings. After SPCF turned in signatures of nearly one-third of CIRI's shares, CIRI management called a meeting with only 20 days notice, and they set the deadline for turning in proxies on Veterans Day. SPCF only had 9-days to mail proxies and get returns from rural Alaska, the U.S.A. and foreign countries. Over 525 CIRI shareholders were disenfranchised by CIRI's move, and neither CIRI management or the SPCF group received a majority vote on the resolutions that were presented at CIRI's Special Meeting.

CIRI management also changed SPCF's resolutions, and presented their own resolutions, instead of those that were signed by approximately one-third of CIRI's shareholders.

Because SPCF dared to campaign against CIRI management, they are now supporting H.B. 251, which will make it more difficult and costly for shareholders to present petitions or resolutions.

The regional corporations have exempted us from the Securities Exchange Act in 1976, we are exempt from the Indian Civil Rights Act of 1968 because we are not recognized as "Indian tribes," and we do not have the rights and protections offered non-Native shareholders in Alaska.

I believe H.B. 251 is legislation that discriminates against Native stockholders, and I ask this committee to kill the bill.

Thank You.

Judy Karkins

3723 E. 66th Ave
 Anchorage, Alaska

rh 349-7648a
 349-8589

My Name is Judy Kalkins, I am a CIRI shareholder.
 At CIRI's 1994 Annual Meeting, CIRI's president was asked
 if CIRI was going to distribute any net operating loss (NOL)
 monies to shareholders. The president answered "no." He said
 shareholders already got their share of NOLS through their
 dividends. CIRI's president told the shareholders the NOL funds
 were going to be used for investments ---
 for CIRI shareholders.

TO: STATE OF ALASKA LEGISLATURE

FROM: JEAN SZTUK, STATE OF ALASKA CITIZEN
5811 CHURCHILL WAY
JUNEAU, ALASKA 99801
(907) 780-4219

DATE: MARCH 28, 1995

THIS MEMO IS A FOLLOW-UP TO ONE SUBMITTED BY ME MARCH 27, 1995 REGARDING HOUSE BILL #251. THE FOLLOWING REFLECTS MY OPINION ACCORDING TO INFORMATION I HAVE RECEIVED AND REVIEWED. I FEEL THIS BILL IS EXTREMELY UNFAIR (AND POSSIBLY ILLEGAL) TO THE NATIVE PEOPLE OF ALASKA.

FURTHER, THIS IS NOT "JUST ABOUT MONEY" AS WAS STATED AT YESTERDAY'S HEARING. IT'S ABOUT MUCH, MUCH MORE.

FIRST, THE ELECTION PROCESS THAT IS IN PLACE TODAY APPEARS TO BE BIASED AND UNFAIR. SHAREHOLDERS ARE ASKING FOR ELECTION REFORM TO MAKE ELECTIONS OPEN AND FAIR TO ALL CANDIDATES AND SHAREHOLDERS.

SECOND, WHEN SHAREHOLDERS GO TO THE BOARD AND APPLY FOR SCHOLARSHIPS FOR THEMSELVES, OR THEIR CHILDREN, THEY MAY GET AS MUCH AS \$500.00. IT IS MY OPINION THAT THE BOARD AND THEIR IMMEDIATE FAMILIES AND FRIENDS BENEFIT FROM BETTER, HIGHER MONETARY VALUED SCHOLARSHIPS. A CASE IN POINT IS THAT MY HUSBAND AND I HAD TO SEEK COMPLETE FUNDING ELSEWHERE FOR OUR DAUGHTER'S EDUCATION.

THIRD, WHERE IS THE LAND THE SHAREHOLDERS WERE PROMISED?

FOURTH, HOW DO SHAREHOLDERS FEEL WHEN THE BOARD PULLS DOWN \$250,000.00 (TWO-HUNDRED FIFTY THOUSAND DOLLARS) PLUS BENEFITS A YEAR, WHEN THE SHAREHOLDERS CANNOT EVEN FEED THEIR CHILDREN WELL? THE QUESTION WAS ASKED OF A WOMAN BOARD MEMBER BY A HEARING BOARD MEMBER YESTERDAY, "THEN, IT'S A QUESTION OF THOSE WHO HAVE, AND THOSE WHO HAVE NOT?" THE QUESTION WAS ANSWERED POORLY BY THE WOMAN WHO WAS TESTIFYING. THEN THE BOARD MEMBER SAID SOMETHING TO THE EFFECT THAT HE COULD SEE IT RIGHT HERE IN THIS ROOM OF THOSE WHO HAVE, AND THOSE WHO HAVE NOT. IT WAS VERY CLEAR AND OBVIOUS THAT THE SHAREHOLDERS WERE THE HAVE NOTS.

FIFTH, WHY DO THE BOARD MEMBERS RECEIVE SO MUCH IN MONETARY AND OTHER PERKS WHEN THEY HAVE 100 SHARES JUST AS EVERY OTHER SHAREHOLDER? THIS IS NOT A CASE OF A LARGE CORPORATION, WHERE THE ONES WITH THE MOST MONEY INVESTED HAVE THE MOST POWER; THESE SHARES ARE ALL SUPPOSEDLY EQUAL. A RUMOR HAS IT THAT THE BOARD VOTED TO GIVE THEMSELVES A \$10,000.00 BONUS (?) AT CHRISTMAS. THIS WAS SUPPOSEDLY A "CHRISTMAS BONUS," BUT IT'S MY UNDERSTANDING THAT THE \$10,000.00 WAS CALLED SOMETHING ELSE BY THE BOARD. THE STAFF RECEIVED \$1,000.00 FRED MEYER GIFT

CERTIFICATES FROM THE BOARD. A \$30,000.00 TABLE WAS PURCHASED FOR A MEETING.

SIXTH, IN 1987 THE SHAREHOLDERS WERE TOLD IN A CORPORATION'S ANNUAL REPORT THAT THERE WAS \$360,000,000.00 (THREE-HUNDRED SIXTY MILLION DOLLARS) IN NET OPERATING LOSSES (NOL'S). AT THAT TIME EVERY SHAREHOLDER COULD HAVE RECEIVED \$2,000,000.00 (TWO-MILLION DOLLARS) AND STILL HAD SOME NOL'S MONEY LEFT. THIS WOULD NOT HAVE EVEN TOUCHED THE CORPORATION'S FINANCIAL STRUCTURE.

IT IS CONFUSING TO ME AND OTHERS WHY THE STATE IS INVOLVED IN TRYING TO PASS LAWS THAT PERTAIN TO NATIVE CORPORATIONS IN THE FIRST PLACE. WHAT LEGAL INVOLVEMENT DOES THE STATE HAVE HERE? IF THE STATE IS MAKING THESE KINDS OF LAWS, WHY DO NATIVE CORPORATIONS NEED A BOARD? DOES THE STATE HAVE A LEGAL RIGHT TO REGULATE NATIVE'S VOTING FREEDOM? MANY VETERANS IN ALASKA ARE OF NATIVE ORIGIN. THE ALASKA AMERICAN LEGION AND VETERAN'S OF FOREIGN WARS MIGHT WELL BE VERY INTERESTED IN LOOKING INTO WHAT THE LEGISLATURE IS TRYING TO DO IN THIS PARTICULAR CASE, NOT TO MENTION THE CIVIL LIBERTIES UNION, ALSO.

YOU WERE ASKED TO INVESTIGATE THIS HOUSE BILL #251 THOROUGHLY BEFORE YOU ACT ON IT. AFTER CAREFUL INVESTIGATION, I BELIEVE YOU WILL FIND THAT YOU HAVE NO ALTERNATIVE BUT TO VOTE "NO" ON HB #251.

THANK YOU FOR YOUR VALUABLE TIME AND CONSIDERATION OF THIS IMPORTANT MATTER.

SHAREHOLDERS FOR SHAREHOLDERS PLATFORM FOR CHANGE FOR THE BETTER

- **We are endorsing 100% distribution of NOL monies to Sealaska shareholders.**
- **We support 100% distribution of the funds held in the permanent fund to be distributed to Sealaska Shareholders.**
- **Having the candidates with the highest votes elected.**
- **No attorneys or consultants employed by the Corporation that would threaten shareholders.**
- **No paid proxy workers.**
- **No campaign expenses paid for by the Corporation.**
- **We want to put in new leadership that will run a lean, mean corporation that will cut back on extravagant spending and will work for the good of the shareholders.**
- **We want a Board that will allow us the choice to vote for or against 100% distribution or for or against a permanent fund of our NOL money when it becomes available.**
- **We want a Board that will allow discretionary votes to be distributed evenly among all candidates.**
- **We want a Board that will do away with Management Board slates.**
- **We want a Board that will put all candidates names on one proxy card.**
- **We want a Board that will support fair elections.**
- **We want a Board who will have an independent party run all elections rather than having the Board of Directors run the elections themselves.**
- **We want a Board that will be concerned about how to include our children and newborns in our corporation.**
- **We want a Board that will be concerned about our elders.**
- **We want a Board that is in favor of ELECTION REFORM that will make elections equal and fair for all shareholders!!**
- **We want a Board that will treat ALL SHAREHOLDERS EQUALLY!!**

Questions:

1. **What about the other \$34 million owed to the shareholders from the sale of Ocean Beauty Seafoods?**
2. **How much was the "out of court settlement" with the FDIC re: the United Bank of Alaska?**
3. **How much was the settlement with Kake Tribal Corporation?**

Why do we want a recall of the Board of Directors of SEALASKA?

Over 20 years ago, our parents and grandparents fought the United States Government to obtain the Land Claims Settlement Act. They had a dream that we, the people, would have a better life. We put our money together, and had rummage sales and food sales to make money to send our representative to Washington, D.C. to fight for the land. Because of our fight and victory, we now own land and we are a profitable corporation.

It has now been over 20 years since the passage of the Alaska Native Land Claims Settlement Act and we, like our parents and grandparents, are putting our money together to try to win the control of our corporation. This time, our fight is not with the Federal Government, but with our own leadership, the present Sealaska Board of Directors.

It is unfortunate that the Native Corporations were not designed with the shareholders in mind, but instead its elected officials are allowed to make the rules to suit their needs by resolutions. Our problem is that the leaders of our corporation have placed themselves beyond our reach. We are not listened to by our elected Board of Directors.

This recall must take place because neither the State of Alaska nor the Federal Government will get involved in the business of Native Corporations. It is up to the shareholders to take back what belongs to them. By law, we cannot recall a portion of the Board but the full Board of Directors. Some of our elected leaders have the best interests of the shareholders in mind, and some don't.

Consider some of Sealaska operations for the past 23 years. According to their own financial reports, it is apparent that there is enough earned revenue to continue operations without the NOL monies. Their claim that a 100% distribution will put them out of business is false and misleading. The Corporation has no rightful claim to NOL money!

The same applies to the Permanent Fund which the shareholders did not want in the first place. I have not found one shareholder that admits to voting for the establishment of a permanent fund. The law clearly states that a permanent fund cannot be established without a 100% vote by shareholders.

If we do not succeed in this recall, a majority of our directors will continue to reap the benefits of our money and we will continue to be a poor people with no say. We believe that it is important to make money for our corporation rather than be flamboyant with the money that belongs to the shareholders.

We have a team of shareholders working for and with you. We cannot fight this fight alone and we ask for your help, support, and suggestions.

"WE WILL WIN THIS ELECTION!" We encourage you to get involved and help us with your talents. We would appreciate your participation with our group. Like our grandparents, we are dependent on ourselves to win our corporation back from the big spenders who squander our money.

his board. Many shareholders have
m: signed our petition and if you have
us: not yet done so we invite you to
id: sign our petition.

ie The distribution of NOL and
r- Permanent Fund money to share-
ld holders will not liquidate the cor-
re poration. The changes we are
ie seeking in election reform that call
ed for a fair election are long overdue
ut and are reasonable and necessary
Is to restore good faith to the share-
te holders, who after all are the own-
ld ers of the corporation.

en Shareholders in Sealaska and
er other Native corporations are cap-
re tive shareholders, because unlike
re shareholders in a regular for-profit
it corporation, like Chevron or J.C.
er Penney for example, they cannot
re sell their shares if they became
ie dissatisfied with the direction or
m performance of the corporation.

a- The only recourse or choice a
s- shareholder in an Alaska Native
Is corporation has under state law to
ie bring about change is to recall the
io board.

ie Shareholders for Shareholders
io has nothing against individual di-
re rectors in Sealaska but as a total
ie board they have been irrespon-
re sive to committing the corporation
e to distributing the NOL and Per-
i- manent Fund money to the share-
ll holders and are not receptive to
re making any changes in election re-
r- form that will do away with fraud-
y ulent elections and forged proxies.

h Shareholders for Shareholders
p is not disident shareholders or
r- disruptive shareholders - on the
re contrary, members have only the
p best interest at heart for their cor-
p oration's long-term future surviv-
al.

We believe in our hearts that a
stronger, more unified Sealaska
will emerge. Important objectives
such as profitability, shareholder
jobs, the landless shareholders is-
sue, for example, will have a bet-
ter chance of succeeding.

If you agree with our platform
we invite you to sign our petition
and later to sign our proxy and
take an active part. We welcome
you to join hands with us and do
your share in promoting this wor-
thy cause for the betterment of our
corporation.

It is guaranteed that you will
enjoy the fellowship and our aim
and reward will be a better and
stronger Sealaska for the future.

The power you have in your
hand is your vote. Use it wisely by
joining with us to bring about this
change for the better.

Dorothy Zara (Williams)

nt The other day I walked into the
le. home office of my colleague Vo a,
it. who is 70-something and still pufs
ly in a full day preparing tax returns
re and managing a household. Over
i- her desk was a sign the read, "Old
st Age Ain't for Sissies."

u- Seniors not only have the prob-
le. lems of normal aging, but in addi-
f- tion Major League Baseball is on
d strike. Joe Montana may retire
st from pro football, the Legislature
is in session (that should frighten
on everyone), and a few thousand
ed Alaska seniors may face the
of choice between accepting their
Permanent Fund dividend in 1995
and losing their benefits like Aid to
Families with Dependent Children

Sealaska shareholders ask change for the better

Shareholders for Shareholders
is endorsing change for the better
within our corporation that will en-
sure 100 percent of the net operat-
ing loss and Permanent Fund mon-
ey will be distributed to sharehold-
ers, plus election reform that is
fair and honest.

Shareholders for Shareholders
has been soliciting signatures on a
petition calling for a special meet-
ing to recall the entire Sealaska
board and to elect and seat a new

HB No. 251

An Act Relating To Native Corporations

Wednesday March 15th, this bill, 251, was introduced. Already today, seven days later, we are having a hearing. The Native Indian people - which are approximately 75,000 in number in Alaska, know nothing about this. They have a right to be involved with this process - but no one invited them - no one told them what this was or how it was going to affect them. I know that Maxine Richert, of Sealaska Corporation, and Leslie Longenbaugh, legal counsel from an agency on the second floor of our Sealaska Corporation took an aggressive role in explaining what of the technical language they felt like, in the original introduction of this issue into the legislature last year, when it was nine pages long and called HB 501. The House Judiciary Committee office stated at that time, Sam Kito and Robert Loescher had worked for its introduction. Since that time, it has been known as "Sealaska Corporation's bill."

I refer the committee to Section (a) on page four of bill 251 regarding 'misleading' statements, and the same page, which addresses stock owners having to take on a burden of proof, having our corporation make us "PROVE" that we didn't know a regulation existed on 'misleading statements. I read a Native shareholder paper on the early version of this bill, from February 1994. There was an error within it. I thought to myself, it was just an oversight, a mistake. Then, after going to talk with Klukwan, Inc.'s attorney, and bankings & securities, I came to see what of the paper I read was mistaken, and what was not. "A mistake was all I thought." I let it go, it was no big deal. I knew the authors feeling of urgency regarding the issues, the urgency was in the writing, it caused me to look into it, where Sealaska gave us no opportunity to understand this bill. It never occurred to me that a \$2,500.00 to \$25,000.00 fine, and a minimum of 1 year in prison, or five years maximum; along with penalties, indictments ; convictions, felonies, and imprisonments were the appropriate thing to do to such a person. Anyone can make mistakes as they learn a process, but this bill feels Indians belong in jail for it. This is a crime bill, it is not a Native bill. I ask you, when once did Sealaska Corporation try to educate even one Indian fully, or even in part on this legislation. I know the answer, because I am a Sealaska holder. Not even once, and now we are going to be going to jail for that (and fined). This legislation affects every Native, there is a moral responsibility to allow each and every one of them insight into how this legislation will truly affect them. It is their right as stock owners.

I am tired of the psychology from Sealaska, "Let's burn the Indian" - so that when they feel that something the share owners want imposes upon them, they can throw some scary circumstances such as "imprisonment, 25,000.00 fines, indictments, felonies," etc., as HB 251 quotes, the shareholders' way. We are tired of fearing the board. When we wonder where the land went for Indian use, and surmise, are they afraid of us when we ask? Do we get a satisfactory action on their part? No. We have never been afforded that respect or even the respect of a good, and sound, verbal response built on Indian principal. But, we are treated with scare tactics, and bills such as HB 251 emerge. Many Indians only got Sealaska as a corporation, they have no land, or an economic base to continue the Indian way of life. Our people are disappearing, they have no where to share in a common bond, and year after year, we cannot get Sealaska Corporation to listen. Bills such as this further prove, to me, that we cannot get through the corporate Berlin Wall that Sealaska has been steadfastly encroaching to incapacitate us. If this is such a good bill, why isn't it being applied to all corporations in the State. Do you know why? They would blow it right off this planet, where it belongs. Such severe and restrictive measures being placed on a low-income minority group of Indian people does not seem to be requiring an accounting for by anyone. This allows misconduct on the

part of a board to solidify. Inquiries of concern for the corporate business from shareholders would go by unanswered, which we could do nothing about. It seems that this allows a board member to remain a member through any circumstances. This board will now be as though they 'own' this corporation, solely themselves. Why do they have such a privilege before you, to no longer be responsible to the state, the Indians, or to anyone? We are not a passive people, we do care about what affects us.

There is a 90-day regulation being proposed in section 2 (m), page 2 of the bill, for petitions to be turned in. The cost for stock holders to turn in these petitions would be about \$25,000 to \$30,000 under this increase in petition signatures that the legislation calls for. What this legislation is in fact stating is that, you must have almost 3,000 signatures, you must have \$30,000, and you have 90 days from the date you began your petition to accomplish it all. Well, Indian people are poor, you'll never see it. An already repressed voice, an Indian will never be heard again. I am asking you to kill this bill. Our Indian people deserve to be heard.

It has not been our right to challenge the management of Sealaska Corporation, and specialists at the Social & Economic division of the university in Anchorage have stated that if we could sell our stock that would change. If severe rules such as this bill are forced upon the Indians, when the day comes to open up our stock, the board will once again remain unchallengeable, our stock holdings without share owner rights, when other corporations are not allowed to be stock holders within *prison walls*.

Why just Native Americans? You are discriminating . . . if it is such a good bill, bring it to the whole state. Our Indian people do not deserve such destruction, such severe measures. I am asking you to kill this bill.

M, grandmother was a very beautiful full-blooded Athabascan-Tsimshian women of whom I am descent. I am very worried about this bill and that it will further cause older Indian people to not be allowed to challenge why they did not get any Indian land from Sealaska Corporation - please do not let this bill pass into law, I will go to the president if I have to, but please, do not let this bill pass.



Joan Mantei
Box 34711
Juneau, AK 99803-4711
463-7351

TO: STATE OF ALASKA LEGISLATURE

FROM: JEAN SZTUK, STATE OF ALASKA CITIZEN
5811 CHURCHILL WAY
JUNEAU, ALASKA 99801
(907) 780-4219

DATE: MARCH 27, 1995

I AM EXTREMELY CONCERNED ABOUT HOUSE BILL #251. IT IS SAID THAT "HISTORY REPEATS ITSELF." THIS HOUSE BILL IS ANOTHER CASE IN POINT. EVERY TREATY EVER MADE BETWEEN THE WHITE PEOPLE AND THE NATIVES HAS BEEN BROKEN FOR HUNDREDS OF YEARS, WITHOUT EXCEPTION.

I STRONGLY FEEL THAT HOUSE BILL #251 IS A JUST ANOTHER UNDERHANDED, SHAMEFUL, AND EMBARRASSING WAY OF TRYING TO SILENCE AND RESTRAIN THE NATIVE PEOPLE.

THIS BILL WILL STIFLE THE ONLY VOTE NATIVES HAVE TODAY ON HOW THEIR CORPORATIONS ARE OPERATED. WHO WILL BE LEFT TO MAKE IMPORTANT DECISIONS IF THEIR CORPORATE BOARDS ARE OUT OF CONTROL AND WHO WILL BE ABLE TO STOP THEM? IF THE NATIVES' RIGHTS ARE TAKEN AWAY, HOW CAN THEY GAIN CONTROL OF AN OUT-OF-CONTROL CORPORATION? THESE CORPORATIONS WERE CREATED FOR ALL NATIVE PEOPLE AND NOT JUST A SELECT FEW. WHY ARE NATIVES' RIGHTS ALWAYS IN JEOPARDY? DO YOU KNOW BETTER THAN THE MAJORITY OF NATIVES WHAT IS BEST FOR THEM? WHY WOULD YOU SUPPORT SUCH A BILL?

I URGE YOU TO VOTE "NO" ON HOUSE BILL #251 TO SHOW YOUR SUPPORT AND DEDICATION TO THE FREE VOICE OF ALASKA'S NATIVE PEOPLE.

THANK YOU IN ADVANCE FOR VOTING "NO" TO DEFEAT THIS HIGHLY UNFAIR BILL.

JUNEAU EMPLOYE
3-26-95

Sealaska has not helped its shareholders enough

The Alaska Native Claims Settlement Act of 1971 was pushed through Congress with the help of oil companies and a small group of persons who would profit millions of dollars from oil and timber.

First, corporations were formed for each group of indigenous people in Alaska; these corporations were to provide for the social and economic well-being of their shareholders. This has happened to a few of the corporations. But for Sealaska it has not been possible.

We now enter the third decade as a so-called profitable corporation; not to its shareholders but to itself in being able to meet its own

payroll and also bonuses to those in need of more cash.

You, as a shareholder, will receive your one cord of wood per year, two cords if you feel lucky. That is profit from the timber operations sound - good to you?

You, as a shareholder, own land that you will never hold a deed to, or for that matter, you will never see it in your lifetime. Do you not see that this beast is going to consume itself from the inside out until there is nothing?

There is a point in time when you realize that this iron curtain put up by this corporation is going to be there forever. It is none of our business to inquire about business loans or minutes of any top secret meetings or any information that you want from this beast. Our pockets are not deep enough to change this beast.

As for me, will you send my annual cord of wood to the Internal Revenue Service. Also, any other mail to help pay my taxes.

Tim Ackerman

Frank Murkowski and Ted Stevens, the landless Natives, foresters, etc., by environmentalists who generalize and portray the situation in light of their own perceptions, not really allowing the Natives to speak for themselves.

I am a Ketchikan landless Native, and throughout my life I wondered where the Ketchikan Indian village was. When I was young, I felt a loss in the unity of our Indian people - even looking for our place - where there was none for us.

Indians are a close people, they are uniquely bonded to this country. We are the survivors of the often horrible things that happened to our grandparents. We witnessed a wounded generation, and I had the privilege of being raised close to one of these very old full-blooded Indian people - my grandmother.

The environmentalists put out the landless issue as though it is just about timber, and they have misled many to believe this is so. I resent having a lot of people looking at Indian people this way, and having environmentalists accusing Murkowski of hiding a timber agenda behind the landless bill.

The intent of the Alaska Native Claims Settlement Act was to allow Indians to use their resources for their way of life, and to help

them toward economic self-sufficiency because they were so destitute. The landless Indians have been faced with some very difficult issues, which, when one looks into them, one would know that it isn't easy to have a new people come to our country, which we have had to fight a very difficult battle to stay players in.

The economic situation in Southeast Alaska has even our Indian people homeless and jobless with the poor economy. Studies have proven that our people are the poorest in the state.

I have seen Murkowski express a desire to help with the hardships the people of Southeast are going through, yet the environmentalists keep strapping him up, without allowing for the voice of hardship to be heard.

I believe the environmentalists are deliberately misrepresenting intentions behind the introduction of legislation for the landless Natives, believing such a portrayal is going to serve their cause.

When you're fighting your cause, be honest about what you say about the Indians, the protected forest, and about one or two senators' concerns. Remember, in the Indian people there is deep loss, and honest portrayal of all is what is fair.

Joan Mantel

Landless Natives bill is not for timber industry

I have noticed the sweep of letters regarding the bill that came out to help the five Native landless villages of Haines, Ketchikan, Petersburg, Tenakee Springs and Wrangell.

There have been a lot of comments directed toward Sens.

MY TURN

JUNEAU EMPIRE
3-28-95

'Left-outs' deserve stock in corporations

By RAYMOND A. HOWARD Sr.

I have a long, sad story to tell you. This story regards the issue of "lost shareholders."

My name is Raymond A. Howard Sr. I am a Sealaska shareholder. I have a sister by the name of Linda Jean Richards. All my life I was led to believe that Linda had died when she was 2 years old. I believed this to be true, until I received a telephone call from Linda on Nov. 5, 1991.

I got on the phone and she said she was just trying to find out if she had any relatives living. She was completely unaware that I existed.

I thought she might be a person trying to sell me some books, so I didn't want to talk to her. I gave my wife the phone and told her to talk to her.

Linda told my wife that her natural mother's name is Margret Howard; she gave Margret's birthdate, where she was born, the day she died and where Margret is buried. My wife was writing down all this information on paper, and she motioned to me to read it.

She also told me to talk with Linda because it sure sounds like she may be my sister.

When I got back on the phone, I asked her if her middle name was Jean and she said yes. I then asked her if her birthday was June 5, 1947. Linda asked me how I knew this. I was so shocked, I just couldn't believe what I was hearing.

When I was a youngster, some-

I feel bad when I receive my dividend checks ... because in my heart I know that my sister and my nephews do not get anything from our corporations. They are the "left-outs."

one wrote a letter to my grandparents and told them that Linda had died when she was 2, instead of telling the truth that Linda had been adopted by Donald and Wilma Burgerson from Indiana.

Margret Howard, our mother, left Hoonah after Hoonah burned down on June 14, 1944.

Margret did not have a place to stay. She did work in the Excursion Inlet fish cannery until the fall fishing season was over in September 1944. This is when she decided to go to nursing school in Portland, Ore.

Margret took me to Tenakee so that I could live with my grandparents, Albert and Emma Howard.

She died from tuberculosis Dec. 5, 1951, at a hospital in Chicago where she lived for four years.

My sister and I met for the first time in our lives on Jan. 19, 1991, in Fairbanks.

I will never forget that day - how nervous, tickled, happy and tearful we were. My wife Marie and I made the trip to Fairbanks to meet my sister.

The following year, on March 2, 1992, Linda brought her family to Juneau to meet with me again. I got a chance to introduce Linda,

her husband and her children to our whole family, or at least most of our family.

We held a family reunion at the Alaska Native Brotherhood Hall; there were 250 family members. Family came from Angoon, Tenakee, Kake, Sitka, Seattle, Juneau and Hoonah. Everyone was very happy to have found a long, lost family member. Linda was very overwhelmed with how big her family is in Alaska.

My sister and my two nephews (Linda's sons) are enrolled with Central Council, Tlingit and Haida Tribes of Alaska. They are also enrolled with the Bureau of Indian Affairs.

I know in my heart that if I had only known that my sister was alive when we were enrolling with our regional corporation, Sealaska, and our village corporation, Huna Totem, that I would have certainly enrolled my sister and her children under the Alaska Native Claims Settlement Act of 1971.

I believe in my heart that Linda and her children have every right to be enrolled in the Sealaska and Huna Totem corporations, with the same full rights and privileges

that I get from being a shareholder.

Linda did not know that she or her children were entitled to enroll under the 1971 law. (Linda was born in 1947; her son, Donald, was born Oct. 2, 1965; and Timothy Allen Richards was born Sept. 28, 1969).

I feel bad when I receive my dividend checks from either corporation. Because in my heart I know that my sister and my nephews do not get anything from our corporations. They are considered by ANCSA as the "left-outs," so please consider voting in the left-out shareholders.

Most left-out shareholders have been left out through no fault of their own. I believe that we should vote them into the corporations. I believe there are about 200 or so left-out shareholders living now.

In closing, I would like to emphasize that we should honor and enroll any shareholder who is considered to be a left-out shareholder of the Alaska Native Claims Settlement Act of 1971.

We have cut off our own people who were born after 1971. Why should we forget our lost shareholders who have found their heritage after years of being lost in civilization?

Vote "yes" and let left-out shareholders enroll into ANCSA corporations.

Raymond A. Howard Sr. is a Hoonah resident.

March 27, 1995

Pete Kott, Labor & Commerce Committee
Room 432, Capitol Bldg.
Juneau, Alaska 99801-1182

Dear Mr. Kott:

Thank you for allowing the Native people to testify regarding HB 251. We are very concerned, and view this issue very seriously. This legislation has proven to be very cumbersome to our Native Indian people affected. The issues are very broad, and very technical, we really do get exhausted over having the struggle within the problems of the Alaska Native Claim Settlement Act (ANCSA), where it is a situation where most of the Indians have not come to a full understanding of the issues affecting them, or where to do what when.

I would like to make some comments, reflecting on what Roy Hundorf has stated at the hearing. For one, this is not about money, it is about loss of culture and blocking another bridge for the Natives to get to that culture. For Mr. Hundorf, money seems to really be on his mind. Such is not the way with the Native Indian shareholders. He has money, to think about money. Please remember, that it is not all corporations that give out 50% of profits after expenses - it is just CIRI. Sealaska Corporation gives 35%. The settlement was not an equal one, and each and every village, and those Indians who did not receive a village at all, are all affected very differently. Many of them remain very poor, and this bill is a very deliberate and orchestrated decision to severely bring harm, at a hidden level, to them all. It has become hard for us to go to a legislative hearing that is so complex. Indian people feel attacked by non-Indians when the decisions that effect them are put into the non-Native's hands. It may be hard for you to understand, but the Indian people are uniquely bonded together, and to the land. They are a people with a past.

For someone on the Labor & Commerce Committee that does not understand fully the ANCSA, the burden falls onto legal counsel through legislative channels. I am uncomfortable with such a process, in that it does not show you exactly what effect these things are having on the Indian people. I suggest that you use the experience of some of those in the Native group that testified - so that there is a balance of real experience with educational legislative counsel interpretations. I would be glad to help where I can, and to find someone where I cannot help. I think that it is important that you understand, that a corporation can work with the Indians, as you heard in the testimony that the Juneau Native corporation Goldbelt, Inc. had done a 180 degree turn around as a result of shareholder involvement. Others choose to use the Indian money to fight the Indians obsessively over the land and cultural issues, and to perpetuate themselves in office. When a corporation is more financially successful, it does not necessarily mean that they are more culture friendly. With Sealaska Corporation, we find they are financially successful, but far removed from the Native people. They are absolutely different in dealing with the Native people as compared to Yak-tat-kwaan (Yakutat), Kasaan, Goldbelt, or Klukwan's relationships with their Native people. I have seen Yakutat & Klukwan's Indian newsletters for their people, they are very personal, very kind, as to where Sealaska's are very superficial, corporate and autocratic, with a couple little Indian things, and even less in the area of compassion and acknowledgement, here and there. We all know what were feeling, there is a type of overlooking that we are there in that sense. Klukwan has preserved, for use and Indian enjoyment, some very awe-inspiring Indian sites up there (Haines area). There is a large difference here, in that those Natives are "ENJOYING" their sites, and not far removed from them, or having so

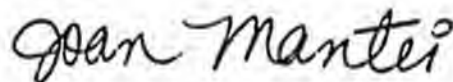
much time go by that they no longer even know where their Indian sites are as a people with a past.

In regards to understanding some of the differences amongst the corporations, in 1993, Sealaska claims to have net sales and investments of \$167,023,000.00 in revenue, for this, we received \$200.00 that year (see attached Sealaska '94-'95 report page). This is what keeps the Indians in poverty. Without land for a common bond, our people are disappearing. There has not in the 25 years of existence been anything tangible of cultural significance given the Indian people to continue their Indian way of life as they wished. Isn't it ironic that these were the same complaints before the historic 1971 Claims Act. It may help you to briefly look over the attached June 1994 Steve Colt report, from the Institute of Social & Economic research at the University in Anchorage, Alaska. It is an old copy that I have, but of particular interest to me is on page 2 the last paragraph states, ". . . many Natives have grown old waiting for meager cash dividends." This brings tears to my eyes regarding the Alaska Native Claims Settlement Act, for that is exactly what happened to my grandmother: *There was no land, and there was not money for her to continue her Native way of life or even for us to get a boat to go to visit our Indian land.* A lot of the Indian lands are in remote places, as with my own family, and can only be reached by boat or small aircraft. There was from ANCSA 1971 to late 1993 when she passed away to try and do something for her and these old people, nothing ever came of it. A few stay rich at the top, for sitting there selling our trees (Sealaska has no businesses at this time-just timber and un-named investments). Our Indian land is turned to Indian money, for them it appears.

I think that from what you could gather, there are extensive issues that must be examined so that there is not unmerciful suffering, or hardships, put upon the destitute Indians. I suggest that the Human Rights Commission become involved with such a severe piece of legislation, that way a kind of a 'rich stealing from the poor' will not take place here in law. I would like to suggest that the committee vote to not move this bill out of the committee.

Thank you for your time today at the hearing. We have never been to one before, and a lot of us were very uneasy.

Sincerely,



Joan Mantei
Box 34711
Juneau, AK 99803-4711

No gross revenues shown just net sales? 1994-95
 Sealaska Corporation



Excerpt from the Consolidated Statements of Operation (in thousands of dollars)

(In thousands of dollars, except per share amounts)
 Years ended

227,174,000 167,023,000 128,205,000
 March 31, 1994 March 31, 1993 March 31, 1992

Revenues:	March 31, 1994	March 31, 1993	March 31, 1992
Net sales	\$219,829	\$155,956	\$111,261
Investment and interest income	7,345	11,067	16,944
	227,174,000	167,023,000	128,205,000
Costs and expenses:			
Costs of products and services	155,464	119,180	80,800
Selling, general and administrative	12,342	11,888	14,711
Interest	510	855	1,420
Other, net	3,932	2,355	1,439
	172,248	134,278	98,370
Earnings from continuing operations before natural resource revenue sharing and income taxes	54,926	32,745	29,835
Natural resource revenue sharing (Note 2)	(35,177)	(13,485)	(8,078)
Earnings from continuing operations before income taxes	19,749	19,260	21,757
Income tax benefit (Note 10)	3,000	3,000	1,000
Earnings from continuing operations	22,749	22,260	22,757
Loss from discontinued operations (Note 3)		(360)	(500)
Net earnings	\$ 22,749,000	\$ 21,900,000	\$ 22,257,000

→ why aren't the gross revenues shown? It's a stock owners right.
unnamed investments

Excerpt from the Consolidated Statements of Operations (in thousands of dollars)

Earnings per share of common stock:			
Earnings from continuing operations	\$ 14.43	\$ 14.12	\$ 14.43
Earnings (loss) from discontinued operations		(.23)	(.32)
Net earnings	\$ 14.43	\$ 13.89	\$ 14.11
Dividends (note 13)	\$ 4.46	\$ 2.00	\$ 5.00

These yearly figures are what keep the Indians in poverty, without Indian land for a common bond - our people are disappearing. It is ironic these were the same complaints before 1971.
→ 44000 we received 20000 50000

COMPENSATION OF OFFICERS AND DIRECTORS

TOP PAID 6 EMPLOYEES *Sealaska Corporation*
'94-'95

COMPENSATION TABLE

This table outlines the most highly compensated officers of Sealaska Corporation and Sealaska Timber Corporation for the fiscal year ended March 31, 1994 and on the date of publication of this proxy statement.

**SEALASKA CORPORATION & SUBSIDIARIES
 SUMMERY COMPENSATION TABLE
 FISCAL YEAR 94**

Name and Principal Position	Fiscal Year	Salary (a)	Performance Award	Pension Plan (b)	All Other Compensation (c)	(d)
Leo H. Barlow (d) President & CEO	FY94	\$124,982	\$ (e)	\$12,498	\$ 960	125942
	FY93	122,642				138440
Robert W. Loescher Exec. VP, Resource Management	FY94	110,000	(e)	11,000	3,360	143360
	FY93	107,900	10,790			124360
	FY92	101,850	10,185			
Jack Coady COO & VP Operations Sealaska Timber Corp.	FY94	99,093	9,909	10,900	3,380	102413
	FY93	99,099	20,675			123262
	FY92	90,000	16,200			
Ventura Samaniego (f) Exec. VP Sealaska Timber Corp.	FY94	97,500	(e)	9,750	3,360	110610
	FY93	89,076	38,405			
	FY92	85,000	8,500			
Ray McEwen VP Quality Control Sealaska Timber Corp.	FY94	87,000	8,700	9,570	3,360	108630
	FY93	87,000	16,205			
	FY92	78,882	14,800			
<i>Former Officer</i>						
Chris E. McNell, Jr. (g)	FY94	61,090	16,500	26,909	193,178	297677

#30594.00 raise they didn't why? just the dividend for the people in the funds 200 in 1 year.

(a) Current annual salaries for Messrs. Barlow, Loescher, Coady, Samaniego and McEwen are \$155,576, \$110,000, \$101,770, \$97,500 and \$87,000, respectively.

(b) Unless otherwise stated, "Pension Plan" includes company contributions to the Money Purchase Pension Plan paid on behalf of each officer. The company's contribution is based upon 10 percent of all eligible Sealaska and Sealaska Timber Corporation (STC) employees annual salary expense and is allocated based on integration with social security tax costs.

(c) Unless otherwise stated, "All Other Compensation" includes an amount for auto allowances and premiums for group life insurance in the amount of \$400,000 per officer.

(d) Mr. Barlow was appointed CEO effective August 1, 1992. Prior to that he served as president of Sealaska Timber Corporation. Mr. Barlow serves on the Board of Directors of the National Cooperative Bank, which has a financial transaction (loans) with Sealaska Corporation in excess of \$20,000, which preceded his tenure as a director of the bank.

(e) Performance awards for the year ended March 31, 1994 have not been awarded as of the date of publication.

(f) Mr. Samaniego was appointed Executive Vice President of STC effective February 1, 1993. Prior to that he served as President of Fairbanks Sand and Gravel and Alaska Aggregate Corporation.

(g) Mr. McNell resigned as Executive Vice President/General Counsel effective October 15, 1993. The performance award amount is for fiscal year 93. "All Other Compensation" includes severance payments of \$191,498, including payments for unused accrued sick and annual leave.

This is what stated in previous reports - when will we see the bonus award amount?

Testimony of
Roy M. Huhndorf, Chairman & Chief Executive Officer
Cook Inlet Region, Inc.

Regarding H B 251
3/27/95

Mr. Chairman and Honorable Committee Members:

My name is Roy Huhndorf and I am the Chairman and Chief Executive Officer of Cook Inlet Region, Inc. (commonly known as CIRI).

As you know, CIRI is one of the twelve Alaska regional corporations formed pursuant to the Alaska Native Claims Settlement Act, or ANCSA. The legislation you are considering today, House Bill 251, is the result of careful consideration over a long period of time by the regional corporations and a number of ANCSA village corporations, of problems posed for them by the Alaska Corporations Code. This bill has broad support among the Native corporations, and I am privileged to speak to you not only on behalf of CIRI but on behalf of the many regional and village corporations supporting this bill.

Our general counsel, Mark Kroloff, has already submitted detailed written testimony regarding the specific provisions of H.B. 251. My purpose today will not be to repeat that more detailed, technical testimony, but instead to touch briefly on some of the policy considerations that support passage of this bill.

As you may know, ANCSA called for all regional and village corporations to be chartered as corporations under Alaska law. Regional corporations were required to be chartered as for-profit corporations. Village corporations could opt to be chartered as for-profit or non-profit corporations; most chose for-profit status. Therefore all regional corporations and most village corporations are governed by the general corporations law of Alaska found in part 10.06 of the Alaska Corporations Code.

What many people do not realize is that Native corporations are preeminent among the businesses most affected by the Alaska Corporations Code. Most of the state's largest businesses, such as the oil companies, communications companies, timber companies, oilfield service companies, and others, are not incorporated under

the laws of the State of Alaska, but are incorporated under the laws of Delaware or other states that attract incorporation. Thus, Alaska Native corporations are among the most economically significant corporations governed by the Alaska Corporations Code.

Yet, in 1989 when the Corporations Code was broadly re-written by a California law professor hired at that time to advise the state, the re-write largely ignored important issues of state corporation law that affect Native corporations. As a result, the legislature has amended the Corporations Code on more than one occasion since 1989 to enact specific provisions dealing with Native corporations. Most of these amendments are contained in section 10.06.960 of the Code, which is a separate section dealing with Native corporations and which is the section that would be further amended by H.B. 251.

Most of the Native corporation amendments have been designed for two purposes: First, to address problems unique to the way Native corporations operate; and second, to more closely reconcile provisions of the Corporations Code with provisions of ANCSA. The legislation before you today seeks to do both.

We are all familiar with the series of petition drives and special meeting requests that are sweeping across the state, from Goldbelt and Sealaska in the Southeast to Arctic Slope Regional Corporation on the North Slope. In these petition drives, small groups of shareholders, in some cases encouraged by a group of non-shareholder advisors who have moved from region to region, are demanding that Native corporations hold special meetings of shareholder to consider a variety of resolutions. Most of these resolutions, while addressing matters that shareholders may be interested in, are of an advisory nature only.

On its face there is nothing wrong with the petition process. If a significant number of shareholders would like their corporation to call a meeting, and if they have honestly and with full disclosure presented to their fellow shareholders all of the facts surrounding the matters to be addressed at the meeting, we would have no objection to the process.

But that is not what is happening under current law for two important reasons. First, these petition groups have been using false and misleading information in their petition drives in every region of the state. The securities administrator has done

nothing to stop this false and misleading information, because it is uncertain, in his view, whether a petition for the purpose of calling a special meeting is the same as a proxy and therefore subject to the truthfulness requirements of Alaska's proxy rules. This legislation makes clear that it is, and requires the administrator to act to stop the spread of false and misleading information in these petition drives.

Second, this legislation would change the threshold for calling a special meeting from 10% to 25%, to make it more consistent with the petition provisions of ANCSA. This is an important protective mechanism for the vast majority of shareholders who support conducting the corporation's business at its regular annual meeting, and who see the corporation's money wasted when it has to conduct repeated special meetings at the behest of a small minority.

ANCSA has not dictated petition requirements for every corporate issue affecting Native corporations. But on perhaps the single most important issue--the alienability restrictions governing ANCSA stock--Congress provided that 25% of the shareholders sign a petition before the corporation can be required to call a special meeting.

What is the purpose of a higher, 25% threshold: To ensure that a proposition has some significant level of support, even if it is a minority, before the corporation can be required to undergo the expense and disruption of a meeting.

If you pass this legislation, will shareholders be deprived of their rights to bring resolutions before their corporations? No. First of all, shareholders can always bring resolutions before the corporation at the company's annual meeting, which by statute is required to be held every year. H.B 251 addresses special meetings only and does not affect that right.

Secondly, any time there is significant support for a special meeting, even if it is only support by a minority, 25% of the shareholders will be able to call for such a meeting.

What this legislation will do is protect the vast majority of shareholders from the manipulation that can come when people use false and misleading information in a petition drive. It will also ensure that a petition that has only a very limited amount of support cannot be used to repeatedly subject the corporation to the expense and

disruption of a special meeting. In addition, the legislation contains a provision conforming Alaska law to the majority of state corporations law, including Delaware, by providing that where a corporation has a classified (or "staggered") board of directors, the recall provisions of the Corporations Code do not apply.

In conclusion, I would like to point out that CIRI has taken a leading role in improving the lives of our shareholders and helping empower our shareholders to control their own destiny. Our efforts include one of the state's most aggressive Native hire programs; numerous social and cultural programs such as the Alaska Native Heritage Park, the Alaska Native Justice Center, Koahnic Broadcasting Corporation, and other programs; and special stock buy-back legislation for CIRI shareholders to vote on to provide a middle-ground between restriction and un-restriction of CIRI stock. The many other Native corporations supporting this bill also support some of these, and other important programs, in their areas. We see this bill as a means to further protect and empower our shareholders, by requiring a petition process that is truthful, accurate, and supported by at least a relatively significant minority of shareholders.

In closing, I would like to thank you once again for the opportunity to speak to you today.

STATE OF ALASKA

DEPARTMENT OF COMMERCE AND ECONOMIC DEVELOPMENT

DIVISION OF BANKING, SECURITIES AND CORPORATIONS

WALTER J. HICKEL, GOVERNOR

P.O. BOX 110807
JUNEAU, ALASKA 99811-0807
Banking & Securities (907) 465-2521
Corporation Section (907) 465-2530

ANCHORAGE
Corporation Information (907) 563-2161

November 22, 1994

Transmit by fax: 349-1546

Ms. Delice Alexander Calcote
Shareholders For CIRI'S Future
205 E. Dimond Boulevard, #326
Anchorage, AK 99515

COPY

Dear Ms. Calcote:

Re: LETTER OF CENSURE

As we have previously discussed, this letter will act as formal notice and censure relative to allegations concerning two materially false and/or misleading statements which were contained in proxy material distributed by Shareholders For CIRI'S Future (SFCF) prior to the special shareholders petitioned meeting of November 17, 1994.

The referenced statements involved representations that CIRI had booked Net Operating Loss (NOL) receipts as revenues in order to facilitate bonuses for management officers and the second that CIRI had lost asset value in excess of \$200 million in its broadcast properties as evidenced by its audited financial statements. In the first instance, we saw no evidence to support the contention that any NOL accounting was done to influence managements decisions involving payments of bonuses. The manner in which the NOL's were booked was in accordance with "generally accepted accounting principles" (GAAP) as attested by CIRI's certified public accountants in their opinion letter accompanying the audited financials. With respect to the booking of the asset value of the broadcast properties your representations reflected a failure to carefully review the referenced financials that disclosed a consolidation of certain asset items in the main balance sheet again in accordance with GAAP.

In any event you should know that had this proxy contest involved a binding vote (as in election of directors) this office would have been compelled to undertake administrative action to consider the possible voidance of proxies obtained prior to or in the absence of corrective statements. The Administrative process includes an opportunity for hearing prior to the issuance of any order.

Should SFCF become involved in any further proxy contest, we urge that you seek appropriate legal counsel and further that all proxies or proxy related materials be timely filed with this office as required by AS 45.56.139.

Please do not hesitate to contact this office if we may offer any further information or assistance.

Sincerely Yours,


Lawrence P. Carroll

Senior Securities Examiner

LPC/vs459.bsc/112294a

06-1114LHCC: CIRI



Alaska State Legislature

Please enter into the record my testimony to the

House Labor Comm
committee name

committee on

HB 251
bill/subject

dated

3/27/95

MR. HUHNDORF'S STATEMENT REGARDING SUCCESSFUL CORPORATIONS HAVING MORE PROBLEMS WITH SHAREHOLDERS DOESN'T MENTION THE FACT THAT THE SHAREHOLDERS ARE LIVING IN URBAN AREAS AND THEREFORE BETTER EDUCATED IN CORPORATE AFFAIRS. FAX MACHINES, TELEPHONES AND COMPUTERS ARE MAKING IT EASIER FOR SHAREHOLDERS TO BECOME INVOLVED. BETTER COMMUNICATION MEANS WE ARE MORE INFORMED. SHAREHOLDERS ARE SENDING INFORMATION TO ONE ANOTHER. THIS WOULD NOT HAVE BEEN POSSIBLE SEVERAL YEARS AGO. MONEY IS JUST A POLITICAL TOOL. MR. HUHNDORF MENTIONS MONEY IS CAUSING THE PROBLEMS. THE SHAREHOLDERS ARE ANGRY BECAUSE THERE IS A LACK OF COMMUNICATION BETWEEN MANAGEMENT AND THE SHAREHOLDERS. THE CORPORATIONS ARE DOING WELL FINANCIALLY BUT THEY ARE NOT INFORMING THE PEOPLE BEFORE PASSING LAWS. ARE YOU AWARE THAT CIRI WANTS TO SPEND MORE ON THE CULTURAL CENTER THAN THEY WANT TO INVEST NOW MONEY FOR FUTURE DIVIDENDS. CIRI IS OFFERING THINGS SUCH AS DEATH BENEFITS, WHICH OF OUR VILLAGE CORPORATIONS ALREADY HAVE FOR US. MANY OF THE BENEFITS DO NOT ASSIST PEOPLE SUCH AS MY NINETY YEAR OLD GRANDMOTHER. SHE WILL NEVER USE A COLLEGE SCHOLARSHIP AND YET HER SHARE WOULD BE OFFERED TO OTHERS UNDER THE CORPORATE PROGRAM. SHE HAS HER DEATH MONEY IN THE BANK. SHE USED HER PERSONAL DIVIDEND CHECKS FOR THIS FUND. SHE DOES NOT NEED CIRI DEATH BENEFITS. SHE CAN THINK AND INVEST FOR HERSELF. THE ONLY FAIR WAY TO GIVE BENEFITS IS IN THE FORM OF DIVIDENDS. I AM NOT AT THE POVERTY LEVEL NOR ARE MANY OF MY FRIENDS WHO ARE AGAINST THE PRESENT LACK OF PARTICIPATION. COULD IT BE THAT MR. HUHNDORF IS USING THE MONEY ISSUE BECAUSE THERE ARE MANY PEOPLE WHO WANT HIM TO RESIGN? COULD MR. HUHNDORF BE AFRAID OF BEING RECALLED FROM THE BOARD? THERE ARE BOARD MEMBERS WHO THE SHAREHOLDERS WOULD REINSTATE IF THERE EVER ACTUALLY WAS A RECALL. WE DO NOT WANT HIS BROADCAST MONEY BUT IT IS A POLITICAL TOOL THE SAME AS MR. HUHNDORF USES. THE NOW ISSUE AS A POLITICAL TOOL. IT IS ALL POLITICS. WE WANT A BETTER WAY OF VOTING FOR OUR BOARD MEMBERS, HENCE A NEW PROXY. THERE IS TWO SIDES TO EVERY STORY. OFTEN A POLITICAL LEADER BECOMES SO POWERFUL HE FORGETS HIS ROOTS. ASKING CORPORATIONS FOR MONEY IS SOMETIMES USED AS A BARGAINING TOOL. NOT ALL DISSIDENT GROUPS ARE ASKING FOR RECALLS. CONCERNED SHAREHOLDERS FOR CIRI AND DOYON ARE ASKING FOR NOW AND NEW PROXIES. SEA LION CORPORATION HAS A WONDERFUL PROXY AND THERE ARE NO COMPLAINTS FROM THOSE PEOPLE. WE ARE USING SOME ISSUES TO GAIN OTHER ISSUES AND WE ARE SLOWLY MAKING CHANGES. TAKING AWAY OUR POWER TO INSTITUTE CHANGES IS UNFAIR. I WILL NOT USE THE PETITIONS I HAVE UNLESS WE FAIL TO MAKE CHANGES AT THE ANNUAL MEETING. A NEW PROXY MAY BE ALL IT TAKES TO CHANGE THE ATTITUDE OF THE SHAREHOLDERS. CONCERNED SHARE HOLDERS FOR CIRI SHOULD NOT BE MADE TO SUFFER BECAUSE OF RECALL GROUPS. WE ARE USING THE POWER YOU WISH TO TAKE AWAY FROM US FOR POSITIVE CHANGES. BOARD MEMBERS STATE THAT WE HAVE HELPED THEM REALIZE THINGS THAT WERE WRONG WITH CIRI. THERE ARE MORE THAN 10% OF THE PEOPLE THAT ARE UNHAPPY. ALMOST A THIRD OF THE PEOPLE SUPPORTED US IN NOVEMBER 1994. I CURRENTLY HAVE SUPPORT OF MORE THAN 10% AND MORE ARRIVE DAILY. I AM NOT OPENLY SLANDERING CIRI. WE ARE PROUD OF OUR CORPORATION. WE JUST WANT SOME CHANGES. ALL RESPONSES TO OUR SURVEY ARE POSITIVE. PEOPLE WANT PARTICIPATION. PLEASE DO NOT PASS THIS BILL BASED ON RECALL GROUPS AS WE ARE NOT ALL RECALL GROUPS. THIS BILL ASKS 70,000 NATIVES TO BE SUPPRESSED SO A FEW DISSADENT GROUPS CAN BE CONTROLLED. THESE PROBLEMS STARTED EIGHTEEN OR NINETEEN YEARS AGO. WE HAVE BEEN DISCUSSING THEM FOR YEARS. WE FINALLY TAKE ACTION AND THE LEGISLATORS MAY DECIDE TO STOP THE PRO...

ANOTHER 18 YEARS? THERE WAS NO NOL MONEY THEN AND TODAY THE MONEY IS JUST THE SURFACE OF THE NATIVE CORPORATION ISSUES. WE ARE ASKING TO REMOVE NO ONE FROM THE BOARD EXCEPT BY FAIR ELECTION. PLEASE LEAVE THE PRESENT LAWS ALONE. THE PEOPLE ARE UNITING AND PASSING THIS BILL WILL SUPRELY CAUSE AN UPRISING ALL OVER THE STATE OF ALASKA. WE ARE SOLVING OUR PROBLEMS WITH CIRI USING THE VERY TOOLS YOU WISH TO REMOVE FROM THE SHAREHOLDERS. I BELIEVE THERE WILL BE NO RECALL AND POSSIBLY CIRI SHAREHOLDERS WOULD NOT SUPPORT A RECALL. IT IS A USEFUL TOOL AT THIS TIME AND THE BOARD IS PAYING ATTENTION TO OUR NEEDS. THIS WOULD NEVER HAPPEN WITH HB251. IT WOULD BE IMPOSSIBLE. I FEEL THE CURRENT PROBLEMS WITH CIRI ARE AND WILL BE

MARCH 27, 1945

Prepared Testimony
of
Mark W. Kroloff, Vice President & General Counsel
of
Cook Inlet Region, Inc.

My name is Mark Kroloff. I am Vice President and General Counsel of Cook Inlet Region, Inc. ("CIRI"). I appreciate the opportunity to appear before you today in support of House Bill No. 251, an Act relating to Native Corporations.

Introduction

CIRI is one of the twelve regional corporations established by Congress under the terms of the Alaska Native Settlement Claims Act of 1971 ("ANCSA") and, pursuant to Congress' direction, chartered as an Alaska corporation. CIRI is owned by approximately 6,700 Native shareholders of predominantly Athabascan, Eskimo and Aleut descent. The principal lines of business of CIRI and its subsidiaries are natural resource development, real estate, oil field and industrial services, and communications.

Over the course of the last several years, CIRI and a number of other Native corporations have been the subject of increasingly misleading and disruptive proxy campaigns. Just a few months ago, for instance, CIRI was required to undertake the substantial expense and disruption of a special meeting of shareholders to vote upon resolutions that were purely advisory in nature. The petition campaign that led to the call of the meeting was carried on by a small group over many months and relied upon numerous false and misleading statements. Though the proposals advanced by the group failed, the special meeting was expensive and disruptive. Following the special meeting the Division of Banking, Securities and Corporation formally censured the group for its use of false and misleading statements in its proxy materials, but current law did not provide an adequate remedy for the false and misleading statements that initially led some CIRI shareholders to support the call for the special meeting.

No one questions the fundamental right of shareholders to seek corporate change, but these recent campaigns have demonstrated that modest legislative reforms are required to protect Native corporations and their shareholders from fraudulent and abusive practices, and to make the law governing large Native companies consistent with the provisions of ANCSA. As discussed in further detail below, House Bill No. 215 would address this need through several provisions:

(i) conforming the Alaska Corporations Code to ANCSA by increasing from one-tenth to one-quarter the number of outstanding shares required to call a special meeting of shareholders;

(ii) applying to requests and petitions for special shareholder meetings the same filing, information and antifraud provisions applicable to proxy statements and other proxy soliciting materials;

(iii) requiring that copies of requests and petitions for special shareholder meetings be provided to the Alaska securities administrator and the affected Native corporation prior to the circulation of such materials;

(iv) limiting circulation of requests and petitions for special shareholder meetings to a ninety-day period;

(v) providing that directors of Native corporations elected to classified terms shall not be subject to recall without cause;

(vi) specifying that Native corporations need not resubmit to shareholder vote matters that have already been addressed by the shareholders within the preceding two years;

(vii) directing the securities administrator of the State of Alaska to take action to enforce the revised filing and antifraud provisions of the Alaska Securities Act and Alaska Corporations Code; and.

(vii) granting to Native corporations and their shareholders the right to bring a civil action in superior court for injunctive relief and damages against persons who violate the filing or antifraud requirements of Alaska law in connection with an annual or special meeting of shareholders of a Native corporation.

The foregoing provisions of House Bill No. 251, which would conform various provisions of the Alaska Corporations Code to the provisions of ANCSA and ensure that the antifraud provisions of the Alaska Securities Act of 1959 apply to organized proxy solicitation campaigns relating to both regular and special meetings of Alaska Native corporations, appropriately address the need to protect Native corporation shareholders from misleading proxy campaigns without in any way abridging legitimate shareholder rights.

Section by Section Analysis

Proposed Paragraph AS 10.06.960(1) -- Required Call for
Special Meetings

In addition to the annual meeting of shareholders, the Alaska Corporations Code currently requires Native corporations to call a special meeting of shareholders upon the request of the holders of a mere 10 percent of the corporation's outstanding shares. Recognizing the expense and disruption imposed upon Native corporations by the requirement that special shareholder meetings and votes be held in response to shareholder petitions, ANCSA provides, in contrast, that such meetings and votes need be scheduled only in response to the request of a substantial minority -- the holders of at least one-quarter of the outstanding shares entitled to vote.¹ Thus ANCSA ensures that corporations need put to a shareholder vote only those proposals that enjoy significant demonstrated support.

Proposed paragraph AS 10.06.960(1), which would conform state law to the ANCSA provision, recognizes the unique situation and needs of Native corporations and would ensure that the limited management and financial resources of Native corporations

¹ANCSA provides that holders representing at least one-quarter of the total voting power of a Native corporation may petition the board of directors to submit to a vote of shareholders proposed amendments to the articles of incorporation relating to the issuance of additional stock or relating to the termination of the alienability restrictions imposed by ANCSA. 43 U.S.C. §1629(c).

are not diminished by the need to address shareholder petitions advanced by only a small minority of shareholders.

Proposed Paragraph AS 10.06.960(m) -- Special Meeting
Petitions

Current law does not clearly regulate the circulation of petitions requesting a special meeting of shareholders of Native corporations. As a consequence, such petition campaigns are now sometimes conducted for extended periods in reliance upon fraudulent or misleading promotional materials. The Division of Building, Securities, and Corporations has informally expressed the view that it is uncertain as to its jurisdiction to regulate such materials. Given the absence of any clear filing requirement, such campaigns can even be conducted without the knowledge of the affected corporation, leaving the corporation without any opportunity to correct misstatements or ensure that shareholders have accurate information in deciding whether or not to support the petition campaign.

Enactment of proposed paragraph AS 10.06.960(m) would clarify that the antifraud provisions of the Alaska Securities Act of 1959 apply to petitions and other materials circulated in connection with requests for special meetings of shareholders, would require the filing of such materials with the affected Native corporation and with the Alaska securities administrator, and would set forth a ninety-day time period for the collection

of signatures. Taken together, these provisions would ensure that petitions and other materials relating to a call for a special meeting will be fair and informative, that the corporation will have access to such materials and an opportunity to respond, and that such solicitation campaigns will not extend indefinitely.

Proposed Paragraph AS 10.06.960(n) -- Limitation on Recall of Directors without Cause

Pursuant to Section 10.06.453 of the Alaska Corporations Code, a board of directors may be classified into a maximum of three classes with the terms of directors staggered so that either one-half (in the case of two classes) or one-third (in the case of three classes) of the directors are elected at each annual meeting of the shareholders of the corporation. Since only one-half or one-third of the directors, as applicable, stand for election at each annual meeting, the corporation and its shareholders are assured of significant continuity in the management of the corporation. The protection against sudden change provided by classification of the board is particularly important in the case of Native corporations because shareholders of Native corporations, unlike shareholders of other corporations, cannot sell their shares if they lose confidence in management.

The protections provided by classification of the board are undermined, however, by the provisions of Section 10.06.460 of the Alaska Corporations Code, which permit shareholders to effect the removal of the entire board of directors without cause. Recognizing that such provisions circumvent the protections afforded to shareholders by classification of the board, the State of Delaware, a leading jurisdiction in the area of corporate law, has amended its corporations code to provide that in the case of a classified board, directors may only be removed for cause.² This legislation would accomplish the same objective.

In light of the inalienable nature of the shares held by the shareholders of Native corporations, special protections must be afforded against precipitous changes in management. Proposed paragraph AS 10.06.960(m) will not entrench the board or prevent the election of new directors each year, because by statutory mandate one-third or one-half of the board will be required to stand for election each year. It will, however, ensure that the protections against sudden, wholesale changes in management afforded by adoption of a staggered board pursuant to A.S. 10.06.455 is not vitiated by the removal without cause of a Native corporation's entire board of directors.

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Proposed Paragraph AS 10.06.960(o) -- Repetitive
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In enacting ANCSA, Congress balanced the shareholders' right to petition for change against the potential distraction and expense of repeated proxy fights and concluded that even the most fundamental issue affecting the shareholders of Native corporations -- whether or not to terminate the alienability restrictions applicable to the shares of such corporation's stock -- need only be addressed once every two years.³ Proposed paragraph AS 10.06.960(o) will conform state law to the ANCSA provision by providing that a shareholder proposal need not be submitted for consideration by the shareholders of a Native corporation if a proposal on a substantially similar matter was voted upon within the preceding two years. This provision will ensure that the limited financial and management resources of Native corporations are not wasted upon repeated consideration of matters already recently addressed by the shareholders.

Proposed Paragraphs AS 45.55.920(s), AS 45.55.933 and
AS 45.55.990(14) & (15) -- Enforcement

The Securities Act of 1959, like Federal law, provides that it is unlawful for any person in any proxy, registration statement or other document filed with the securities

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administrator to make or cause to be made an untrue statement of material fact or to omit to state a material fact necessary in order to make the statements made, in light of the circumstances under which they are made, not misleading. AS 45.555.160. These provisions will ensure that the same standard of candor and truthfulness applies both to statements made in proxy statements and proxies and to statements made in petitions or requests for special meetings of shareholders. In addition, this proposal would authorize and direct the Alaska securities administrator to prevent the use and distribution of misleading disclosures and permit private parties to seek redress for such violations.

Given the cultural and financial significance of the Native Corporations to their shareholders, and the inalienable nature of their shares, it is imperative that debate concerning the direction and management of such corporations be conducted in an informed atmosphere free of distortion and misstatement. Application of the Securities Act of 1933's disclosure standard to requests and petitions for special meetings, together with a strengthened enforcement mechanism, will ensure that shareholders are presented with reliable information in deciding whether to call for a special meeting or to put a matter to a vote of the shareholders.

Conclusion

Native corporations are special entities with a unique status and responsibility. Nothing is more important than that such corporations respond to and serve the needs of their shareholders. Adoption of this legislation will address abuses that threaten the future of the Native corporations and will help ensure that future differences over policy and direction are debated fairly and resolved by shareholders fully informed regarding all relevant considerations.

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DRAFT

Prepared Testimony

of

Mark W. Kroloff, Vice President & General Counsel

of

Cook Inlet Region, Inc.

March __, 1995

My name is Mark Kroloff. I am Vice President and General Counsel of Cook Inlet Region, Inc. ("CIRI"). I appreciate the opportunity to appear before you today in support of House Bill No. 251, an Act relating to Native Corporations.

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Over the course of the last several years, CIRI and a number of other Native corporations have been the subject of increasingly misleading and disruptive proxy campaigns. Just a few months ago, for instance, CIRI was required to undertake the substantial expense and disruption of a special meeting of shareholders to vote upon resolutions that were purely advisory in nature. The petition campaign that led to the call of the meeting was carried on by a small group over many months and relied upon numerous false and misleading statements. Though the proposals advanced by the group failed, the special meeting was expensive and disruptive. Following the special meeting the Division of Banking, Securities and Corporation formally censured the group for its use of false and misleading statements in its proxy materials, but current law did not provide an adequate remedy for the false and misleading statements that initially led some CIRI shareholders to support the call for the special meeting.

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The protections provided by classification of the board are undermined, however, by the provisions of Section 10.06.460 of the Alaska Corporations Code, which permit shareholders to effect the removal of the entire board of directors without cause. Recognizing that such provisions circumvent the protections afforded to shareholders by classification of the board, the State of Delaware, a leading jurisdiction in the area of corporate law, has amended its corporations code to provide that in the case of a classified board, directors may only be removed for cause.³ This legislation would accomplish the same objective.

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Conclusion

Native corporations are special entities with a unique status and responsibility. Nothing is more important than that such corporations respond to and serve the needs of their shareholders. Adoption of this legislation will address abuses that threaten the future of the Native corporations and will help ensure that future differences over policy and direction are debated fairly and resolved by shareholders fully informed regarding all relevant considerations.

PREPARED TESTIMONY
OF RODNEY PEDERSON
ASSISTANT HOUSE COUNSEL
FOR
ARCTIC SLOPE REGIONAL CORPORATION
ON HOUSE BILL 251
March 27, 1995

Via Fax: 1 (907) 465-2619

Before the Committee on Labor & Commerce
Alaska House of Representatives

My name is Rodney Pederson and I am the Assistant House counsel for the Arctic Slope Regional Corporation (ASRC) and am also a shareholder of the corporation. I thank the Committee for the opportunity to comment on House Bill No. 251 today, and would especially like to thank Representatives Moses, McLenn and Williams for sponsoring the Bill.

As you probably are aware, the Arctic Slope Regional Corporation is one of the regional Native corporations established by the Alaska Native Claims Settlement Act and is one of the entities within the state which would be most affected by the provisions of this Bill. However, I would also like to point out that I, as a shareholder of a Native corporation and a member of the class of people whose rights this Bill is mainly intended to affect, am here to speak not only on behalf of the management of the Arctic Slope Regional Corporation, but as a shareholder of the corporation also.

First, as a representative of the Arctic Slope Regional Corporation, I want to convey that ASRC strongly supports the legislation proposed by House Bill 251; and further, that it supports and agrees with the comments made by the representative of the Cook Inlet Region Incorporated (CIRI). I will not use up too much of the Committee's time by repeating the points made in Cook Inlet's comments, but would simply like to point out that ASRC shares the same concerns and has faced many of the same problems, disruptions and expense encountered by CIRI in dealing with shareholder proposals. It is the opinion of ASRC that the approach to dealing with these problems taken by the provisions in House Bill 251 would be a substantial and important step in preventing or minimizing such disruptions and expense in the future.

I would like to point out to the Committee that there are substantial and important distinctions between a Native corporation and a regular business corporation.

These differences were recognized by the U.S. Congress and prior Alaska legislatures in drafting statutes concerning Native corporations. Congress and prior Alaska legislatures recognized that the unique make up of the stockholders of a Native corporation as compared to a normal business corporation justified different rules and standards between the two types of corporations for considering and voting on several important corporate governance topics, such as changes to the articles of incorporation, changes to eligibility requirements for stock ownership and removal of alienability restrictions.

A Native corporation, unlike a general business corporation, is owned by a large number of similarly situated shareholders, who generally own an equal number of shares. Elections to the boards of Native corporations and voting on shareholder proposals are much more political and usually involve a much larger number of shareholders owning a much smaller, but more equal share of the company than in a normal corporation. Elections are much more like a municipal or county election than a shareholder vote.

The provisions in the corporate code are designed to provide protections for shareholders with different levels of ownership in the company. For example, minority shareholders are entitled to voice their concerns when the majority owners oppress the rights of the minority owners. Thus, in a normal corporation it would be reasonable to allow minority owners, the owners of as little as 10% of the outstanding shares, to petition for a special meeting before the majority owners waste or liquidate the assets of the company.

In contrast, a Native corporation is made up of usually a fairly large number of equally situated shareholders. There is no majority owner or owners to oppress a minority. Thus, it is not as crucial in a Native corporation to protect a minority owner's interest because there is no minority owner and therefore, it is reasonable to require a larger number, for example, the 25% proposed in this Bill, to ensure there is a consensus of at least a substantial minority of equally situated shareholders prior to the calling of a special meeting.

The most important problem that ASRC encountered in its recent experience with the calling of a special meeting by shareholder petition was the inaccurate and misleading statements made by the sponsors of the petition in order to solicit support for the petition and the resolution forwarded to the board by the petition. There was little or nothing ASRC could do to try to limit the misleading and inaccurate statements until the holding of the meeting itself. By the time of the meeting, many shareholders had voted to support the resolution of the sponsors by proxy, based on the misleading and inaccurate statements in and accompanying the petition drive. In fact, many shareholders complained after the meeting that they were intentionally misled by the sponsors and would not have voted by proxy as they did, if they were given accurate information.

House Bill 251 would go a long way towards remedying this problem by affording a mechanism for the corporation to review the statements and information circulated with a petition prior to the circulation and more importantly, would provide sanctions and penalties for the use of deliberately misleading and inaccurate information. This is probably the most important provision in the Bill from ASRC's standpoint, and is strongly supported by ASRC.

Because I do not want to use any more of the Committee's time than is necessary to convey the importance of the provisions in House Bill 251, I have submitted a more detailed analysis of the Bill and proposed changes to clarify ambiguities or weaknesses to the staff of Representative Moses, and hope that the Committee will consider them while reviewing the Bill.

Finally, I would like to comment as a Native corporation shareholder on the relationship between the stable and steady management of a Native corporation and the success of that Native corporation. As a shareholder of the Arctic Slope Regional Corporation, I know that our Board of directors and the management team appointed by the board has been very stable with very little turn over. In fact, several of our board members have been with the corporation since its founding after the passage of the Alaska Native Claims Settlement Act. This stability and steadiness in management is one of the most important reasons for the success in the business environment that ASRC has achieved.

Disruptions in the management and direction of a business enterprise are generally not good for a company, and I, as a shareholder, would support any measures that would help to minimize disruptions and keep a corporation on a steady course towards success.

I do not view the provisions of House Bill 251 as being a significant infringement on my rights as a Native corporation shareholder, but rather as a mechanism to ensure that I am provided with accurate, complete and truthful information when I am presented with a solicitation for my support of a shareholder petition. I would much rather make my decision based on accurate and truthful information than on misleading statements and half truths. At least then, I would be making a decision as a fully informed shareholder when deciding if the issue is important enough to require my corporation to endure the expense and disruption that a special meeting and proxy fight could cause.

Again, I think the Committee for this opportunity to comment on this very important bill.

Rodney Pederson

Assistant House counsel
Arctic Slope Regional Corporation

TO: STATE OF ALASKA LEGISLATURE

FROM: JEAN SZTUK, STATE OF ALASKA CITIZEN
5811 CHURCHILL WAY
JUNEAU, ALASKA 99801
(907) 780-4219

DATE: MARCH 27, 1995

I AM EXTREMELY CONCERNED ABOUT HOUSE BILL #251. IT IS SAID THAT "HISTORY REPEATS ITSELF." THIS HOUSE BILL IS ANOTHER CASE IN POINT. EVERY TREATY EVER MADE BETWEEN THE WHITE PEOPLE AND THE NATIVES HAS BEEN BROKEN FOR HUNDREDS OF YEARS, WITHOUT EXCEPTION.

I STRONGLY FEEL THAT HOUSE BILL #251 IS A JUST ANOTHER UNDERHANDED, SHAMEFUL, AND EMBARRASSING WAY OF TRYING TO SILENCE AND RESTRAIN THE NATIVE PEOPLE.

THIS BILL WILL STIFLE THE ONLY VOTE NATIVES HAVE TODAY ON HOW THEIR CORPORATIONS ARE OPERATED. WHO WILL BE LEFT TO MAKE IMPORTANT DECISIONS IF THEIR CORPORATE BOARDS ARE OUT OF CONTROL AND WHO WILL BE ABLE TO STOP THEM? IF THE NATIVES' RIGHTS ARE TAKEN AWAY, HOW CAN THEY GAIN CONTROL OF AN OUT-OF-CONTROL CORPORATION? THESE CORPORATIONS WERE CREATED FOR ALL NATIVE PEOPLE AND NOT JUST A SELECT FEW. WHY ARE NATIVES' RIGHTS ALWAYS IN JEOPARDY? DO YOU KNOW BETTER THAN THE MAJORITY OF NATIVES WHAT IS BEST FOR THEM? WHY WOULD YOU SUPPORT SUCH A BILL?

I URGE YOU TO VOTE "NO" ON HOUSE BILL #251 TO SHOW YOUR SUPPORT AND DEDICATION TO THE FREE VOICE OF ALASKA'S NATIVE PEOPLE.

THANK YOU IN ADVANCE FOR VOTING "NO" TO DEFEAT THIS HIGHLY UNFAIR BILL.

ATTENTION: *HEB 201*
MARCH 21, 1998

FROM: Ebbie (Rosalyn) Orskoff
P.O. Box 269
Kenai, Alaska 99611-0269
Phone/Fax: 907 283-7748

Dear *DAVID KOTT*:

I urge you to carefully read HB 201 concerning "An Act relating to Native Corporations." This Bill is designed to eliminate the few remaining rights of Native Shareholders. The Board of Directors have recourse to write and change By-laws that remove most of our rights (and have already exercised this power repeatedly). Shareholders, Village Corporations, Board Members and other entities were not notified of this Bill. I spoke to a number of the CTRC Board members. They either did not know about the Bill or were told only part of its context. None had a copy of the Bill. How can our Corporate leader have a Bill introduced with out full consent of the Bill's contents? This Bill affects other Corporations besides CTRC. I faxed the Bill to Ivenek, Ninjichuk and Seidevia. They were not previously informed of the Bill. This Bill does not affect only CTRC Shareholders. It affects the approximately 70,000 Natives in the State of Alaska. A Bill introduced by a Corporate leader to protect himself from a possible Recall is unfair. I do not personally believe in Recalls unless there is no other possible alternative, but HB251 is against any Resolution a Shareholder may wish to bring before the Board. A Bill of this magnitude should not be introduced until everyone concerned is informed. The following is an attempt to explain how the Shareholders rights are taken away.

Sec. 2 AS1006960 states, only the chair of the board, the president, the shareholders of not less than one-quarter of all the shares entitled to vote may call a meeting. If the Board is guilty of any wrong doing, Shareholders will have no alternative way to control the Board. This Bill was introduced to prevent Recall groups. A situation could exist whereas it may be necessary to Recall a Board. A Board should always realize they must conduct themselves properly or a possibility of a Recall exists. A Recall possibility is an insurance for the Shareholders.

The 25% percent of the shareholders is impossible to obtain on a petition. Native Shareholders are reluctant to sign petitions but they will readily sign a proxy. Obtaining 1/4 of the Shareholders signatures is difficult since we are transient people with hundred of address changes every three months. Many of our people are in Advocacy care, old age homes, street people, non-voting shares and other related problems. The majority of the vote at a meeting was only 2,100. There are approximately 6,700 Shareholders in CTRC. Is the State requirement for signatures 10%, and if so this would be discrimination. If a resolution fails due to a small legal technicality, it would be difficult to obtain 25% of the signatures for a petition. CTRC itself would not be able to require that many signatures. Our current By-laws state 10% of the voters and that is difficult to procure on a petition.

Asking Shareholders to file a request with the Corporation for notice of a meeting and/or petition is unfair. We file with the State of Alaska and the filing is available to the Corporation. The Corporations use our money to hire attorneys to fight any

is the Corporation. The Corporation has the money to pay attorneys to find out
what the people make. Giving the Corporation this edge is unjust. The Corporation
did not inform the Shareholders of what they are doing. CIRI and the Shareholders
do not have to inform the Board of what they doing in many matters. Statute
allowing this Bill to pass, a person needs to read ANSCA, in this case CIRI Articles
of Incorporation and CIRI By laws. Shareholders are 70% at or below the poverty
level. They cannot afford attorneys to read the materials. Usually small groups of
friends meet together and ask, "What can I do to make a change?" Someone donates
a few dollars. Someone also writes a letter and/or calls their relatives to see if they
support the issue. Slowly they raise several hundred dollars. Filing with CIRI before
forming a plan is unjust. Shareholders do not know which materials they will use.
They write materials as they learn and as the Corporation make out materials.
HB251 requires Shareholders to give CIRI all articles they will use before they start
the campaign. That would be impracticable in any campaign. You make changes
when necessary and file them with the State. Corporations modify their materials as
the occasion arises and so should Shareholders be allowed this right. They acquire
a mailing list (CIRI charges Shareholders \$60.00 for the list) and file with the state
of Alaska. They mail as many letters as they have stamps (our Shareholders reside in
almost every State and all parts of Alaska) and wait for donations. The donations
arrive with a dollar or one stamp. Some days one hundred dollars or three hundred
stamps arrive. During this process the Corporation may be using our (Shareholders)
money to compose letters against the resolution. Slowly over three or four months
enough money comes in to mail out the entire petition. The entire process is
repetitive for the proxy except the Shareholders have done a solicitation for money
before filing the signatures. CIRI allowed the last group only twenty days to solicit
proxies. The Corporation knows what the Shareholders are doing as there is
usually correspondence between both factions. The process takes at least six
months. Taking away our rights to conduct a campaign is not fair. There is no
possible way a Shareholder could administer any campaign from start to finish in 90
days and that is what HB251 asks for. Currently we are doing a campaign to change
the current proxy form and end discretionary voting. If we introduce a resolution and
we have a grammatical error, under HB251 we could not bring this before the
Shareholders for two years (even if the majority of the Shareholders are in favor).
All Resolutions with CIRI are advisory to the Board. There should not be laws to
restrict and/or stop Shareholders from advising the Board. This right for
Maximum Participation Without Litigation was given to us under ANSCA.
We are also allowed equality under the Equal Prominence Law

The Bill states that if a Resolution is introduced, it can not be converant for two
years. Nov. 17, 1995, a resolution was introduced at a Special CIRI Meeting. The
Shareholders had the majority of the vote. The group had some type of legal
technicality with the resolution. CIRI with their legal advisors (paid for with our
Shareholders money) tossed out the rights of the Shareholders votes. The
Shareholders did not have an attorney due to lack of funds. This resolution was only
advisory to the Board. Under HB251, this resolution could not be re-introduced for
two years. This is unfair.

This Bill allows for fines, jail sentences and felony convictions of Shareholders. I
know of no group or Shareholder who would willfully make a false and/or
misleading statement. Corporations have intimidated the people for years with fear of
reproach. This Bill will take away our ability to speak for ourselves for fear of a fine
and or jail. Native people are learning to speak out. They are a quiet people. The

about back to the Natives of Alaska. I urge you to vote no to HB 251. This bill was introduced without the consent or knowledge of the Alaska Natives. We are the majority, not the Native Corporate leaders. CRI has a top paid lobbyist in Juneau and has been sending people to Juneau over this Fall (Shareholders cannot afford this type of lobbying). They are using our (Shareholders) money to go behind our backs to pass HB 251. Please help the Natives of Alaska stop this Bill affecting not only CRI Shareholders but all Natives of Alaska. Call for further information at 907.283.7148

Sophie Oskoikoff
Concerned Shareholder For CRI

*Please respond in writing.
Thank you. Please call if
you have further questions!*

DELISIO MORAN GERAGHTY & ZOBEL, P.C.

542 West State Avenue, Anchorage, Alaska 99501 (907) 278-9574 FAX (907) 278-4331

Law Offices

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 Debrae Oeding Ford
 John T. Robertson
 Tracy L. K...
 Jeffrey L. ...
 Annette B. Wilson

Date: 3-24-95

To: Tim Benatendi / Carl Moses, Representative
 Fax No. 465-3445
 DMGZ No. 5802-099

From: Rodney Pederson - Arctic Slope Regional Corp.

Pages, including cover page: 8

Document(s) Being Faxed: _____

Original will be sent by mail: Yes No

Message: Copy of Marked up H.B. 251 &
Letter explaining proposed changes.
Please call if all pages not
received & to verify telephonic
comment by me. ☎ 344-2962 - Rod.

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ARCTIC SLOPE REGIONAL CORPORATION
901 Arctic Slope Avenue
Anchorage, Alaska 99518
(907) 349-2369

March 24, 1995

Tim Benetandi
Rep. Moses
VIA FAX 465-3448

Re: House Bill 251

Dear Mr. Benetandi:

This letter will serve to explain the changes that Arctic Slope Regional Corporation is proposing to HB 251. Overall, ASRC supports the Bill, however there are some minor changes that we would like to see made to the Bill, mostly to clarify the intent and to remove possible ambiguities and problems down the road. I will address the changes we are proposing section by section and am attaching a copy of the Bill on which I have hand-written the changes we would like to see.

Sec. 1- We would like to see this section deleted. It seems to attempt to create director liability for voting for a distribution in violation of an improperly called special meeting. If the other provisions of the bill are complied with, this should never occur. Maybe I just do not understand the intent of this provision. I did talk with Mark Kroloff of CIRI and he informed me that this would be deleted from the bill anyway, and ASRC would support the deletion.

Sec.2- This would be renumbered as Sec 1 We would like to amend subsection (l) by either numbering or lettering the five procedures for the calling of special meetings. This would make it much easier to make the clarifications we would like to see to the remaining sections. For example, Subsection (m) below, should only apply to petitions for special meetings or other requests and not to meetings called by the board, the president or the chairman. Further, we would like to clarify that (iv) would be a petition by the holders of one quarter of the shares rather than just the one quarter. This would ensure that a petition and the filing requirements in subsection (m) are required to call a meeting.

Mr. Tim Banetendi
March 24, 1996
Page 2

We would like to amend subsection (m) to clarify that it only applies to petitions by one quarter of the shares or to other persons, (iv) and (v) above. Further, we would like to add the sponsor or solicitor of the petition or request to the information which must be disclosed and filed with the corporation. It may seem that the information required would disclose this, but we want it very clear that the sponsor must be disclosed.

Subsection (o) should be made consistent with the above sections by adding "or other request" to a shareholder proposal. Further, we would like to add "notwithstanding compliance with subsection (m) to make clear that repeated requests for the same proposals are prohibited even if the requirements are met.

Sec.2 We propose to add a new section 2 which would add a new subsection to the definitions in 10.06.990. We would like to add "sponsor or solicitor of a petition or request" to the defined terms because of its importance to several of the amendments we are proposing, and because these are the persons whom this entire bill is intended to affect. We would like to see this limited to the petitioners under 10.06.960 (l) (iv) and (v).

Sec.3 We would like to add language to subsection(b) to make it clear that the penalties would apply to the sponsor of the petition and only the sponsor with respect to violations of 10.06.960 (m). The way it is tacked on in the bill does not make it clear that it applies to petitioners, although they would certainly be covered by "other person". This could be interpreted to apply to anyone who signs the petition and not just the sponsor. The language that we propose to add makes it very clear who the penalty would apply to and that it does in fact apply to sponsors.

Sec. 4 We support this section as written.

Sec. 5 We would like this section clarified that it applies to any and all proxies obtained in violation of the listed statutes.

Sec. 6 We support this section as written.

Sec. 7 We would like to amend this section to clarify that we would like the right to pursue court action to void proxies improperly obtained and to enjoin further violations, however, we would not support seeking monetary damages from a shareholder. We believe the intent of the bill is to deter violations and to afford a

Mr. Tim Benetendi
March 24, 1995
Page 3

mechanism to stop violations which do occur, not to create a right to sue for monetary damages from shareholders. Further, we do not want to support the creation of an additional right for the shareholder to sue the corporation for a violation of AS 45.55.139 by the corporation. This is why we would like to see the provisions for shareholder suits deleted from this section. ASRC nor any Native corporation would ever intentionally violate AS 45.55.139, and this would give a shareholder the right to sue even for inadvertent violations.

Sec. 8 Here also we would like to add a definition for a "sponsor or solicitor of a petition or request" by reference to the definition we propose to add to section 10.06.990.

I sincerely hope that you and Representative Moses will give careful and serious consideration to our proposed changes to your Bill. We have carefully reviewed and dissected the bill with a careful mind toward the intent of the language and believe these changes would eliminate some potential ambiguities and weaknesses. We thank you for the opportunity to convey our opinion on the Bill and the language it contains prior to the hearing on Monday.

Very truly yours,

ARCTIC SLOPE REGIONAL CORPORATION

By:


Rodney Pederson
Assistant House Counsel

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9-1506670
Handwritten
3/24/95

CS FOR HOUSE BILL NO. 251()
IN THE LEGISLATURE OF THE STATE OF ALASKA
NINETEENTH LEGISLATURE - FIRST SESSION

BY

Offered:
Referred:

Sponsor(s): REPRESENTATIVES MOERS, MacLean, Williams

A BILL

FOR AN ACT ENTITLED

1 "An Act relating to the meetings, shareholder proposals, and removal of directors
2 of Native corporations."

3 BE IT ENACTED BY THE LEGISLATURE OF THE STATE OF ALASKA:

Delete Sec. 1

4 Section 1. AS 10.06.480(a) is amended to read:

5 (a) In addition to other liabilities, a director is liable in the following
6 circumstances unless the director complies with the standard provided in
7 AS 10.06.450(b) for the performance of the duties of directors:

8 (1) A director who votes for or assents to a distribution to the
9 corporation's shareholders contrary to the provisions of AS 10.06.358, 10.06.360,
10 10.06.363, or 10.06.365 or contrary to a restriction in the articles of incorporation, is
11 liable to the corporation, jointly and severally with all other directors voting for or
12 assenting to the distribution, for the amount of the distribution that is paid or the value
13 of the assets that are distributed in excess of the amount of the distribution that could
14 have been paid or distributed without violation of AS 10.06.405 - 10.06.438.

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~~10.06.960(1), or the restrictions of the articles of incorporation.~~

~~(2) A director who votes for or assents to a distribution to the corporation's shareholders during the liquidation of the corporation without the payment and discharge of, or making adequate provision for, all known debts, obligations, and liabilities of the corporation is liable to the corporation, jointly and severally with all other directors voting for or assenting to distribution, for the value of the assets that are distributed, to the extent that the debts, obligations, and liabilities of the corporation are not thereafter paid and discharged.~~

~~(3) A director who votes for or assents to a loan of assets of the corporation to an officer or employee or a loan secured by the corporation's shares contrary to the provisions of AS 10.06.485 or contrary to a restriction in the articles of incorporation, is liable to the corporation, jointly and severally with all other directors voting for or assenting to the loan, for the amount of the loan that is in excess of a loan that could have been extended without a violation of AS 10.06.485 or the restriction in the articles of incorporation.~~

Sec. 10.06.960 is amended by adding new subsections to read:

(i) Notwithstanding AS 10.06.405 and 10.06.465(e), special meetings of the shareholders of a corporation organized under this Act may only be called by ⁽ⁱⁱ⁾ the board, ⁽ⁱⁱⁱ⁾ the chair of the board, ^(iv) the president, ^(v) the holders of not less than one-quarter of all the shares entitled to vote at the meeting, or other persons as may be authorized in the articles of incorporation or the bylaws.

(m) In addition to the other requirements of this chapter and AS 45.55 for special meetings, and subject to the penalties in AS 45.53.920 - 45.55.925, a written notice of a petition or other request for a special meeting of shareholders under (i) of this section shall be filed with the corporation before a person solicits support for the petition or request. The notice must state in detail the purpose of the special meeting, and include a copy of the petition or request and all materials to be used in connection with the solicitation. A petition or request bearing the original signatures of the holders of the requisite number of shares supporting the petition or request shall be filed with the corporation within 90 days after the filing. If a petition or request covered by this section does not comply with this subsection and AS 45.55.160, the

(i)

(iv) or (v)

the sponsor
of the
petition
or
request

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petition or request is invalid.

(n) The provisions of AS 10.06.460 do not apply to a corporation organized under the act, if the corporation has adopted articles that provide for classification of directors under AS 10.06.455, or if the corporation is allowed by sec. 57, ch. 82, SLA 1989, to provide in its bylaws for the classification of directors.

(o) A corporation that is organized under the act is not required to consider or to submit to a vote of the shareholders a shareholder proposal that deals substantially with the same subject matter as a proposal that was submitted to a vote of the shareholders within the preceding two years, notwithstanding compliance with

an other request
with subsection (m) above.

* Sec. 3. AS 45.55.920(b) is amended to read:

(b) The administrator may issue an order against an applicant, registered person, or other person who knowingly or intentionally violates this chapter, [OR] a regulation or order of the administrator under this chapter, ^{with respect to} ~~or~~ AS 10.07.960(m), imposing a civil penalty of not more than \$2,500 for a single violation, or not more than \$25,000 for multiple violations, in a single proceeding or a series of related proceedings.

AS 10.06.460: a sponsor or solicitor of a petition or request who knowingly or intentionally violates

* Sec. 4. AS 45.55.920(d) is amended to read:

(d) Before issuing an order under (a)(1), (b), [OR] (c), or (e)(1) of this section, the administrator shall give reasonable notice of and an opportunity for a hearing. However, the administrator may issue a temporary order under (a)(1) or (e)(1) of this section pending the hearing, which remains in effect until 10 days after the hearing is held and which becomes final if the person to whom notice is addressed does not request a hearing within 15 days after the receipt of notice.

* Sec. 5. AS 45.55.920 is amended by adding a new subsection to read:

(e) If the administrator is informed that a person has engaged or is about to engage in an act or practice in violation of AS 10.06.960(m), AS 45.55.139, or 45.55.160, and if the act or practice relates to a regular or special meeting of the shareholders of a Native corporation, the administrator shall

(1) issue an order

(A) directing the person to cease and desist from continuing the

act or practice; and

CSRB 2511)

~~NEW TEXT UNDERLINED (DELETED TEXT BRACKETED)~~

Section 2. AS 10.06.990 is amended by adding a new subsection to read:

(49) "Sponsor of solicitor of a petition or request" means any person or persons who actively petition, solicit or request shareholder support for a petition or request for a special meeting of shareholders within section 10.06.960(1)(iv) or (v).

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^{all proceeds}
(B) voiding a ~~proceed~~ obtained in violation of AS 10.06.960(m),

AS 45.55.139, or 45.55.160; or

(2) ^{all proceeds} bring an action in the superior court to enjoin the acts or practices, to void a ~~proceed~~ obtained in violation of AS 10.06.960(m), AS 45.55.139, or 45.55.160, or to enforce compliance with AS 10.06.960(m), AS 45.55.139, or 45.55.160, and, upon a proper showing, the appropriate remedy shall be granted.

* Sec. 6. AS 45.55.925(a) is amended to read:

(a) In addition to the civil penalties assessed under AS 45.55.920, a person who wilfully violates a provision of this chapter except AS 45.55.160, [OR] who wilfully violates a regulation or order under this chapter. [OR] who wilfully violates AS 45.55.160 knowing the statement made to be false or misleading in a material respect or the omission to be misleading by any material respect, or who wilfully violates AS 10.06.960(m), upon conviction, is punishable by a fine of not more than \$5,000, or by imprisonment for not less than one year not more than five years, or both. Upon conviction of an individual for a felony under this chapter, imprisonment for not less than one year is mandatory. However, an individual may not be imprisoned for the violation of a regulation or order if the individual proves that the individual had no knowledge of the regulation or order. An indictment or information may not be returned under this chapter more than five years after the alleged violation.

* Sec. 7. AS 45.55 is amended by adding a new section to read:

Sec. 45.55.933. CIVIL ACTION FOR CERTAIN VIOLATIONS. A Native corporation, ~~a shareholder of a Native corporation, or both~~, may bring a civil action in superior court against a person who violates AS 10.06.960(m), AS 45.55.139, or 45.55.160, if the violation relates to a regular or special meeting of the shareholders of the Native corporation. In the action, the Native corporation, ~~shareholder, or both~~, may ^{all proceeds obtained by the violator} recover damages from the violator, void a ~~proceed~~, or enjoin the violator from continuing the violation or committing additional violations. ~~A shareholder bringing the action as a derivative action under AS 10.06.932.~~

* Sec. 8. AS 45.55.990 is amended by adding new paragraphs to read:

(14) "Native corporation" means a corporation organized under 49 U.S.C. 1601 - 1641 (Alaska Native Claims Settlement Act);

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(15) "proxy" includes a petition or other request for a special meeting of shareholders under AS 10.06.960(m) and material distributed in connection with the petition or request or with the solicitation of support for the petition or request.

(16) "sponsor or solicitor of a petition or request" means a person defined in section 10.06.990.



Sealaska

One Sealaska Plaza
Suite 400
Juneau, Alaska 99801-1276
(907) 586-1512
FAX (907) 586-9214

March 24, 1995

Honorable Pete Kott
State House of Representatives
Room 409 State Capitol
Juneau, Alaska 99801-1182

Re: House Bill No. 251 "An Act Relating to Native Corporations"

Dear Representative Kott:

House Bill No. 251 "An Act Relating to Native Corporations" is soon to be heard before your committee on Labor and Commerce. This legislation advances improvements to the State Corporate Code focused upon undertakings related to special meetings and shareholder proposals. Changes advanced by the bill will allow for fairness and certainty in the process of promoting issues related to a special meeting, establishing the threshold of interest by shareholders in order to hold a special meeting and stability to corporations as each faces issues, in some cases on a repeated basis, over time.

As a general matter, Sealaska Corporation supports House Bill No. 251 and urges your enactment of these amendments to the State Corporate Code into law this session.

Sincerely,

SEALASKA CORPORATION

Robert W. Loescher
Executive Vice President
Resource Management

cc: Leo Barlow
Roy Huhndorf
Southeast Legislators
SEPA



March 24, 1995

RECEIVED

MAR 27 1995

Ala U.....

Representative Pete Kott
Chairman
Committee on Labor & Commerce
House of Representatives
Mail Stop 3100
State Capital
Juneau, AK 99801-1182

Re: House Bill No. 251

Dear Representative Kott:

I am writing to you in support of your committee's consideration of HB 251, an Act Relating to Native Corporations. The Arctic Slope Regional Corporation (ASRC) is one of the twelve regional corporations established pursuant to the Alaska Native Claims Settlement Act (ANCSA) here in Alaska. As such, we would be directly affected by the passage of HB 251.

ASRC recently held a special meeting of its shareholders that was called by a shareholder petition. We are familiar with the requirements currently on the books for initiating such a meeting and the requirements, or lack thereof, imposed on the petitioning shareholders. Without detracting from the rights of shareholders to present their concerns, our experience was that the process used, and statements made, during the petition solicitation and campaign for proxies by the small group supporting the petition was disruptive and misleading. A significant number of our shareholders complained that they felt they had been intentionally misled and lied to by the petitioners. Unfortunately, we found little in the current law that was of help to us.

The provisions suggested by HB 251 would go a long ways towards ensuring that the process was fairer and more truthful. All shareholders of a corporation, not just a vocal few, have the right to receive accurate and factual information. The changes suggested by this bill are not infringing on the rights of corporate shareholders nor gilding the position held by management. They are simply trying to ensure that the corporate governance issues raised by the petition process function fairly for all concerned.

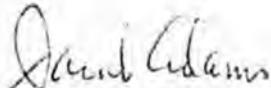
Representative Pete Kott
March 24, 1995
Page Two

The basic standard established by ANCSA itself follows the one-quarter requirement, rather than a mere ten percent; this should be applied by the state as well for determining when a special meeting may be called. It is a standard that all are familiar with under ANCSA and one that has been judged as fair by our federal legislative policy makers.

My purpose here is not to critic the specifics of this bill line by line, but rather to communicate to you and the committee members the need to address the issues addressed in HB 251 and my support for the approach taken here. Unfortunately, I will not be able to present further comments at the committee's next hearing which I understand is now scheduled for Monday afternoon March 27th. I will, however, direct one of our staff people to provide the committee further input at that time.

Thank you for the opportunity to provide my comments to you. I look forward to successful consideration of HB 251.

Very Truly Yours,


Jacob Adams
President

cc: Rep. Eileen MacLean
Sen. Al Adams

92

*Submitted
CSC
3/29/95*

*Submitted
3/24/95*

CONCERNED SHAREHOLDERS FOR CIRI

P.O. BOX 22 KENAI, ALASKA 99612-0266

March 18, 1995

96Cook Inlet Region, Inc.
Barbara Donatelli
CIRI Bldg. 2525 "c" Street P.O. Box 93330
Anchorage, Alaska 99509-3330

Dear Barbara,

We are submitting a list of resolutions for your approval. We request that you approve them for CSC. If any resolutions are against the laws of the State of Alaska or the Federal Government, we wish to be notified. We also wish to avoid misleading filings so that we will not expend unnecessary time at the annual meeting. If any resolution will be considered misleading, please inform us at this time. We will submit these resolutions to Banking and Securities after you approve them. We are not asking for legal advice other than that which pertains to doing our job as Shareholders. After these resolutions are approved by CIRI, we will officially submit them to you. CSC hopes that CIRI will submit their resolutions to use in a timely matter as we need to file all papers pertinent to a Proxy solicitation in the event we decide to pursue a campaign. We do not wish to have a repeat of the November 17th, 1994 special meeting. CSC's only concern is the Shareholders receive a fair and just vote on these issues. We believe that under the Equal Prominence Law and under the ANSCA law concerning Maximum Participation, we are entitled to a response from CIRI on these above resolutions. CSC respectfully requests your immediate response to the above matter. We also request that you do not use CSC (Concerned Shareholder's For CIRI) name in any surveys, polls or in the media without written approval from CSC.

Sincerely,

CSC

Mary Ann Mills

Roberta Oskolkoff

Mary Ann Mills

Roberta Oskolkoff

Without Prejudice UCC1-207

*Not
Answered*

*Sorry about
mistake*

*We received
reply*

Concerned Shareholders For Ciri
 MARCH 17, 1995

Mark Kroliff
 Vice President Counsel
 CIRI Building 2525 "C" Street P.O. Box 933-00

Dear Mr. Kroliff

CSC is supported solely by shareholders. The only source of funding is shareholders. Do you understand these statements? No donations have been larger than one hundred dollars. The normal donation is in the form of stamps. All membership limited to shareholders of Cook Inlet Region, Inc. Quite frankly, CSC members do not wish to submit their names to CIRI for fear of reprisal and/or legal action CIRI may pursue against them. It has already been acknowledged, in a book published by the Cook Inlet Region called, "Our Story, Our Lives," in a quote from Otto Thiele Sr. on ANSCA and CSC quotes, "it's the Lawyers' Retirement Act, is what it is. And that's what the attorneys all over the West Coast, Washington D.C. and Alaska call it laughingly--The Lawyers Retirement Act. Because there's lawyers, whole firms, that don't do nothing but represent Native corporations and villages. And they wind up with all the money"

Our supporters could summon a special meeting at any significant moment. Does this tell you the magnitude of our membership? Are you asking about membership so you can find out how much support CSC actually has? We have shareholder support who would not sign a petition for fear someone would find out and the consequences might affect their job and/or friendships. Intimidating and browbeating of our indigenous people must end. Legal twisting and insinuations with words to attempt to control our intrinsic people must terminate. Examples are January 3, 1995 letter sent to shareholders. We must institute a better way to allow Maximum Participation. It is pathetic that the battering of the Alaska Natives continues to exist in any form.

Is CIRI using an Attorney to intimidate CSC and other shareholders and groups? Many feel manipulation of this sort is being used to dissuade the shareholders from taking active part in corporate matters. Is it true? The majority of the Alaska Natives are at or below poverty level and cannot afford legal representation to protect themselves. Therefore they look towards a group(s) protection to speak against the wrongs created by ANSCA and management of large corporations. Doyon and other corporations are beginning to take action against Board Management and assets. Doesn't this tell management the people are ready for a new beginning?

All correspondence is submitted by shareholders. We do not solicit membership or donations from outside the shareholders and we do not accept donations from businesses. Are you suggesting CSC might accept resources from other than shareholders of CIRI? This type of implication would be an insult to the integrity of CSC. CSC asks CIRI and their employees to refrain from any unwarranted shallow hints directed towards the integrity of CSC. These cowardly implications are a cowardly tactic and should not be used to control shareholders. CSC is not secretly backed by outsiders. We assure you our funds are made to us from shareholders of CIRI. The law says we do not have to disclose our funding if it does not exceed five hundred dollars (\$500.00) per individual donation, so why are you asking about sources of funding? What type of disclosure of our funding are you requiring? Do you want a list of the stamps and donations? We will give this to you without names. It will be a long list ranging from one stamp or a dollar to \$100.00 or 100 stamps. We did not receive funding from questionable sources or past Board of Directors. You mention the same disclosure question about Shareholders For CIRI's future in the January 3, 1995 letter. This is

getting rather redundant when there is nothing to disclose. If CIRC would allow us Maximum Participation without Litigation, there would be no need to solicit funds from shareholders. We would be using CIRC's money, which is virtually our own money

CSC requests CIRC not use the CIRC Newsletter for any defamation directed at CSC. CSC requests that before CIRC publish any material about CSC in any newsletter, mailing and /or media, it be submitted to Concerned Shareholders for CIRC for approval. CSC also requests any material CIRC uses about CSC be filed with Banking and Securities. CSC does not wish implications such as the one CIRC published January 3, 1995

CSC does not wish for legal advice from you except where it pertains to the proper way to conduct business for a Proxy campaign. As shareholders, we are doing our job and as you are our attorney, we are asking for information pertinent to that job. CSC is not the only Native group asking corporations to allow Maximum Participation. Doyon Shareholders and others are all asking for changes. Our corporations should listen to the stockholders and abolish the management slate and distribute the NOLS.

CSC will file all documents for a proxy solicitation when we have, in writing, the required materials. We are requesting the date, time and place of the 1995 Annual Meeting. We are requesting all resolutions CIRC is planning to submit. We are asking for all resolutions that have been submitted to CIRC by shareholders and other groups. In order to avoid the discretionary Authority problem at the November 1994 Special Meeting, we must ask for this information. What date has CIRC set for the proxy mail-out? We need ample time to prepare our materials so we can begin our campaign at the same time. What date is set for the final filing and presenting of resolutions to CIRC? Who is on the CIRC slate? Are all five incumbents on the CIRC slate? Are any incumbents running independently? If a candidate is on the CIRC slate can an independent group also place the nominee(s) on their slate? Can shareholders present resolutions from the floor and vote on at the Annual Meeting and/or Special Meetings? If CIRC refuses to and/or neglects to give us the resolutions, will we be able to conduct a proper proxy campaign and vote on all issues with our proxies? Will CIRC give CSC their resolutions in proper time to prepare materials for a proxy solicitation? CSC requests the resolutions submitted by Shareholder's For CIRC's future from CIRC. Can CIRC revise resolutions submitted by shareholder(s) and/or group(s)? Does CIRC have to present resolutions and/or revised resolutions presented by CSC, other groups, and/or Shareholders to the shareholders on CIRC's proxy? Will CIRC quit using words like should instead of shall when they present a resolution? The proper and just word is Shall! Is it correct for CIRC to use Board powers and CIRC attorneys to fight the shareholders? Can you provide recommended reading to help us prevent a replay of the Nov 17, 1994 meeting? This question pertains to the shareholders' rights under the Equal Prominence Law.

What does CIRC do with discretionary votes? Do they distribute them equally to all five candidates? Do they use the seniority system to vote discretionary votes? If a shareholder marks out one candidate, what happens to the other four? Who gets the votes? If a shareholder marks out all five candidates, is the ballot used for quorum purposes only? If the shareholder marks out all but one of the proxy holders, does the remaining person get to vote the proxy in any way he chooses? Is it understood that the person remaining on the proxy, vote along with the CIRC slate or would he use the vote in any manner for anyone he chooses? How does CIRC normally distribute the vote? Can you understand these questions?

CSC unequivocally hopes CIRC will mail us the stipulated items listed in this letter. If CIRC does not have any resolutions at this time, CSC requests any resolutions CIRC may write in the future be mailed to us on or before March 27, 1995, so we have ample time to meet printing deadlines. Is it true that CSC will be able to vote on all resolutions that are not provided to us in time to solicit and file for soliciting? CSC will submit resolutions and other materials to CIRC when we have answers to the above questions. CSC is asking CIRC to provide us with the following information: time, date and place of the annual meeting, resolutions, slate of candidates and any other materials pertinent to writing a proxy form and filing with the State of Alaska. Let it be known that CSC has given advance notice of intent to run a proxy campaign. CSC has been led to believe CIRC has not resolutions. If CIRC plans to come forward with resolutions, we have hereby asked for them and made every effort to comply with the discretionary law. CSC is now asking for discretionary authority to vote on

about sources of funding? What type of disclosure of our funding are you requiring? Do you want a list of the stamps and donations? We will give this to you without names. It will be a long list ranging from one stamp or a dollar to \$100.00 or 300 stamps. We did not receive funding from questionable sources on past Board of Directors. You mention the same disclosure question about Shareholders For CIRI's future in the January 3, 1995 letter. This is

getting rather redundant when there is nothing to disclose. If CIRI would allow us Maximum Participation without litigation, there would be no need to solicit funds from shareholders. We would be using CIRI's money, which is virtually our own money.

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CSC does not wish for legal advice from you except where it pertains to the proper way to conduct business for a Proxy campaign. As shareholders, we are doing our job and as you are our attorney, we are asking for information pertinent to that job. CSC is not the only Native group asking corporations to allow Maximum Participation. Doyon Shareholders and others are all asking for changes. Our corporations should listen to the stockholders and abolish the management slate and distribute the NOLS.

CSC will file all documents for a proxy solicitation when we have, in writing, the required materials. We are requesting the date, time and place of the 1995 Annual Meeting. We are requesting all resolutions CIRI is planning to submit. We are asking for all resolutions that have been submitted to CIRI by shareholders and other groups. In order to avoid the discretionary Authority problem at the November 1994 Special Meeting, we must ask for this information. What date has CIRI set for the proxy mail-out? We need ample time to prepare our materials so we can begin our campaign at the same time. What date is set for the final filing and presenting of resolutions to CIRI? Who is on the CIRI slate? Are all five incumbents on the CIRI slate? Are any incumbents running independently? If a candidate is on the CIRI slate can an independent group also place the nominee(s) on their slate? Can shareholders present resolutions from the floor and vote on at the Annual Meeting and/or Special Meetings? If CIRI refuses to and/or neglects to give us the resolutions, will we be able to conduct a proper proxy campaign and vote on all issues with our proxies? Will CIRI give CSC their resolutions in proper time to prepare materials for a proxy solicitation? CSC requests the resolutions submitted by Shareholder's For CIRI's Future from CIRI. Can CIRI revise resolutions submitted by shareholder(s) and/or group(s)? Does CIRI have to present resolutions and/or revised resolutions presented by CSC, other groups, and/or Shareholders to the shareholders on CIRI's proxy? Will CIRI quit using words like "should" instead of shall when they present a resolution? The proper and just word is Shall! Is it correct for CIRI to use Board powers and CIRI attorneys to fight the shareholders? Can you provide recommended reading to help us prevent a replay of the Nov. 17, 1994 meeting? This question pertains to the shareholders' rights under the Equal Prorata Law.

What does CIRI do with discretionary votes? Do they distribute them equally to all five candidates? Do they use the seniority system to vote discretionary votes? If a shareholder marks out one candidate, what happens to the other four? Who gets the votes? If a shareholder marks out all five candidates, is the ballot used for quorum purposes only? If the shareholder marks out all but one of the proxy holders, does the remaining person get to vote the proxy in any way he chooses? Is it understood that the person remaining on the proxy, vote along with the CIRI slate or would he use the vote in any manner for anyone he chooses? How does CIRI normally distribute the vote? Can you understand these questions?

CSC unequivocally hopes CIRI will mail us the stipulated items listed in this letter. If CIRI does not have any resolutions at this time, CSC requests any resolutions CIRI may write in the future be mailed to us on or before March 27, 1995, so we have ample time to meet printing deadlines. Is it true that CSC will be able to vote on all resolutions that are not provided to us in time to solicit and file for soliciting? CSC will submit resolutions and other materials to CIRI when we have answers to the above questions. CSC is asking CIRI to provide us with the following information: time, date and place of the annual meeting, resolutions, slate of candidates and any other materials pertinent to writing a proxy form and filing with the State of Alaska. Let it be known that CSC is

any and/or all resolutions submitted by CIRI and not known by CSC in ample time to prepare materials for the annual meeting

Since Congress did not approve the money for the Alaska Native Culture Center, will CIRI take one million dollars of our death benefits, scholarship benefits, and/or personal NOL dividends to compensate the lost of the funds not available for the Native Culture Center?

CIRI would like to give benefits to the shareholders. Has CIRI thought about the consequences of the benefits? Would one share receive the same benefits as 350 shares? Would a person with one share receive a \$2,500 burial fund? Would the person with 300 shares receive \$7,500 burial benefit? Would benefits open CIRI up to lawsuits from both involved parties? Why should shareholders pay for education grants when older people do not need them? If a Shareholder does not agree with those benefits, could he not sue CIRI? If a shareholder did not wish educational money, would his share be refundable in the form of cash? Could he sue for his share of money? Would more NOL money be contributed to the Alaska Native Cultural Center than NOL money invested for the shareholders dividends? Could a Shareholder take legal actions against CIRI because of this? Would it better for CIRI to let charitable entities handle all non-profit business and CIRI deal with profitable corporate business? If CIRI wants the benefits, then shouldn't CIRI ask each individual if they would personally like to donate money from their personal share of the NOL money to any specific benefits and/or all benefits? Who would benefit from the Cultural Center? How many jobs will it provide? Who will administer the program? Who will write the grants? We believe the above are possible legal matters that may cause a legal litigation. Could it be more realistic for CIRI to deal with profit making entities and allow non profit entities to deal with shareholder benefits and Cultural Centers?

Sincerely,

CSC
Shareholder Bobbie Oskolkoff
Shareholder Mary Ann Mills
Without Prejudice UCC1-207

Sincerely,

CSC
Shareholder Bobbie Oskolkoff
Shareholder Mary Ann Mills
Without Prejudice UCC1-207

MARYANN MILLER

9072625483

P. 01

MAR-15-95 WED 18:27

CIRI

CONCERNED SHAREHOLDERS FOR CIRI
FAX NO. 19072625483

P. 02

COOK INLET REGION, INC.

March 15, 1995

Concerned Shareholders for C.I.R.I.
PO Box 266
Kenai, AK 99611-0266

Dear Sir or Madam:

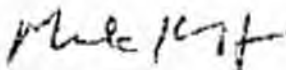
I have received your letter of March 11, 1995, which poses a large number of questions regarding the conduct of a proxy campaign. As an employee of CIRI, I advise only CIRI and cannot provide legal advice to your group. Accordingly, if your group plans to run a separate proxy campaign, it will need to seek its own legal advice with respect to the many questions you have posed.

Your letter also asked a number of questions about me personally. I am happy to provide the following information. I am not a CIRI shareholder. I am a CIRI employee, and not an employee of an outside law firm. If you have additional questions about my employment or that of other CIRI employees, they should be directed to Barbara Donatelli, Vice President, Administration.

Let me try to explain a little more some of the issues regarding groups that refuse to identify what their source of funding is and whether their membership includes outsiders. CIRI has experienced in the past situations in which groups conducting proxy campaigns were secretly backed by non-Native businessmen seeking to take control of the company. Shareholders have a right to know who is really seeking their proxy and whether those people are being financially backed by other interests. The Alaska proxy rules require certain disclosures on these issues, and I would encourage you to consult your own counsel with respect to those rules. You should also keep in mind that a group is not itself a shareholder, and may not be entitled to information that a shareholder could request.

Sincerely,

COOK INLET REGION, INC.

Mark W. Kroloff
Vice President & General Counselcc: Carl Marrs
Barbara Donatelli

CIRI BUILDING 2525 11TH STREET P.O. BOX 38130 ANCHORAGE, ALASKA 99509-3830
(907) 274-8833 FAX (907) 279-8836

MARYANN MILLS

9872628403

P. 02

Mr. Kroloff said he does not know who writes the letters for CSC, yet our names appear on the newsletter provided CIRI. Quite personally, no one wants to sign their name for fear CIRI and our attorney may try to sue us.

Our group, Concern Shareholder for CIRI, have no outside support, we know no businesses and we do not solicit money or support from anyone other than CIRI shareholders and membership is open only to CIRI shareholders. We have never received over \$100.00, from any shareholder, most of our donations are in the form of stamps.

We are not trying to get legal advice from Mr. Kroloff, even though he is our attorney, we are however, trying to do our job as responsible shareholders, as provided by law. We are trying to protect ourselves under the discretionary authority; (AAC 08.535), in the event CIRI does not give us all materials in ample time to prepare for a proper proxy solicitation. We have done every thing possible to secure all materials needed for our solicitation. We feel Mr. Kroloff is impeding our effort of doing our job as responsible shareholders.

We hope our letters and CIRI's meager responses prove that we have made every possible effort to get the resolutions, candidates, and all pertinent information for CIRI's 1995 annual meeting.

We plan to extend one more effort in a letter asking question pertinent to the solicitation, of which we will sign. After this we recognize we have exhausted every available avenue to us.

Thank you for your assistance in this matter.

Sincerely,



Mary Ann Mills
Without Prejudice UCC 1-207
Concerned Shareholders for CIRI

KONIAG, INC.

• 1300 D Street, Suite 407, Anchorage, AK 99503

(907) 561-2668 • FAX (907) 562-62

FAX TRANSMITTAL

TO: Representative
Steve Smith DATE: 3/14/95

ATTN: Chair House Labor
& Commerce Comm. FROM: H. L. Gray,
C.E.O.

FX #: 1-907-465-2819

NUMBER OF PAGES INCLUDING COVER SHEET: 5

MESSAGE: I would to take
this opportunity to
advise you that Koniag Inc.
fully supports the
intent and purpose
of H.B. 257. (Copy
attached).

Sincerely,
H. L. Gray
C.E.O.

Koniag, Inc.

IF YOU DID NOT RECEIVE ALL THE PAGES INDICATED ABOVE, PLEASE CALL (907) 561-2668 AS SOON AS POSSIBLE.

C.C. Representative Allen Anstrom - 1-907-465-4726
Representative Beverly Wash - 1-907-465-4822
Representative Con Kunde - 1-907-465-3871

RESOLVED WITHOUT OUTSIDE INTERFERENCE. THE BOARD NEEDED A LITTLE PUSH IN THE RIGHT DIRECTION. YOU DO NOT KNOW THE END RESULTS. LET THIS BILL RIDE FOR A YEAR AND SEE WHAT HAPPENS. YOU MAY BE SURPRISED AT HOW WE CONDUCT OURSELVES. WE ARE EDUCATED AND CAPABLE. TRUST US TO MAKE OUR OWN DECISIONS. IT IS OUR CORPORATION DO NOT LET ONE MAN DECIDE FOR ALL NATIVES WHAT IS BEST FOR US.

Vote no to HB251

BOBBIE OSKOLKOFF
TESTIMONY HB251
MARCH 27, 1995

P.O. BOX 266
KENAI, ALASKA 99611
907-283-7748

Signed: *Bobbie Oskolkoff*
Testifier

Representing (Optional)

P.O. Box 266 Kenai, Alaska 99611

Address

907-283-1748 for name

Phone No.

P.O. BOX-266

KENAI, ALASKA 99611-0266

PH. (907) 283-7748 OR
FAX (907) 262-5403

March 2, 1995

Mark W. Kroloff
Vice President & General Counsel
Cook Inlet Region
Via Fax Number (907) 279-8836

Dear Mark W. Kroloff:

What part of the letter did you not understand? That we request all CIRI resolutions, candidates, for the 1995 CIRI annual meeting? OR, did you not understand, "Your assistance in this matter is greatly appreciated"?

We wrote the letter dated February 28, 1995 on the advice of Banking and Securities. We asked them how we could prevent what happened at the Special Meeting from occurring again, i.e. how Shareholders For CIRI Future were prevented from voting on CIRI resolutions. Mr. Terry Elder told us that we must request from CIRI all resolutions and other pertinent things CIRI would bring forth at the annual meeting, and this is how we could prevent this sort of thing to happen again. Mr. Elder did not give us the impression that it would be a problem.

We are requesting from CIRI when they plan to have the annual meeting, and the all resolutions CIRI plans to present in time for us to meet the legal filing date for filing resolutions and/or proxies. If CIRI is not presenting resolutions then please send us a letter stating they will not be presenting resolutions. In short, we want to be informed in ample time of information pertinent to the 1995 CIRI annual meeting. If CIRI has no intention of complying with our request, please let us know in writing.

CIRI does know about our petition as Ms. Sharon Isaac hand carried CSC petition to Mr. Hundorf. At the same time we mailed our petition to all of the board of Directors. Concerned Shareholders for CIRI (CSC) is filed with Banking and Securities.

Mr. Kroloff, can you tell us what you are Vice President of?

Will you please give us a history of who you are, what tribe you are from, what law firm you work for, and your attitude toward the indigenous people you serve? We also request the amount of money we pay you, salary and other.

Tae Nan,

CONCERNED SHAREHOLDERS FOR CIRI
WITHOUT PREJUDICE HCC 1-207

cc: Terry Elder, Banking & Securities

P.S. You may address us Concerned Shareholders

Handwritten: 163-2549

March 25, 1995

Concerned Shareholders For CIRI
P.O. Box 766
Kenai, Alaska 99611-0266
907-283-7748

Lawrence P. Carroll
Chief Securities Examiner
State of Alaska Div. Of Banking and Securities
P.O. Box 11087
Juneau, Alaska 99811

ATTENTION: Terry Elder

Dear Mr. Elder,

We sent the enclosed letter (signed) and resolutions to Barbara Donatelli of CIRI. We will officially file with everyone when the attorneys, your office and CIRI agree that we have tried to avoid False and Misleading Statements and we attempted to avoid resolutions against State or Federal Laws. We have also attempted to obtain all resolutions that will take place at the Annual Meeting.

Sincerely,
Bobbie Oskolkoff
CSC
Bobbie Oskolkoff

Enclose all letters + resolutions.

COOK INLET REGION, INC.

Via Fax and Mail
(907) 262-5403

February 28, 1995

Concerned Shareholders for C.I.R.I.
PO Box 266
Kenai, AK 99611-0266

Dear Sir or Madam:

Your letter to Carl Marrs of February 28, 1995 has been forwarded to me for response.

Your letter was not signed by any individual, and we are not sure to whom to respond or what the membership of your group is. In addition, we cannot really decipher from your letter what it is you want CIRI to provide you. CIRI has not yet delivered notice of its annual meeting nor begun a proxy campaign. We do not know what proxy campaign, if any, your group intends to conduct. To our knowledge, you have made none of the filings and delivered none of the materials prerequisite to a proxy campaign. Accordingly, at this point, we really do not know what information is responsive to your request.

Sincerely,

COOK INLET REGION, INC.


Mark W. Kroloff
Vice President & General Counsel

000000000000

cc: Carl Marrs
Barbara Donatelli
B. Agnes Brown

CONCERNED SHAREHOLDERS FOR C.I.R.I.

P. O. BOX 266

KENAI, ALASKA 99521 0266

FAX 907 262-5403

February 28, 1995

Carl Marrs, President
CIRI Building 2525 "C" Street
P. O. Box 93330
Anchorage, Alaska 99509-3330
FAX (907) 279-8836

Dear Carl Marrs:

CONCERNED SHAREHOLDERS FOR CIRI (CSC) is requesting all resolutions, candidates, and all pertinent information we must have for our proxy campaign for the 1995 CIRI annual meeting.

We request you to FAX this information by February 28, 1995 to (907) 262-5403. If this is not your duty, would you please refer this letter to the appropriate person?

Your assistance in this matter is greatly appreciated.

Sincerely,

CONCERNED SHAREHOLDERS FOR CIRI
Without Prejudice UCC 1-207

cc: Barbara Donatelli
Agnes Brown, Sec. CIRI

CONCERNED SHAREHOLDERS FOR C.I.R.I.

P. O. Box 266

Kenai, Alaska 99611-0266

February 27, 1995

Ms. Agnes Brown, Secretary
Cook Inlet Region, Inc
2505 McCrae Rd.
Anchorage, Alaska 99517

Dear Agnes:

Concerned Shareholders for CIRI is requesting the minutes from February 17, 1995 Board Meeting. We are also requesting the minutes from the November 17, 1994 Special Meeting, including minutes of the recesses, and all Board of Directors meetings from November 17, 1994 through February of 1995.

We want to research all of the issues concerning, but not limited to; NDPS, proxy solicitation and long term profit sharing, with the exclusion of the business that require an oath of confidentiality.

Concerned Shareholders are wondering why you were not endorsed as president of CIRI? We believe you have more expertise in corporate business, manners, personal presentation, and human relations than the current administration.

A reply to this letter will be greatly appreciated.

Sincerely,

Concerned Shareholders for CIRI
Without Prejudice UO01-207

No answer found out by calling Cir that we have to go to the office. No copies w/only can make notes. Very difficult. I very can not live in Anchorage.

MAY 1994 BILLS

0077675411

P. 117

CONCERNED SHAREHOLDERS FOR CIRI
P.O. BOX 266 KENAI, ALASKA 99611-0266

March 14, 1995

Mark Kroloff
Vice-President Counsel
CIRI Bldg. 2525 "C" St. P.O. Box 93330
Anchorage, Alaska 99509-3330

Dear Mr. Kroloff:

What does CIRI do with discretionary votes? Do they distribute them equally to all five candidates? Do they use the seniority system? If a shareholder marks out one candidate, what happens to the other four? Who gets the votes? If a shareholder marks out all five candidates, is the ballot used for quorum purposes only? If the shareholder marks out all but one of the proxy holders, does the remaining person get to vote the proxy in any way he chooses? Is it understood that that person would vote along with the CIRI slate or would he use the vote in any manner for anyone he chooses? How does CIRI normally distribute the vote? Can you understand these questions?

Sincerely,
Concerned Shareholders For CIRI
Without Prejudice UNCL 207

no answer.

HARVARD HILLS

9072625403

P. 13

CONCERNED SHAREHOLDERS FOR CIRI

P.O. BOX 246 KENAI, ALASKA 99511-0246

March 14, 1995

Mark W. Krotetz
 Vice President & General Counsel
 CIRI Mfg. 2525 "C" St. P.O. Box 73336
 Anchorage, Alaska 99509 3336

Dear Mr. Krotetz:

Your letter of March 10, 1995, concerning resolutions states, "..... and it does not seem appropriate to give some shareholders - or some groups - previews of certain parts of the information before others receive it. ... And do not want to compromise that effect by distributing partial information - which could be revised before the notice of meeting is sent." It does not seem appropriate for CIRI to use their discretion to prevent the shareholders from doing their job either. Your refusal to send your resolutions to CSC delays our filing for a proxy solicitation. This refusal does not comply with the Equal Treatment Law and is against ANSCA as it does not allow maximum participation without litigation. We would like to comply with the law in our preparation and distribution of materials for the 1995 Annual Meeting. Is CIRI willing to compromise and allow us ample time to prepare our materials? In order to fairly represent the shareholders, we must mail out all of CIRI's resolutions as well as our resolutions. We would like to present CIRI with our resolutions and request CIRI to present their resolutions. We are also requesting the date, time and place of the 1995 Annual Meeting. Could you mail this information before the end of the week? If we submit our resolutions and our candidates to CIRI will CIRI present any resolutions that contradict ours to CSC? CSC has heard rumors that Concerned Shareholders For CIRI's Future submitted resolutions to CIRI for the 1995 Annual Meeting. Is this true? We are requesting copies of those resolutions from CIRI and any or all resolutions CIRI passes. CSC is requesting the above items so we have the same amount of preparation time as CIRI and so we can begin our proxy solicitation, if we so desire, on the same day CIRI mails theirs. Perhaps both parties could set a deadline date for submission of resolutions? CSC also requests a copy of the CIRI state of candidates.

Concerned Shareholders For CIRI
 Without Prejudice UCC1-207

no can

MARYANN MILLS

9872625106

P. 12

Concerned Shareholders For CIRI

P.O. Box 266

Kenai, Alaska 99511-0266

March 11, 1995

Mark W. Kroloff Vice President & General Counsel
 CIRI Bldg. 2525 "C" St. P.O. Box 93330
 Anchorage, Alaska 99509-3330

Dear Mr. Kroloff:

We did not know Attorney Kroloff had a sense of humor or we would have mentioned our appreciation of your cynical response to our first letter. We are delighted with your ability to discern something from our March 2, 1995 letter.

We notice you did not mention if you were a CIRI shareholder. Are you? Are you retained full time as Counsel for CIRI, and if so, what are we paying you? As shareholders, we feel it is our obligation to be informed of the financial status of all of our ~~own~~ ^{own} ~~shareholders~~. You are recited in stating that we have not disclosed our membership. This is not a concern of yours. Members do not wish to be threatened by legal actions or pointed accusations in CIRI mail outs. Your inquiry about who finances CSC is rather redundant. The same people who pay your undisclosed salary are the same people who support CSC. Who else would have an interest in CIRI affairs?

We have not state what our proxy campaign consists of because:

1. We are trying to avoid the same mistakes that were made at the November 17, 1995 meeting.
2. Mr. Huhndorf stated on March 2, 1995 to Ms. Mills, that CIRI did not have a date set for the annual meeting.
3. You will not properly answer our questions concerning resolutions.
4. We are still researching data needed to conduct our campaign.

We would like answers to the following questions:

1. What is the final date for filing and or presenting resolutions to CIRI for the Annual Meeting?
2. Can CIRI revise or amend any resolutions presented by the shareholders?
3. Does CIRI have to present the resolutions we submit to CIRI, to the shareholders at the Annual Meeting? (Mr. Huhndorf stated in one of his newsletters that we could present new resolutions in this manner.)
4. Can Shareholders present resolutions from the floor and have them voted upon at the Annual Meeting and or a Special Meeting?
5. If CIRI refuses to give us their resolutions, how can we conduct a proper proxy campaign and be allowed to vote on all resolutions with our proxies?
6. If a proxy states, ".....and on all other matters that may come before the May 19, 1995 Annual Meeting of Shareholders of Cook Inlet Regions, Inc. And any adjournment thereof,

MARYANN BILLS

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with all powers I would possess if personally present", does that allow us to vote on any and or all resolutions that are presented from the floor at an annual meeting and or a special meeting? Does this statement allow a proxy holder to vote on a resolution that may have been omitted from his proxy?

- 7. Does the statement, "In their discretion, the Proxyholder(s) is (are) authorized to vote upon such other business as may properly come before the meeting, or any adjournment thereof." allow a proxy holder to vote on any and or all resolutions that are presented from the floor at annual meeting and or a special meeting? Does this statement allow a proxy holder to vote on a resolution that may have been omitted from the proxy?
- 8. Do both questions 7 and 8 need to be on the proxy statement?
- 9. Will CIRI give us their resolutions in time to do a proper solicitation for a meeting?
- 10. Will CIRI quit using words like "should" when they present a resolution? The proper and fair word is shall.
- 11. According to your letter, CIRI could change meeting dates, candidates and resolutions in their discretion? Does that mean they can change things we submit? If CIRI can change the meeting does this not give them an edge on the shareholders? Is this fair? If CSC spends money to print campaign materials and CIRI revises it, doesn't our material become obsolete?
- 12. Is it correct for CIRI to use Board powers to fight the shareholders?
- 13. Can you provide materials or recommended reading to help us prevent a replay of the November 17, 1994 meeting?
- 14. Can you understand these questions?

We believe under the Equal Prominence Act, we are entitled to this information and the right to have all resolutions we may submit presented at the Annual meeting with our any revisions from CIRI. We also feel we are to receive maximum participation without litigation as we are guaranteed under ANSCA. We will be happy to inform you of our filing for Proxy solicitation and or our resolutions when we have the proper information to present our issues so that we may allow all proxies and shareholders to vote on all resolutions and any or all other matters that may be presented at a meeting.

In closing, we would like to say we are elated CIRI hired a comedian as legal counsel.

Sincerely,

CSC

Concerned Shareholders For CIRI

Without Prejudice UTC1-207

no answer

Please call to Barbara your tentative meeting date and I will let you know. CIRI could change the date and void all printed material we have done. I think they did this in past but will not.