



**2024 BOARD OF DIRECTORS
BOARD CANDIDATE APPLICATION**

This application is designed to provide the Board of Directors with information to assist them in making nominations for the positions on the K'oyitl'ots'ina, Limited Board of Directors, and **must be submitted no later than 4:00 pm on March 22, 2024.** This application fulfills the requirements of the State of Alaska Division of Corporations, Banking and Securities regulations in regard to ANCSA corporations and the solicitation of proxies and proxy-related material. Please attach as additional sheets as necessary to answer each question fully and accurately.

LEGAL NAME DATE OF BIRTH

COMPLETE RESIDENCE ADDRESS CITY STATE ZIP

PHONE EMAIL

Please circle which seat you are running for: Seat A – Allakaket Seat C – Hughes Seat D – Alatna

1. List all K'oyitl'ots'ina (employed, elected or appointed) positions and offices previously and presently held by you, including dates and terms: _____

2. Are you related to current or prior K'oyitl'ots'ina or its subsidiaries director(s), or executive officers? (Related means spouse, parent, children, brother, sisters by blood or adoption): Yes No

If yes, gives name(s) and family relationships: _____

3. State reason(s) why you would like to serve on the K'oyitl'ots'ina, Limited Board of Directors. (Please limit to 150 words or less, your responses will be printed in the Proxy Statement exactly as you write them if you are accepted as a candidate.)

BUSINESS EXPERIENCE, OCCUPATION:

4. List your present occupation, and the name and address of your employer for the past 5 years.

Name of Employer	Dates of Employment	Type of Work/Position

Identify any additional business experience, training or awards you have received during the past 5 years:

5. Please list high schools, colleges, universities, trade or vocational schools which you have attended: indicate if/when you graduated and any degree(s) or certificate(s) you may have earned:

School Name	Attendance Dates	Major(s)	Cert/Degree	Year of Degree

6. List and explain any activities that you are or were involved in, to help your community: _____

7. List any other current or past experience you have serving on a board other than K'oyitl'ots'ina, Limited and the dates:

Name of Organization	Title	Dates Served

8. Please answer YES or NO to the following questions for during the past 10 years (Please explain any YES answers on a separate sheet giving dates and specific descriptions for these events):

a. Have you filed for voluntary or involuntary petition under any bankruptcy or insolvency laws?

Yes No

b. Have you had a manager or receiver appointed for you by the courts?

Yes No

c. Are you currently party to any pending criminal proceedings, except traffic violations or other minor offences?

Yes No

d. Have you been convicted or entered a plea of nolo contendere (No Contest) in a criminal proceeding, except traffic violations or other minor offenses? Any alcohol or drug related traffic offenses must be reported.

Yes No

e. Have you had a final judgment, order or decree entered, not later reversed or vacated, that you engaged in unethical or illegal business practices, violated fiduciary duties, or violated securities laws?

Yes No

f. Have you been party to any legal proceedings in which you, or anyone who will solicit proxies on your behalf, had an interest adverse to K'oyitl'ots'ina or its subsidiaries?

Yes No

9. List and describe all or any financial transactions, including the purpose and the amount, between (a) K'oyitl'ots'ina or its subsidiaries, or any entity (individual, business, partnership, joint venture, corporation or other organization, for profit or not for profit) if you or a member of your family is employed by, or is an officer, director of, or owns, directly or indirectly an interest in that entity who is a party to the transaction, between K'oyitl'ots'ina and such entity, and (b) only if the transaction in aggregate (total) exceeds \$20,000:

Name	Relationship	Purpose/Amount of Transaction

10. Describe all proceedings that are currently pending, or during the last 10 years, to which you are party of, and in which you have an interest that is adverse to K'oyitl'ots'ina or any of it's subsidiaries: _____

11. Describe all legal proceedings during the last 10 years between entities (corporation, partnership, joint venture, etc.) and K'oyitl'ots'ina or any of its subsidiaries, in which you are an officer, director, partner or shareholder and identify which, if any such legal proceeding, the interest of the entity is or may be adverse to that of K'oyitl'ots'ina or any of its subsidiaries. Include any litigation between K'oyitl'ots'ina or any of its subsidiaries, and

a. any Village Corporation, Urban Corporation or other Regional Corporation (any subsidiaries of any) of which you are an office, director or shareholder: _____

b. any subsidiary of any corporation of which you are a shareholder, director or officer: _____

c. any partnership or joint venture of any corporation to which you are a shareholder, director or officer:

12. Describe any legal proceeding in the last 10 years in which you were a witness because of your position as a present or past officer, director, or shareholder of K'oyitl'ots'ina: _____

13. For disclosure of any actual or the appearance of a conflict of interest, please indicate and explain fully if you are presently employed in, conduct business in/with or associated in/with an organization that competes with K'oyitl'ots'ina, Limited:

Name of Organization	Relationship	Competing Interest/Business Conducted

14. Describe any action proposed to be voted to be submitted to a shareholder vote that you intend to oppose:

15. Describe all methods you will use to solicit proxies other than by mail, including, e.g. telephone, in person, handouts, mail outs, advertisements, radio interviews, op-ed newspaper articles, Internet, Facebook, etc. Note: All proxy solicitations, including those posted on the Internet, in paper or an electronic format, must be filed with the State of Alaska, Administrator, Division of Banking and Securities, must be preceded by a filed proxy statement, and must not include false or misleading statements: _____

a. State the total amount spent and that you expect to spend on the solicitation of proxies: _____

b. State who will bear the cost of soliciting your proxies. If you and those soliciting proxies on your behalf will spend more than an aggregate total of \$500 on the effort, state how much each person is contributing to the cost of your proxy solicitation: _____

16. I have completed the attached consent form for the criminal background history check.

Yes No

I hereby submit my nomination for the K'oyitl'ots'ina, Limited Board of Directors for the seat designated below, and, if applicable certify my principle place of residence is in the community listed after the Seat checked: (Check only one)

Seat A, Allakaket

Seat C, Hughes

Seat D, Alatna

CERTIFICATION AND ACCEPTANCE OF NOMINATION

By signing below, I attest and certify that I am willing to serve as a director of K'oyitl'ots'ina, Limited to the best of my ability if my application is accepted by the Board of Directors, and that all information provided herein is true, complete, and correct. I understand that I may personally be sanctioned and/or fined by the state of Alaska if this application includes a false or misleading statement, or omits a material relevant fact, or if I engage in any solicitations for proxies in addition to the Board's proxy statement, and fail to comply with the ANCSA proxy regulations.

Signature

Date

Print Name

REMINDER: Nominating applications must be complete and signed. Please mail or hand-deliver to K'OYITL'OTS'INA, LIMITED, 1603 College Road, Fairbanks, AK 99709. The nominating application and consent form for the criminal background history check must be received in the **Fairbanks office by 4 p.m. on March 22, 2024.** Any nominating petition or questionnaires received after the deadline will not be accepted. No changes can be made to your submission after that deadline.

CONSENT FOR CRIMINAL BACKGROUND HISTORY CHECK

K'oyitl'ots'ina, Limited requires a criminal background check for all Board of Director candidates.

The following are the qualifications to run and be a member of the Board of Directors:

- Must be an Alaska Native (as defined in ANCSA) K'oyitl'ots'ina Shareholder entitled to vote;
- Must be at least 19 years of age as of the date of the next election of Directors or as of the date on which he or she is appointed;
- Must not have been convicted of, or pled guilty or no contest to, a felony; and
- At least 2 of the 9 Directors must have their principal place of residence in the respective village of Allakaket, Alatna, Hughes and Huslia **(One seat required in 2024)**.

I hereby give my permission for K'oyitl'ots'ina, Limited to obtain information relating to my criminal history records. The criminal history record, as received from the reporting agencies, may include arrest and conviction data, as well as plea bargains and deferred adjudication. This background check may include an extensive legal search including credit history.

I understand that this information will be used in part to determine my eligibility for election to the Board of Directors and/or obtaining any necessary security clearance(s).

I also understand that as long as I remain a member of the K'oyitl'ots'ina, Limited Board of Directors, the criminal history records check may be repeated at any time. I understand that I will have an opportunity to review the criminal history and a procedure is available for clarification.

I understand that a background check is required, and I further certify that I am not currently awaiting trial on nor have I ever been convicted or admitted committing a felony.

I acknowledge that I have read and understand the qualifications required of a Board Member. I meet the qualifications as stated.

Applicant Signature

Social Security Number

Print Name (Last, First, Middle)

List All Names Used (Last, First, and Maiden)

Date of Birth

Driver's License Number State Issued

Current Residence Address (Street/Village or City/State/Zip)

RULES FOR RUNNING IN THE 2024
BOARD OF DIRECTOR ELECTION

1. Each candidate must declare in the nominating application for a specific seat (Seat A, C, or D), but no more than one seat, and any applicable village residency.
2. After a candidate has declared a seat, the candidate cannot change the seat in the election for a different seat, and may not withdraw and file a new petition for another seat in that election.
3. Candidates will be listed on the ballot for a specific seat (Seat A, C or D). A candidate for a seat runs against all other candidates for that seat (but not against candidates running for other seats).
4. Except for when a Village Seat is up for election, each nominee shall be elected if he or she receives the highest number of votes.
5. When an election requires the election of one or two Director(s) who must have their current principal place of residence in the respective village of Allakaket, Alatna, Hughes or Huslia (The “Village Seat”), the candidate with a current principal place of residence in one of the four villages, with the highest amount of votes that can rightfully fill a Village Seat is elected, regardless of the number of votes received by non-eligible candidates.
6. All proxy solicitations, **by candidates and including non-candidates**, including those by email, posted on the Internet or (such as Facebook or other social media), letters to the editor, ads, etc., in paper or electronic format, **must** be filed with the State of Alaska, Administrator, Division of Banking and Securities, in Anchorage, Alaska (3 Alaska Administrative Code (AAC) 08.312). Proxy solicitations may not include false or misleading statements (3 AAC 08.315) and must be preceded or accompanied by a complete, dated, written proxy statement (3 AAC 08.355). The ACC regulations **may be found at the following website:** <http://www.legis.state.ak.us/basis/aac.asp#3.08.355>.
7. Each candidate’s name will be printed on a proxy form for voting purposes if all required and qualifying information has been submitted, and the candidate has not withdrawn from K’oyitl’ots’ina, Limited’s proxy form, by April 3, 2024 by 8 AM. AKST.