



K'OYITL'OTS'INA, LIMITED
1603 College Road Fairbanks, AK99709
Phone 907-452-8119 / 1-800-452-8112 in Alaska
Fax 907-452-8148

**2021 BOARD OF DIRECTORS
VACANT BOARD SEAT APPLICATION**

This application is designed to provide the Board of Directors with information to assist them in making selection for Hughes Seat F on the K'oyitl'ots'ina, Limited Board of Directors, and must **be received at the above address no later than 4 p.m. on October 29, 2021.** This application fulfills the requirements of the State of Alaska Division of Corporations, Banking and Securities regulations in regards to ANCSA corporations and the solicitation of proxies and proxy-related material. Please attach as many additional sheets as necessary to answer each question fully and accurately.

LEGAL NAME: _____

DATE OF BIRTH: _____

COMPLETE RESIDENCE ADDRESS: _____

VILLAGE/CITY _____ **STATE:** _____ **ZIP:** _____

PHONE NUMBER: _____

EMAIL ADDRESS: _____

This application is to fulfill the remaining time of Hughes Seat F which will expire at the Annual Meeting in June 2022. This vacant seat is open to shareholders holding Hughes shares only.

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 officer(s)? ("Related" means your spouse, parent(s), child(ren), brother(s) or sister(s) by blood or by adoption): Yes ☐ No ☐

If yes, give name(s) and family relationship(s):

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.)

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4. BUSINESS EXPERIENCE; OCCUPATION:

List your present occupation, and the name and address of your current employer for the past 5 years (use separate sheet of paper if needed *or* provide your resume).

Name/Address of Employer	Dates of Employment	Type of Work or 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/ Location	Attendance Dates	Major(s)	Certificate or Degree	Year of Degree

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

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7. List any other current or past experience you have serving on a board other than K'oyitl'ots'ina, Ltd, and the date(s).

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 a 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 offenses?

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 ☐

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- f. Have you been party to any legal proceedings in which you, or anyone who will solicit votes 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, within the last 5 years, as well as any presently proposed financial 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. Please describe all proceedings that are currently pending, or during the last 10 years, to which you are a party of, and in which you have an interest that is adverse to K'oyitl'ots'ina or any of its subsidiaries:

11. Please 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. Please 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 officer, 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 shareholder, director, or officer: _____

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12. Please 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:

Name of Organization	Relationship	Competing Interest/Business Conducted

14. Please 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 campaign other than by mail, including, e.g. telephone, in person, handouts, mail outs, advertisements, radio interviews, op-ed newspaper articles, Internet, Facebook, etc. : _____
- a. State the total amount spent and that you expect to spend on the solicitation of board member votes:

- b. State who will bear the cost of soliciting your votes. If you and those soliciting votes 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 of for the seat designated below, and, if applicable certify my principal place of residence is in the community listed after the Seat checked: (Check only **one**)

☐ Seat F Hughes

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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 votes and fail to comply with the ANCSA proxy regulations.

Signature: _____

Date: _____

Print name: _____

REMINDER: Applications must be complete and signed. Please mail or hand-deliver to K'OYITL'OTS'INA, LIMITED, 1603 College Road, Fairbanks, AK 99709. The application and consent form for the criminal background history check must be received in the **Fairbanks office by 4 p.m. on October 29, 2021**. Any nominating petition or questionnaires received after the deadline will not be accepted. No changes can be made to your submission after that deadline.

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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, Limited 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.

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's Signature

Social Security Number

Please Print Name (Last, First, Middle)

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

Date of Birth

Driver's License No.

State Issued

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