

NINILCHIK NATIVE ASSOCIATION, INC.
Special Board of Directors Meeting
April 21, 2000

1. **CALL TO ORDER:** The Chairman called the meeting to order.

2. **LOCATION:** Anchorage, Alaska

3. **TIME:** 6:08 PM

4. **ROLL CALL:** Jerry A. Kvasnikoff, Chairman
Richard Weldin, Vice President
Ray Bouwens, Secretary/Treasurer
Carol Gore
Suzette Marey
Robert A. Prosser
Gary W. Jackinsky

ABSENT: Larry G. Matson

ALSO PRESENT: Keith H. Gordaoff, CEO
William Dean Kvasnikoff, ANRC, Inc.

5. **QUORUM:** The Chairman determined there was a quorum.

6. **ADOPTION OF AGENDA:** Gary Jackinsky requested an executive session and Jerry Kvasnikoff added correspondence under item 7. *Carol Gore made a motion to approve the agenda. Seconded by Gary Jackinsky. No objections, the agenda was approved as amended.*

The Board went into Executive Session at 6:15 PM and reconvened at 7:20 PM.

Addition changes to the agenda were requested regarding the status of Larry George Matson and the status of Gregory Encelewski. *Carol Gore made a motion for approval of the amended agenda. Seconded by Richard Weldin. No objection the agenda was approved as amended.*

7. **Management Reports**

Keith Gordaoff , CEO discussed the reorganization. He talked about the things he had accomplished and the issues that need to be resolved. Mr. Gordaoff discussed forming a Land Committee, a Shareholder Interaction Committee and a Finance Audit Compensation and Investment Committee and their duties and responsibilities.

Dean Kvasnikoff, ANRC, Inc. discussed Circle DE Pacific being in the final stages of dissolving the company; Gates Construction and the failing chip market; CIRI wood and the reforestation camp; .and he discussed the Westside Committee and who is to replace the past

president on this committee. Mr. Kvasnikoff reported that the beach upgrade should be completed next week and that verbally Johnny Hylen has agreed to a dollar per launch increase. Mr. Kvasnikoff discussed the NNAI office, and Sheri Liebenthal's job duties and suggested the possibilities of giving her more responsibilities.

Status of Greg Encelewski. *Carol Gore made a motion the Board of Directors acknowledge that the president of NNAI has accepted other employment and as the Board desire the transition of management, to authorize payment for transitional services through April 30th. During the transition, Greg Encelewski will serve as a consultant to NNAI. Seconded by Ray Bouwens. No objections, the motion carried.*

Office reorganization. Keith Gordaoff will be Chief Executive Officer and Richard Weldin as vice-president will act on behalf of the corporation when there is a need for a president.

Resolution 2000-4 Signing Deposit Signing Authority. *Gary Jackinsky made a motion for approval. Seconded by Carol Gore, with amendment of Mr. Gordaoff's title. No objections, approved as amended.*

Resolution 2000-5 National Bank of Alaska Cash Management Checking Account. *Carol Gore made a motion for approval. Seconded by Bob Prosser. No objections, the motion carried.*

Resolution 2000-6 National Bank of Alaska Business Checking. *Carol Gore made a motion for approval. Seconded by Ray Bouwens. No objections, the motion carried.*

Resolution 2000-7, PaineWebber Accounts. *Gary Jackinsky made a motion for approval. Seconded by Carol Gores. No objections, the motion carried.*

Resolution 2000-8 Corporate Signing Authority. *Gary Jackinsky motioned for approval. Seconded by Carol Gore. No objections. the motion carried.*

D & O Insurance. *Richard Weldin made a motion to authorize the purchase of D & O Insurance. Seconded by Ray Bouwens. No objections, the motion carried.*

Increase limit for signatory authority. *Ray Bouwens made a motion to raise signatory authority to \$2,500 without requiring two signatures. Seconded. Objection by Gary Jackinsky, motion carried.*

Address the reorganization committee authorization. *Richard Weldin made a motion that the Board authorize the appointed committee to proceed with the reorganization plans in accordance with the draft agenda. Seconded by Carol Gore. No objections, the motion carried.*

Annual Meeting Update. Mr. Gordaoff discussed the printing of the annual report and proxies that need to be sent out.

Larry George Matson's letter of resignation. Discussion regarding Larry George Matson's resignation. The Board will not accept his resignation at this time, but the Chairman will talk to him and encourage him to reconsider.

Gary Jackinsky made a motion to fill board vacancy of Sharon Culhane's seat with Bill Bouwens until her time is up next year. Seconded by Richard Weldin. No opposition, motion carried.

Temporary Help. *Ray Bouwens made a motion to hire Sandra Lee at \$18.00 with a 90 day probationary period, Seconded by Richard Weldin. Motion carried.*

Miscellaneous correspondence. *Ray Bouwens made a motion for \$100 donation to the Ninilchik Community Ambulance Association. Seconded. No objection, motion carried.*

Gary Jackinsky made a motion to authorize the CEO to contact Mr. Arnold R. Phillips regarding an agreement to lease to harvest birch sap for the purpose of making wine, Seconded by Richard Weldin. No objection, the motion carried.

8. Old Business

Alvin Steik. Gary Jackinsky made a motion to pay half of Mr. Steik's bills, no second. Richard Weldin made a motion to pay Mr. Steik's bill in its entirety. Seconded by Gary Jackinsky. Motion carried with Ray Bouwens opposing and Suzette Marey abstaining.

Current Contracts. Gary Jackinsky made a motion that Board direct management that any contract between \$5,000 and \$50,000 be reviewed by the Board before it is issued, and any contract over \$50,000 must be approved by the Board. Motion failed for lack of second.

Carol Gore made a motion that because the Board is in the process of putting Dean Kvasnikoff's contract in written form, that until it has a contract and have reached some agreement, he is not authorized to obligate the company or execute a contract. The Board wants Mr. Kvasnikoff to continue to represent Ninilchik Native Association in forming goodwill. Seconded by Ray Bouwens. Motion carried.

Informal meeting. Carol Gore discusses the need for a meeting with the shareholders to communicate with the shareholders to let them know what is happening with the corporation.

9. Executive Session

10. Date of Next Meeting: May 19th at 3:00 PM

11. Adjournment: 11:30 p.m.

Items requesting CEO response:

1. Westside Committee to be put on next agenda
2. Prepare something for board regarding committees to form and their responsibilities and duties.
3. Contact Arnold R. Phillips re birch sap harvest for wine
4. Legal representation.

Carol Gore have final resolution of Greg Encelewski and the telephone poll of the board