

NINILCHIK NATIVE ASSOCIATION, INC.
Regular Board Meeting of the Board of Directors
June 10, 2000

1. **CALL TO ORDER:** The Chairman called the meeting to order.
2. **PLACE:** Anchorage, Alaska
3. **TIME:** 8:00 AM
4. **INVOCATION:** Jerry A. Kvasnikoff, Chairman
Richard Weldin, Vice President
Ray Bouwens, Secretary/Treasurer
Carol Gore
Suzette Marey
William Bouwens

ABSENT: Robert Prosser
Gary Jackinsky

ALSO PRESENT: Keith H. Gordaoff, CEO
William. Dean Kvasnikoff, ANRC, Inc.
Sandra Lee, Office Manager
5. **QUORUM:** The Chairman determined there was a quorum.
6. **ADOPTION OF AGENDA:** *Carol Gore moved to approve the agenda and Suzette Marey seconded. Being no objections the agenda was approved.*
7. **ADOPTION OF MEETING MINUTES:** *Waived adoption of last meeting minutes until the next time the Board convenes.*
8. **MANAGEMENT REPORT**

Keith Gordaoff, CEO discussed conversations with Attorney Glen Price regarding D&M Charters, Marine Services and Flowline. Discussed the potential financial liabilities of terminating the lease with D&M. Regarding Marine Services, Mr. Gordaoff presented an agreement drafted by Attorney Glen Price. He also discussed the possibility of an RFP this fall regarding the boat launch services and the possibility of entering an agreement with the Park Service.

Mr. Gordaoff discussed the annual meeting and that there would be a quorum present. He again urged the board to have outside individuals involved in the balloting process.

(Off Record – Recess)

(On Record)

Ray Bouwens moved to accept Resolution 2000-10. Seconded by Carol. Ray Bouwens revokes his previous motion and moves to accept Resolutions 2000-10, 11, 12, 12, 14 and 15. Seconded by Carol Gore. Hearing no objections, motion passed unanimously.

Ray Bouwens moves to rescind his earlier motion for adoption of Resolution 2000-10. Carol Gore concurs second. Hearing no objections, motion passed unanimously.

(Meeting Recessed until after Annual Meeting – 10:00 a.m.)

(meeting Reconvened at 4:30 p.m.)

9. NEW BUSINESS

Mr. Gordaooff discussed a donation to the Russian Church for a new fence. The Board members agreed that individual contributions were more appropriate.

Carol Gore moved for conceptual approval to create a new company called Ninilchik Development Corporation and direct management to collect all the documents that are necessary and bring it back to the Board for action. Seconded by Ray Bouwens. Hearing no objections, motion passed unanimously.

Mr. Gordaooff discussed property that Ted Anderson has for sale. *Chairman directed the CEO to contact Mr. Anderson and tell him the Board is not interest in the property.*

Dean Kvasnikoff and Mr. Gordaooff discussed the sale of lots in Angler's Crest. *Carol Gore moves that the Board direct management to research the market value of those lots, determine the price, set the price, and market them at those prices. Seconded by Ray Bouwens. Hearing no objection, motion passed.*

Richard Weldin moved to accept Dean Kvasnikoff's offer for Lot 5, Block 3. Seconded by Bill Bouwens. Hearing no objection, motion carried.

10. OLD BUSINESS

Mr. Gordaooff reported that he and Carol Gore had met with Tom Harris regarding the proposal presented. They will write a letter to Mr. Harris stating any agreement would be contingent on Gate's participation and what exactly would be NNAI's obligations. The Board supports the management's direction.

Mr. Gordaooff reported that it is Attorney Glen Price's opinion that the Board cannot change its bylaws from 10% of shareholders to request a meeting to 35%. The only way this can

be changed is to change the law. The Chairman directed management to continue to pursue this, but as a lower priority.

Mr. Gordaoff asked Carol Gore to discuss the Homer property and it is her recommendation that management decline the offer to purchase this property. The Chairman directed management to decline the offer.

Mr. Gordaoff discussed meeting with Flowline to terminate the present contract and being cashed out. He suggested that how Flowline handles the closure of this contract would determine whether NNAI would continue the relationship.

Carol Gore moved that with the reorganization of NNAI, the Board of Directors should consider forming a new agreement with Arctic Pipe and Supply, LLC. The current Operating Agreement forming Ninilchik Arctic Pipe and Supply LLC between NNAI and Arctic Pipe and Supply should be terminated and no further business should be pursued under his agreement and the Board of Directors advise and direct the CEO to terminate this agreement. Seconded by Richard Weldin. Hearing no objection, the motion passed unanimously.

(Recess and Reconvened)

The Chairman asked Suzette Marey to read into the record her notes regarding election of officers. *Ray Bouwens nominated Dick for President and Suzette seconded it. Ray nominated Jerry for Chairman and Carol seconded it, and Carol nominated Ray for Secretary/Treasurer and Dick seconded it. The question was asked by the Chairman if it was the will of the board that these individuals be named to these positions. The three accepted these positions and it was unanimously supported by the Board.*

An organizational workshop was discussed and it was decided the date of the workshop would be July 21, 22, and 23.

11. DATE OF NEXT MEETING: To be decided after workshop.

12. ADJOURNMENT (approximately 5:30 p.m.)