

NINILCHIK NATIVE ASSOCIATION, INC.
MEETING MINUTES
August 4, 2000

1. **CALL TO ORDER**
2. **LOCATION – ANCHORAGE OFFICE (TELECONFERENCE)**
3. **TIME: 3:10**

4. **ROLL CALL:** Richard Weldin
Ray Bouwens
Carol Gore
Suzette Marey (telephonic)
Anna Grant (telephonic)

ABSENT: Robert Prosser
Gary Jackinsky
Jerry Kvasnikoff

ALSO PRESENT: Keith H. Gordaoff, CEO
Sandra Lee, Office Manager

5. **QUORUM:** The President, Richard Weldin, acting as Chairman, determined there is a quorum.
6. **ADOPTION OF AGENDA:** *Ray Bouwens moved to adopt agenda and Suzette Marey seconded. Being no objections the agenda was approved.*
7. **CHARTER OF COMMITTEES**

Keith Gordaoff, CEO discussed Charters for the Committees with the Board. Each committee was discussion separately and then voted on to accept the charter for that committee.

Bill Bouwens moved to accept the Charter of Finance and Investment Committee. Seconded by Ray Bouwens. Hearing no opposition, motion passed unanimously.

Bill Bouwens moved to accept the Charter of Compensation Committee. Seconded by Ray Bouwens. Hearing no opposition, motion passed unanimously.

Ray Bouwens moved to accept the Charter of the Audit Committee. Seconded by Suzette Marey. Hearing no opposition, motion passed unanimously.

Ray Bouwens moved to accept the Charter of the Land Committee. Seconded by Bill Bouwens. Hearing no opposition, motion passed unanimously. Bill Bouwens asked that it be noted on the record that the board has discussed Bruce Oskolkoff be involved on this committee.

Carol Gore moved to accept the Charter for the Executive Committee. Seconded by Bill Bouwens. Hearing no opposition, motion passed unanimously.

8. RESOLUTION 2000-16 CODE OF CONDUCT

Carol Gore moves to approve Resolution 2000-16 for approval of the Code of Conduct. Seconded by Ray Bouwens. Hearing no opposition. Motion passed unanimously.

9. CODE OF CONDUCT

Keith Gordaoff, CEO discussed with the Board the need for the Code of Conduct for the protection of the corporation and the individual board members.

Ray Bouwens moved to accept the first preamble to the Code of Conduct. Seconded by Carol Gore. Hearing no opposition, motion passed unanimously.

10. PLEDGE

At the next regular meeting, Board members will sign the pledge that goes with the Code of Conduct.

11. DRUG AND ALCOHOL TESTING POLICY

After a lengthy discussion by the Board and management *Ray Bouwens moved that management be directed to put together a drug testing policy and present it to the Board. Seconded by Carol Gore. Hearing no opposition, motion passed unanimously.*

12. RESOLUTION 2000-17 – SUBSIDIARY CORPORATION

Richard Weldin, President, brought it to the attention of the Board that forming a subsidiary corporation was part of the original reorganization plan.

Carol Gore moved to adopt Resolution 2000-17. Seconded by Ray Bouwens. Hearing no opposition, motion passed unanimously.

(13. – Articles of Incorporation of Ninilchik Development Corporation (NDC), 14. Code of Bylaws, 15. Code of Conduct, 16. Pledge and 17. Drug and Alcohol Testing Policy will be created by the Board of Directors NDC once they are appointed.)

18. PAINWEBBER

Keith Gordaoff and Ray Bouwens discussed their meetings and contacts with Jim Sourant of First National Bank of Anchorage (FNB) and moving all of NNAI's investments that are presently with Paine Webber into an investment account with FNB. From a telephone poll it was decided to move the accounts from PaineWebber to a trust at FNB because it was felt that FNB is more conservative and their fees would be considerably less.

RESOLUTION 2000-18

Keith Bordaoff discussed with the Board that the biennial report for 2000 had not been filed for the year 2000 and the resolution would allow a change of registered agent and address to NNAI at its address.

Carol Gore moved to pass Resolution 2000-18 and it was seconded. Hearing no opposition, motion passed unanimously.

13. DATE OF NEXT MEETING

The Board discussed designating a certain day in each month for the Board Meeting. It was discussed and decided that the meetings would be set for the second week of each month, and every other month the meeting would be on Thursday and the next month the meeting would be on Saturday. It will be up to management to decide if a meeting is necessary for each month.

14. ADJOURNMENT: Approximately 6:00 PM