

Ninilchik Natives Association, Inc.

Minutes of the 33rd Annual Meeting on June 10, 2006

The 33rd Annual Meeting of Shareholders of Ninilchik Natives Association, Inc. (NNAI) was held on Saturday, June 10, 2006 at the Carol Bock Hall in Ninilchik, Alaska.

Call to Order

Sarah Stokes, acting President, called the meeting to order at 10:00 a.m. She introduced Lydia Hayes who will act as meeting Facilitator and Parliamentarian.

Ms. Hayes noted that Ms. Doris Kelly would be unavailable to give the Invocation and that Mr. Greg Encelewski was asked to give the Invocation.

Invocation

Mr. Encelewski presented the Invocation.

Special Guests

The membership was addressed by Special Guest Lt. Governor, Loren Leman, who spoke to the strengths of the Ninilchik people.

Due Call of the Meeting and Protocol

Ms. Hayes declared registration until 12:00 p.m.

Presentation of List of Shareholders and Report from the Inspector of Election

Ms. Stokes introduced Lisa Kibbe, Inspector of Elections. Ms. Kibbe reported that there is 10,545.747 voting stock represented by proxy or registered in person; the total to be used to calculate quorum as of 6/5/06 is more than 50% plus 1 share to be represented, of the 19,126.461 outstanding shares. Ms. Kibbe determined a quorum is present

Meeting Agenda

Motion made to approve agenda and seconded.

Minutes of the 33rd Annual Meeting of Shareholders (May 21, 2005)

Roberta Oskolkoff, Secretary, read the 2005 Annual Meeting minutes aloud as there were no copies available to the membership. Dan Bouwens moved to accept the minutes as read. Roberta Oskolkoff seconded the motion. Discussion followed.

Voice vote was taken, but was divided.

Show of hands vote was taken: 11 for the passing of the minutes; 13 against the passing of the minutes. There was further discussion on the minutes.

The meeting was recessed for lunch. It was agreed that the minutes would be corrected using shareholder's meeting minutes.

Meeting came back to order. Ms. Debra Oskolkoff was asked to read the corrections out loud. A motion was made to adopt the minutes as appended, seconded. Motion passed and minutes were adopted.

Introductions

Ms. Hayes stated, "the introductions were made earlier in the meeting."

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Old Business

President's Report, Audit Report, Operations Report were presented.

Sarah Stokes read the President's report (handed out) and noted the RDC report also distributed. Discussion took place regarding RDC. Discussion also took place on Anderson property and Angler's Crest. Jimmy Yuen of Mikunda Cottrell presented the Audit Report first explaining exactly what auditors do. Including subsidiaries, NNAI lost \$32,000.00 last year.

New Business – Election of Directors

Nominations – Ms. Hayes noted that we will be electing directors to fill 3 board seats which will run until 2009. Those seats are Ray Bouwens, Ray Deitz and Sarah Stokes. Ray Bouwens and Sarah Stokes will not be running for re-election. Another vacancy on the Board as of yesterday, with the resignation of Elaine Cooper. Her seat may be filled by the Board of Directors and if they don't fill it within 45 days, then the shareholders may elect someone.

Nominations were opened and the following members were nominated: Leland Shelford, Mike Painter, Gary Jackinsky, Sheri Liebenthal, Arnold Oskolkoff, John Steik, Doris Kelly, and Ray Deitz. Chris Steik moved to close nominations. Gary Oskolkoff seconded.

Nominees Speeches:

Ray Deitz

Gary Jackinsky

Doris Kelly – Unavailable

Sheri Liebenthal

Arnold Oskolkoff

Roberta Oskolkoff spoke for Mike Painter who was unavailable

Leland Shelford

John Steik

Lisa Kibbe discussed the voting process of cumulative voting for the (3) three year term Directors seats. 20 minutes was allowed for the balloting process.

Meeting came back to order at 2:00 p.m. Ms. Kibbe said that all ballots have been received and balloting is now closed.

Resolutions

Ms. Hayes introduced the written resolutions. Voting will be by ballot by the members present.

#1 Reduce the board from (9) nine to (7) seven; everyone serves out their term; would require bylaws amendment by the Board itself.

For – 15

Against: 11

PASSED

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#2 Hire professional CEO

For – 21
Against – 5
PASSED

#3 Changing number of Directors every (3) three years.

VOIDED

#4 Require Business Plans for New Investments

For – 17
Against – 8
PASSED

Discussion regarding business plans and shareholder information.

#5 Maintain Annual Meeting Cash Prizes Level

For – 9
Against – 9
NOT PASSED

#6 Regarding Confidentiality of Shareholder List and not being distributed to non shareholders or for outside NNAI business.

For – 26
Against – 0
PASSED

Discussion regarding confidentiality of shareholder lists.

#7 Recover Ninilchik Village Lands for Shareholders Home site & Cultural Purposes

For – 23
Against – 3
PASSED

Ms. Hayes read the resolution. Discussed the resolution.

Total of 26 voting; some abstained on some measures

Shareholder Comments / Questions

Debra Oskolkoff asked about the 5/11/06 Clarion public comment notice regarding pads and gravel. Board members said they would look into it.

John Steik informed everyone that State Parks intends boat ramp construction at Deep Creek River and there will be a public hearing on June 23rd at 7:30 p.m. at the Borough.

Michelle Steik noted that Ninilchik Traditional Council would be having a community potluck today at 3:00 p.m. at the beach near the fish site.

Ray Bouwens moved to close the comment period.

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Door Prize Drawings

- Cash Drawings:
\$ 50.00 Ray Bouwens
\$ 50.00 Loretta Throop
\$ 75.00 Sarah Stokes
\$ 75.00 Arnold Oskolkoff
\$100.00 Leo Steik
\$150.00 Gene Steik

Election Results

Lisa Kibbe gave the election results.

Ray Deitz	6,674
Gary Jackinsky	1,369
Doris Kelly	346
Sheri Liebenthal	1,105
Arnold Oskolkoff	1,105
Mike Painter	900
Leland Shelford	10,924
John Steik	6,329

Total of 32,450 votes

Ray Deitz, Leland Shelford and John Steik are elected to the Board.

Cash Drawings:

<u>\$50.00</u>	<u>Ray Bouwens</u>
<u>\$50.00</u>	<u>Loretta Throop</u>
<u>\$75.00</u>	<u>Sarah Stokes</u>
<u>\$75.00</u>	<u>Arnold Oskolkoff</u>
<u>\$100.00</u>	<u>Leo Steik</u>
<u>\$100.00</u>	<u>Gene Steik</u>

Adjournment

Sarah Stokes motioned to adjourn the meeting; seconded. Meeting adjourned at 3:18 p.m.