



NATIVES OF KODIAK

## 2024 Board of Directors Candidate Packet

Thank you for your interest in seeking a seat on the NOK Board of Directors. Pursuant to Alaska law, each Board candidate must make certain disclosures. Information you provide on the following pages will be used to prepare the Board's 2024 Proxy Materials and to assist with Board Candidate selections (for example, Board endorsed or independent candidacy listing). Please feel free to attach additional pages if your answers require doing so to answer completely, but please note Candidate Statements are limited to 500 words. For the purposes of this packet, and in accordance with Alaska Division of Banking & Securities requirements, "family members" are defined as your spouse, parents, children and siblings (by blood or adoption). Listing of first cousins is optional.

**To be considered for inclusion within NOK's 2024 Proxy Materials, your completed Candidate Packet must be received by NOK's Kodiak office by 5:00 p.m. AKDT May 31, 2024.** Documents will not be accepted and no changes may be made by candidates to the submission after the deadline.

It is important to note NOK reserves the right to conduct a background check on all candidates for and continuing Directors of the NOK Board of Directors. As part of NOK's established policy, all Board candidates are required to pass a drug test demonstrating freedom from any illegal drug use before being allowed to run for a Board seat. It is also important to note that members of the NOK Board of Directors serve as Trustees of the Natives of Kodiak Shareholder Permanent Fund Trust (SPFT) and the NOK Benefits Trust (BT), in accordance with the 2018 SPFT Restated Agreement and BT 2018 Agreement.

NOK's Board Drug Testing Policy, Director Service Agreement, Election Policies and Procedures, Election-related Sections of the Bylaws, current Trust Agreements and the State of Alaska's Information for Shareholders of ANCSA Corporations booklet and key Alaska Statutes and Regulations on ANCSA proxy solicitation are available by contacting the NOK office at the numbers/email below.

If you have any questions, please feel free to contact us at any time.

### **Natives of Kodiak, Inc.**

2625 Mill Bay Road | Kodiak, Alaska 99615

Phone: (907) 486-3606 | Toll-Free: (800) 648-8462 | Fax: (907) 486-2745

Email: [shareholders@nativesofkodiak.com](mailto:shareholders@nativesofkodiak.com)



NATIVES OF KODIAK

Dear NOK Shareholder:

Thank you for your interest in serving on the Board of Directors. The 50th Annual Meeting of Shareholders of Natives of Kodiak, Inc. (“NOK”) will be called to Order on Saturday, September 21, 2024, at 9:30 a.m. in Kodiak, Alaska, at the Afognak Native Corporation Building, 300 Alimaq Drive. The Meeting will also be Livecast.

Elections for three (3) Shareholders to the NOK Board of Directors for three-year terms ending in 2027 will be held at the Annual Meeting. If you are interested in having your Board candidacy included in NOK’s Proxy Statement, please submit the following to the NOK Kodiak office, to be **received** by no later than close of business **May 31, 2024**:

- Completed and signed Nominee Agreement and Consent to Criminal Background Check
- Signed Candidate Disclosure Form, including Nominee Statement
- Photograph for use in Proxy Statement (upload or attach to physical submission)

If you have any questions about what materials to provide or about serving on the NOK Board of Directors, please contact our office and we’ll be happy to assist you. Following are a few important dates to remember:

May 31, 2024	Board of Directors candidate information deadline
June 7, 2024	Board of Directors candidate drug testing results deadline
June 10-14, 2024	Nominating Committee candidate applications review & interviews
July 26, 2024	Proxy materials mailed to Shareholders
September 19, 2024	50th Annual Meeting Proxy card deadline
September 21, 2024	50th Annual Shareholders Meeting

Sincerely,

Corey Gronn  
Board Chair

2625 Mill Bay Road | Kodiak, Alaska 99615  
Phone: (907) 486-3606 | Toll-free: (800) 648-8462 | Fax: (907) 486-2745  
Email: [shareholders@nativesofkodiak.com](mailto:shareholders@nativesofkodiak.com)



## CANDIDATE DISCLOSURE FORM

Are you a Shareholder of Natives of Kodiak, Inc. (“NOK”):

(i) at least 18 years of age, (ii) holding one or more shares of NOK voting stock, (iii) willing to submit to a drug test, (iv) willing to sign a Director Service Agreement, agreeing to abide by the Corporation’s Board policies and procedures, including, without limitation, the Board Conduct Ethics policy, (v) agreeing to keep all confidential and proprietary information of NOK and its subsidiaries and affiliates confidential, and (vi) acknowledge Directors may not serve as employees for NOK, its Trusts or affiliates?  Yes  No

### I. Personal Information

<i>Full Name (as it appears in NOK’s records)</i>	<i>Date of Birth</i>	<i>Current Age</i>
<i>Mailing Address</i>	<i>Home Phone</i>	<i>Cell Phone</i>
<i>Residence Address (if different from mailing address)</i>	<i>Fax</i>	
<i>City</i>	<i>State</i>	<i>Zip</i>
	<i>Email</i>	

### II. Positions & Offices

Please list all positions and offices (i) presently, and all (ii) ever previously held with NOK and its subsidiaries, if any.

### III. Family Relationships

Please list the name and nature of any family relationship you have with any director, nominee or executive officer of NOK and its subsidiaries, if any. For the purposes of this packet, and in accordance with Alaska Division of Banking & Securities requirements, “family members” are defined as your spouse, parents, children and siblings (by blood or adoption). Listing of first cousins is optional.

**IV. Business Experience**

Beginning with your present job, please list your business experience during the past **5 years**, including (i) principal employment or occupation, and (ii) employer.

Name 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**:

---



---



---

Do you currently serve, or during the past **5 years** have you served, as a Director of any corporation, other than NOK or its subsidiaries, including any non-profit, or any other organization?

Yes  No

If yes, list the name of the organization, the address, your title for that organization, and the dates served:

Name of Organization	Title	Dates Served

Education History: Beginning with high school, please list all relevant education, including vocational or trade schools, colleges or universities attended:

Name and Location	Attendance Dates	Major(s)	Certificate or Degree	Year of Degree


**V. Legal/Criminal Disclosures**

Please describe all of the following events which occurred during the past **10 years**, if applicable, giving dates and specific descriptions for these events, including any court name and case name and number:

- a. Voluntary or involuntary petition under any bankruptcy or insolvency laws.
- b. Appointment of a receiver.
- c. Any pending criminal proceedings, except traffic violations or other minor offenses.
- d. Conviction, or plea of nolo contendere, in a criminal proceeding, except traffic violations or other minor offenses.
- e. The entry of any final judgment order or decree, not subsequently reversed or vacated, that you engaged in unethical or illegal business practices, violated fiduciary duties, or violated securities laws.
- f. If you been party to any legal proceedings in which you, or anyone who will solicit proxies on your behalf, had an interest adverse to NOK or its subsidiaries?

**VI. Financial Transactions**

Please describe any financial transactions since the beginning of NOK’s last fiscal year and presently proposed financial transactions by NOK or its subsidiaries corporation with any entity, if:

- a. The transaction or proposed transactions in the aggregate exceeded or will exceed \$20,000, and
- b. You or a member of your family is employed by, is an officer of, director of, or owns, directly or indirectly, an interest in the other entity (other than NOK or its subsidiaries).

Name	Relationship	Nature of Interest / Amount of Transaction / Date

**VII. Other Conflicts of Interest**

Please describe any other financial, business, professional or personal relationship or interest that would result or would appear to a reasonable person to result in a potential conflict of interest for the candidate if the candidate were to be elected to serve as a member of the Board of Directors of Natives of Kodiak, Inc., including in the capacity as trustees of the NOK Shareholder Permanent Fund Trust and the NOK Benefits Trust.

**VIII. Proxy Solicitation**

Describe all methods you will use to solicit proxies other than by mail, including, e.g. telephone, in person, handouts, mail outs, advertisements, radio interviews, op-ed newspaper articles, Internet, Facebook, etc. Note: All proxy solicitations, including those posted on the Internet, in paper or an electronic format, must be concurrently filed with the State of Alaska, Administrator, Division of Banking and Securities, must be preceded by a filed, detailed proxy statement, and must not include false or misleading statements, or any omissions of material facts necessary in order to make a statement not false or misleading. (Use additional sheets if needed.)

a. State the total amount spent and that you expect to spend on the solicitation of proxies:

---

b. State who will bear the cost of soliciting your proxies. If you and those soliciting proxies on your behalf will spend more than an aggregate total of \$500 on the effort, state how much each person has contributed, or has agreed to contribute, to the cost of your proxy solicitation:

---

**IX. Nominee Statement** Explain why Shareholders should cast their votes for you, such as what you hope to achieve as a Director. Do not exceed 500 words; please attach additional, signed document if preferred. Please note: NOK may add mandatory disclosures to its proxy statement pursuant to the state of Alaska ANCSA proxy regulations.

---

---

**IX. Photograph:** Please attach or upload a recent electronic photograph for the proxy statement.

**(Mandatory)** I hereby certify that the above information is complete, true, and correct to the best of my knowledge.

---

Nominee's Signature

---

Date

---

Printed Name

**(Mandatory)** I have completed and signed NOK's (attached) consent form for the criminal background history check, as part of the Nominee Agreement. Yes  No



NATIVES OF KODIAK

## BOARD OF DIRECTORS NOMINEE AGREEMENT AND CONSENT FOR CRIMINAL BACKGROUND HISTORY CHECK

This Nominee Agreement is executed by \_\_\_\_\_  
(printed name of nominee)

I am a voting Shareholder of Natives of Kodiak, Inc. (“NOK”), am 18 years of age or older, and I am a candidate for a seat as a director on the Board of Directors (“Director(s)”) of NOK. I understand and acknowledge that Directors of NOK also serve as Trustees of the Natives of Kodiak Shareholder Permanent Fund Trust and as Trustees of the NOK Benefits Trust. I wish to have my name included on NOK’s Proxy Materials to be included in NOK’s mailings to Shareholders before the Annual Meeting of Shareholders to be held on September 21, 2024. The election of directors includes a total of 3 (three) vacant seats for three-year terms each.

In consideration for NOK including my name on its proxy, printing and mailing my proxy solicitation materials and including my biographical information, disclosures, photograph, and nominee’s statement in its election pamphlet and Corporate Proxy Materials and the possible publication of certain information within the Shareholder Newsletter, I hereby agree to the following:

1. I will comply with all state of Alaska (“State”) Statutes and Regulations governing proxy solicitation and in particular 3 AAC 08.305-365.
2. I will comply with NOK’s Bylaws and Election Policies and Procedures as amended or otherwise revised (copies of both of which I have received, read, and understand), and in particular those sections concerning proxy solicitation and elections, including making concurrent filings with the State Division of Banking and Securities of all proxy solicitations that I make.
3. I will comply with NOK’s Board Drug Testing Policy (copy of which I have received, read, and understand).
4. I understand that, if I fail in any material respect to comply with applicable law or NOK’s election-related Bylaws, Election Policies and Procedures or Board Drug Testing Policy during the course of my campaign, NOK or the State may seek to invalidate any proxies or ballots voted for me in accordance with such requirements, except for quorum purposes.
5. With the understanding that I may solicit votes for myself in NOK’s proxy materials, I shall not include or permit my name to be included on any proxy for any other nominee or slate of nominees. I will use my best efforts to cooperate with NOK to have my name removed from any other proxy which includes my name, including sending letters to Shareholders and authorizing appropriate communications and instructions to be sent to the State Department of Commerce, Community and Economic Development, Division of Banking, Securities and Corporations.
6. I acknowledge that I have been provided with copies of the following, all of which I have read and understand:
  - a. State key Statutes and Regulations on proxy solicitation (03 AAC 08.305-365);
  - b. Natives of Kodiak, Inc.’s election-related Bylaws, Director Service Agreement, Election Policies and Procedures, Checklist for Candidates, Board Drug Testing Policy, Nominee Candidate Disclosure Questionnaire and Nominee Agreement;
  - c. The 2018 Restated Agreement of the Natives of Kodiak Shareholder Permanent Fund Trust;
  - d. The 2018 Agreement of the NOK Benefits Trust; and
  - e. The State’s Information for Shareholders of ANCSA Corporations.
7. I hereby give my permission for NOK to obtain information relating to my criminal and civil history record, and to include such information in NOK’s proxy statement, as required by the State’s proxy regulations. 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 criminal and civil legal search, including credit history. I also understand that as long as I remain a member of the NOK’s Board of Directors, the criminal and civil history record check may be repeated at any time. I understand that I will have an opportunity to review the criminal and civil history and a procedure is available for clarification, but that NOK

must disclose such information to NOK's Shareholders in NOK's annual proxy statement, as required by the State's proxy regulations. I understand that a background check is required, and I further certify that I am not awaiting trial on a pending criminal matter, except as disclosed above in Section V of the Candidate Disclosure Form.

- 8. I acknowledge that no employee of NOK, the Trusts or their subsidiaries may be a member of the Board of Directors.
- 9. I acknowledge that I have read and understand the qualifications required of a Board Member. I meet the qualifications as stated.

Dated: \_\_\_\_\_, 2024

\_\_\_\_\_  
(Nominee's signature)

\_\_\_\_\_  
Please Print Name (Last, First, Middle)

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

\_\_\_\_\_  
Date of Birth

\_\_\_\_\_  
Driver's License Number

\_\_\_\_\_  
State Issued

\_\_\_\_\_  
Current Residence Address (Street/City/State/Zip)

\_\_\_\_\_  
Social Security Number

**ACKNOWLEDGED** and **ACCEPTED** by Natives of Kodiak, Inc.

Dated: \_\_\_\_\_, 2024

By: \_\_\_\_\_

Name: \_\_\_\_\_

Its: \_\_\_\_\_





## Checklist for Board of Directors Candidates

- Read entire Natives of Kodiak, Inc. (“NOK”) Nominee’s Packet:
  - NOK Election Policies and Procedures
  - NOK Director Service Agreement
  - NOK Board Drug Testing Policy
  - NOK Bylaws Relating to Elections
  - NOK Shareholder Permanent Fund Trust Amended and NOK Benefits Trust Agreements
  - Key ANCSA State Statutes and Regulations on Proxy Solicitation(3 AAC 08.305-365)
  
- Complete** the following requirements **and return to NOK to be received by May 31, 2024**:
  - Complete & Sign Candidate Disclosure Form, with Nominee’s statement (500-word limit)
  - Photograph of Nominee for use in NOK’s Proxy Statement
  - Complete & Sign Nominee Agreement and Consent to Criminal Background Check
  
- Review important Calendar Dates for Candidates:
  - May 31, 2024                      **Deadline for declaring Board of Directors Candidacy**
  - June 7, 2024                      Deadline for report of drug testing results to NOK
  - June 10-14, 2024                Nominating Committee Candidate Application Reviews & Interviews
  - July 26, 2024                      Date for mailing of Proxy Statement and Notice of Annual Shareholder Meeting
  - September 19, 2024            Deadline for submitting proxies to NOK’s Inspector of Elections
  - September 21, 2024            **Annual Meeting and Election of Directors**
  
- In accordance with State law and Section 4 of NOK’s Election Policies and Procedures, file separate copies of all proxy solicitation materials made with distribution to NOK Shareholders that are separate from those NOK Proxy materials sponsored by the Board, with the Department of Commerce, Community and Economic Development, Division of Banking, Securities and Corporations and with NOK *at the same time that any separate proxy solicitation materials are distributed* to NOK Shareholders (including, e.g. on Facebook, mailings, letters to the editor, etc.):

Dept. of Commerce, Community and Economic Development  
Division of Banking, Securities and Corporations  
550 W. 7<sup>th</sup> Avenue  
Anchorage, Alaska 99501

Natives of Kodiak, Inc.  
Vice President  
2625 Mill Bay Road  
Kodiak, Alaska 99615

**Please contact the NOK office  
at (907) 486-3606 or at  
shareholders@nativesofkodiak.com  
for a full copy of Candidate Packet  
reference materials to be sent to you.**

All proxy solicitations, **by candidates and by non-candidates**, including those by email, posted on the Internet (such as Facebook), letters to the editor, ads, etc., in paper or electronic format, **must** be concurrently filed with the State of Alaska, Administrator, Division of Banking and Securities, in Anchorage, Alaska (3 Alaska Administrative Code (AAC) 08.312).

Proxy solicitations may not include false or misleading statements, or any omissions of material facts necessary in order to make a statement not false or misleading (3 AAC 08.315), and must be preceded or accompanied by a complete, dated, written proxy statement (3 AAC 08.355).

The ACC regulations may be found at the following website:

<http://www.legis.state.ak.us/basis/aac.asp#3.08.355>.