



**Annual Meeting of Shareholders May 14, 2016  
Candidate Information Packet**

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**2016 ELECTION PROCESS HIGHLIGHTS**

- All Class A shareholders who are at least 18 years of age may apply for selection as Board-recommended candidates.
- Campaigning cannot begin until the SAI corporate proxy materials are mailed. This is expected to occur approximately April 18, 2016.
- The State of Alaska has rules and regulations that apply to all candidates who run for election as a director of an ANCSA corporations. You can find a discussion of the applicable State of Alaska rules at the State of Alaska website concerning ANCSA corporations at <https://www.commerce.alaska.gov/web/dbs/ancsa.aspx> and specifically in the booklet available from the State of Alaska through a link at such website entitled **INFORMATION FOR SHAREHOLDERS OF ANCSA CORPORATIONS**.

## **INSTRUCTIONS FOR CANDIDATES**

Under SAI's election procedures, Class A shareholders who want to be considered for the Board slate must submit certain information to the Board. If you are not a current member of the Board, you must submit (i) the Application and Disclosure Statement (Attachment A), (ii) Candidate Questionnaire (Attachment B) and (iii) your resume, which should include your current and all past employment, your education and any other matters you consider significant. If you are a current Board member, you must submit only the Application and Disclosure Statement (Attachment A).

## **APPLICATION AND DISCLOSURE STATEMENT**

All Class A shareholders who wish to be considered for SAI's Board slate (including current Board members) must complete and sign the Application and Disclosure Statement (Attachment A). The Application and Disclosure Statement will help SAI prepare appropriate initial disclosures about the Board slate candidates that are included in the SAI proxy statement and on SAI's proxy.

**You can find a discussion of the applicable State of Alaska rules at the State of Alaska website concerning ANCSA corporations at <https://www.commerce.alaska.gov/web/dbs/ancsa.aspx> and specifically in the booklet available from the State of Alaska through a link at such website entitled *INFORMATION FOR SHAREHOLDERS OF ANCSA CORPORATIONS*.**

## **QUESTIONNAIRE**

The Questionnaire (Attachment B) must be submitted by all applicants for SAI's Board slate other than current Board members. The Questionnaire helps the Board better understand your views about SAI including why you want to be a Board member.

## **WHERE TO SUBMIT COMPLETED FORMS (THE DEADLINE FOR SUBMISSION OF YOUR FORMS IS FEBRUARY 26, 2016).**

Please return your completed Application and Disclosure Statement, and Questionnaire by FEBRUARY 26, 2016 to the Corporate Secretary Joshua Horan by one of the following methods:

By Regular US Mail or Hand Delivery:

Shee Atiká, Incorporated  
315 Lincoln Street, Suite 300  
Sitka, AK 99835  
Attn: Joshua Horan

By Fax: (907) 747 5727 (Mark your Cover Sheet "Attn: Joshua Horan")

By email: [info@sheeatika.com](mailto:info@sheeatika.com)

## TENATIVE TIMETABLE FOR 2016 ANNUAL REPORT AND MEETING

| <b>Date</b>             | <b>Items</b>  |
|-------------------------|---|
| February 9, 2016 (est.) | Board Slate Positions Advertised to all Shareholders          |
| February 26, 2016       | Deadline to return Board Slate Applications                   |
| March 28, 2016 (est.)   | Candidates Notified Whether They Are Selected For Board Slate |
| April 18, 2016 (est.)   | Proxy Mail Date   |
| April 23, 2016          | Anchorage Shareholder Meeting                                 |
| April 24, 2016          | Juneau Shareholder Meeting                                    |
| April 26, 2016          | Sitka Shareholder Meeting                                     |
| April 30, 2016          | Seattle Shareholder Meeting                                   |
| May 4, 2016             | Early Bird Deadline   |
| May 11, 2016            | Proxy Return Deadline   |
| May 14, 2016            | Annual Meeting  |

## FREQUENTLY ASKED QUESTIONS (FAQs) ABOUT SAI's DIRECTOR ELECTION PROCESS

Question: How do I run for election to the SAI Board at the 2016 annual meeting?

Answer: There are 2 ways to run for election to the SAI Board at an annual meeting: as a recommended (Board slate) candidate on the corporate proxy or as an Independent candidate on your own proxy.

Question: Do I have to be a Class A shareholder to run for the Board?

Answer: Yes.

Question: What does it mean to run as an Independent candidate?

When you run as a Board slate candidate or an Independent candidate, your name does not appear on the corporate proxy and you will be responsible for the cost of preparing and mailing your proxy materials to shareholders. Since Alaska law requires that every candidate prepare a proxy statement, as an Independent candidate you will be required to prepare a proxy statement that complies with Alaska law and to mail this proxy statement along with your proxy and any other proxy materials to shareholders. SAI presently has over 3,000 voting shareholders, so just the cost of mailing to shareholders can be quite expensive. Also since Alaska law requires that proxy materials be filed with the State of Alaska at the same time as you begin your distribution to shareholders.

Question: How do I become a recommended candidate for election to the SAI Board?

Answer: Each year the Board sets a deadline for receiving applications for the Board slate. Interested Class A shareholders must submit an application (including all required materials) and agree to a background investigation. The board then selects up to 3 candidates to recommend.

Question: If I run as an Independent candidate, will SAI pay my expenses such as travel or the costs of mailing to shareholders, or will SAI prepare my proxy statement, my proxy or any other proxy materials for me?

Answer: No.

Question: Are there rules and regulations that apply to my candidacy?

Answer: Any candidate for election to the SAI Board, regardless of whether they are a Board-recommended candidate or an independent candidate must comply with all Alaska state laws, regulations and rules. You can find a discussion of the applicable State of Alaska rules at the State of Alaska website concerning ANCSA corporations at <https://www.commerce.alaska.gov/web/dbs/ancsa.aspx> and specifically in the booklet available from the State of Alaska through a link at such website entitled **INFORMATION FOR SHAREHOLDERS OF ANCSA CORPORATIONS**.

Question: If I run as an Independent candidate, can I get a list of SAI shareholders that will vote at the meeting?

Answer: Upon advance written request, SAI will allow an Independent candidate to inspect and copy the record list of shareholders for the meeting. As an alternative to actually inspecting the record mailing list and making their own copy of that list, an Independent candidate may make a written request for a written copy of the record list. Upon payment of a fee set by SAI, SAI will provide a written copy of the record list. The record list is not a set of mailing labels and candidates will need to prepare their own set of mailing labels based on the record list. Candidates are advised that it may take a few days for the SAI office to prepare the record list from SAI's shareholder data base. This is because the shareholder data base contains personal and private data relative to shareholders, which must be deleted before the record list can be provided to candidates.

Question: How do I file materials?

Answer: You are allowed to file your materials in a paper format, or a digital media format (CD or DVD), or electronically. If materials are filed in a paper format or a digital media format, you are required to send two copies to the following address:

Department of Commerce, Community, and Economic Development  
Division of Banking, Securities and Corporations  
550 W. 7th Avenue, Suite 1850  
Anchorage, AK 99501

Telephone: (907) 269-8140

Materials filed electronically may be emailed to [anca@alaska.gov](mailto:anca@alaska.gov) or uploaded to the Alaska ZendTo system. For instructions on how to upload materials to the Alaska ZendTo system visit <https://www.commerce.alaska.gov/web/dbs/anca.aspx>

**PLEASE NOTE THAT THE ABOVE INFORMATION IS BELIEVED BY SAI TO BE CORRECT AS OF THE DATE OF THE PUBLICATION OF THIS CANDIDATE PACKET AND THAT THE INDICATED INTERNET LINKS WORK. HOWEVER, IT IS THE RESPONSIBILITY OF THE INDIVIDUAL CANDIDATE TO MAKE ALL NECESSARY FILINGS WITH THE STATE (OTHER THAN SAI'S PROXY AND PROXY STATEMENT, WHICH SAI WILL FILE) AND IT IS UP TO ANY CANDIDATE TO VERIFY THAT THE ABOVE ARE CORRECT ADDRESSES AND PROCEDURES AND THAT THE INDICATED INTERNET LINKS PROPERLY WORK AT THE TIME THE CANDIDATE IS REQUIRED TO MAKE SUCH FILINGS.**

Question: What is the cross-out power and does it apply to my candidacy?

Answer: Alaska law requires that shareholders be given a right to cross out any candidate that a shareholder does not want proxyholders to vote for using that shareholder's proxy. It applies to all proxies.

Question: When can I begin my campaign as an Independent candidate?

Answer: You must wait until SAI mails its corporate proxy materials in April. You will be advised of the exact date once the printing process of these materials is complete. Additionally, all Independent candidates must send Banking and Securities a copy of their proxy materials at the same time as the Independent Candidate begins to use those materials to solicit proxies from shareholders.

**ATTACHMENT A**  
**APPLICATION AND DISCLOSURE STATEMENT**

I hereby apply for selection to the Board slate for the 2016 Annual Meeting.

*By Alaska law, each candidate who appears on Shee Atiká's corporate proxy must make certain disclosures. This information will be used to prepare Shee Atiká's proxy materials and thus will be provided to Shee Atiká's shareholders. In addition, please be aware that if you are elected to the Board, that it may be necessary for you to obtain a security clearance from the United States Government because of the potential of future Shee Atiká contracts with the government. The information requested by this form will be used to help Shee Atiká to determine in advance whether you will be able to obtain such a clearance if necessary. You may also be required to make additional disclosures to the Government in the future. Please note that just submitting a resume will not be sufficient. This form must be completed and returned by February 26, 2016 for the applicant to be considered for inclusion in Shee Atiká's corporate proxy materials for the 2016 Annual Meeting. Only Class A shareholders may run for Shee Atiká's Board.*

**A. DISCLOSURE STATEMENT AND QUESTIONNAIRE**

1. Name: \_\_\_\_\_
  
2. Please list all other names (first and last) by which you have ever been known:  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_
  
3. Home Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_
  
4. Phone: \_\_\_\_\_ home  
\_\_\_\_\_ work  
\_\_\_\_\_ cell
  
5. Preferred Email: \_\_\_\_\_
  
6. Date and location of Birth: \_\_\_\_\_
  
7. Social Security Number \_\_\_\_\_
  
8. Drivers License Number and state of issuance: \_\_\_\_\_
  
9. Number of Shee Atiká's Class A Shares you currently own \_\_\_\_\_

10. List the number of shares you currently own in any ANCSA corporation other than Shee Atiká:

*Name of Corporation*

*Number of shares*

\_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

11. Please list any positions you hold or have ever held at any time with Shee Atiká, any other ANCSA corporation, or with the Sitka Tribe of Alaska:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

12. Please list any member of your immediate family (son, daughter, brother, sister, mother or father) that is a current Shee Atiká director, officer or employee:

\_\_\_\_\_  
\_\_\_\_\_

13. Please list your business experience:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

14. Have any of the following events occurred during the past ten (10) years:

(a) voluntary or involuntary petition in bankruptcy or insolvency? Yes \_\_\_\_ No \_\_\_\_\_

(b) court appointment of a receiver, trustee or anyone else to manage your affairs?  
Yes \_\_\_\_ No \_\_\_\_\_

(c) conviction, or plea of *nolo contendere*, in a criminal proceeding, except traffic violations or other minor offenses? Yes \_\_\_\_ No \_\_\_\_\_

(d) entry of any final judgment, order or decree, not subsequently reversed or vacated, that he or she engaged in unethical or illegal business practices or violated securities laws?  
Yes \_\_\_\_ No \_\_\_\_\_

(e) pending or proposed IRS deficiencies greater than \$5,000? Yes \_\_\_\_ No \_\_\_\_\_

(f) outstanding judgments greater than \$5,000? Yes \_\_\_\_ No \_\_\_\_\_

15. Please list any ownership you have in any business that does business with Shee Atiká:



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16. Please describe any interest you have as a party or otherwise in any legal proceedings (whether or not involving Shee Atiká):

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17. Please list a personal reference who is not a family member and contact information for that reference:

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[End of Disclosure Statement]

**B. CERTIFICATION, CONSENT AND SIGNATURE.** *The foregoing and the accompanying Questionnaire are true and correct to my best knowledge and belief. I understand that Shee Atiká will rely on my answers to select board slate candidates, to prepare the corporate proxy materials for the Annual Meeting, and to evaluate whether I might be able to obtain a security clearance from the United States Government. I consent to the use and disclosure of the information stated above in this Application and Disclosure Statement and the accompanying Questionnaire as Shee Atiká deems appropriate and I release Shee Atiká from any liability otherwise associated with such use and release. I agree to comply with all rules of the State of Alaska and of Shee Atiká in my solicitation efforts, and agree to provide any campaign material I intend to use in advance to Shee Atiká to assure legal compliance. I also understand that I have a continuing obligation to update these disclosures by notifying Shee Atiká in writing if at any time my response to any of these questions changes. I hereby authorize and request any former employers, personal references including, but not limited to, friends or associates, schools, police and court personnel, credit agencies, and any other person to furnish Shee Atiká and/or its designees any information or opinions concerning my work habits, reasons for termination, eligibility for rehire, salary information, and character information, criminal history, driving records, and credit history or any other relevant information requested by Shee Atiká.*

\_\_\_\_\_  
SIGNATURE

\_\_\_\_\_  
Date

**C. RETURN TO SAI.** Please return your completed Application and Disclosure Statement, your resume and your completed Questionnaire by **FEBRUARY 26, 2016** to the Corporate Secretary Joshua Horan by one of the following methods:

By Regular US Mail or Hand Delivery:

Shee Atiká Incorporated  
315 Lincoln Street, Suite 300  
Sitka, AK 99835  
Attn: Joshua Horan

By Fax: (907) 747 5727 (Please mark your cover sheet Attention: Joshua Horan)

By email (with the Application and Disclosure Statement, your resume and Questionnaire as attachments): [info@sheatika.com](mailto:info@sheatika.com)

**ATTACHMENT B  
CANDIDATE QUESTIONNAIRE**

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

**YOUR THOUGHTFUL ANSWERS TO THE FOLLOWING QUESTIONS WILL ASSIST THE BOARD IN MAKING ITS SELECTION. PLEASE ANSWER TO THE BEST OF YOUR ABILITY – THIS IS NOT A TEST. YOU MAY ATTACH A SEPARATE SHEET IF NECESSARY. BE SURE TO NUMBER YOUR RESPONSES TO MATCH THE QUESTIONS.**

1. Why do you want to be a Shee Atiká director?

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2. What is your vision for the future of Shee Atiká?

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3. Please list your educational experience and credentials.

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4. Please list your work and life experience and describe how it has prepared you to be a Shee Atiká director.

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5. Please describe what you know about the Shee Atiká Fund Endowment (SAFE) and its role in providing benefits to Shee Atiká shareholders, both currently and in the future?

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6. Please describe what you know about the funeral and educational benefits that Shee Atiká provides to its shareholders. \_\_\_\_\_

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7. Shee Atiká Investments, LLC (SAIL) invests funds for SAI and SAFE. Most of SAFE's assets are managed by SAIL. SAIL invests in various financial instruments. Please describe

your experience with the management of portfolios such as SAIL and your general knowledge of investments? \_\_\_\_\_

\_\_\_\_\_

8. Please describe your view of the respective roles of the Shareholders, the Board of Directors (Trustees), and the President / CEO in the governance and operation of Shee Atiká and its affiliates. \_\_\_\_\_

\_\_\_\_\_

9. Please comment on how directors should interact with corporate staff (other than the President/CEO). \_\_\_\_\_

\_\_\_\_\_

10. Please describe your experience on other boards and how you approach your service on a board. Please comment specifically about how you interact with other board members and management, both in the boardroom and outside the boardroom.

\_\_\_\_\_

11. The board meets on average of once a month, mostly in Sitka. Board members also attend various shareholder functions and outside meetings and must travel extensively. Preparation for board meetings requires reviewing often lengthy and complex materials. Please comment on your ability to meet these requirements, including specifically your availability and willingness to travel and to devote substantial amounts of time to Shee Atiká's business and affairs. \_\_\_\_\_

\_\_\_\_\_

12. Much of the net worth of Shee Atiká and its affiliates was originally derived from natural resource development and extraction. It is possible that Shee Atiká will be involved in resource extraction in the future, either in timber harvesting or mining. Please share your views on resource development and your vision in this regard. \_\_\_\_\_

\_\_\_\_\_

13. In your work or life experience, where do you feel you have grown the most? \_\_\_\_\_

\_\_\_\_\_

14. Land ownership is important, but it is also important to maximize income from all Shee Atiká assets. Please comment. \_\_\_\_\_

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15. Shee Atiká’s mission is to “preserve and enhance our culture for all generations of shareholders, and to provide benefits to shareholders consistently and on an equitable basis”. Please comment on the role that you think you would play as a Shee Atiká director in carrying out this mission statement. \_\_\_\_\_

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16. Please comment on those things you think that Shee Atiká and its affiliates are doing well and those things that could be done better or differently. Also, please feel free to make any other comments concerning Shee Atiká.

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SIGNATURE

Date

Please return this Questionnaire along with the Application and Disclosure Statement and your resume by **FEBRUARY 26, 2016** to the Corporate Secretary Joshua Horan by one of the following methods:

By Regular US Mail or Hand Delivery:

Shee Atiká Incorporated  
315 Lincoln Street, Suite 300  
Sitka, AK 99835  
Attn: Joshua Horan

By Fax: (907) 747 5727 (Please mark your cover sheet Attention: Joshua Horan)

By email (with the Application and Disclosure Statement, your resume and Questionnaire as attachments): [info@sheeatika.com](mailto:info@sheeatika.com)