



CENTRAL COUNCIL
Tlingit and Haida Indian Tribes of Alaska
Office of the President • Edward K. Thomas Building
9097 Glacier Highway • Juneau, Alaska 99801

Executive Council of the Central Council
TLINGIT & HAIDA INDIAN TRIBES OF ALASKA

Resolution EC 23-32

Title: Appointments and Re-appointments to the THTBC Board of Directors

WHEREAS, the Central Council of Tlingit & Haida Indian Tribes of Alaska (Tlingit & Haida) is a federally recognized tribe with more than 35,000 citizens; and

WHEREAS, under Article X of the Tlingit & Haida Constitution, the Executive Council is the governing body of Tlingit & Haida when the Tribal Assembly is not in session; and

WHEREAS, the Tribal Assembly is not in session; and

WHEREAS, pursuant to the Tlingit & Haida Constitution, Tlingit & Haida formed Tlingit Haida Tribal Business Corporation (“THTBC”), a federally chartered corporation pursuant to 25 U.S. Code Section 5124 (formerly 25 U.S. Code Section 477), as amended; and

WHEREAS, pursuant to the Tlingit & Haida’s Constitution, the Executive Council approved the corporate charter and the United States Secretary of the Interior approved the corporate charter (“THTBC Charter”) consistent with the requirements of 25 U.S. Code Section 5124 (formerly 25 U.S. Code Section 477), as amended; and

WHEREAS, THTBC’s Board of Directors (the “Board of Directors”) adopted the Bylaws of THTBC dated November 13, 2012 (the “Bylaws”) by resolution pursuant to the THTBC Charter; and

WHEREAS, the THTBC Charter and Bylaws direct the Board of Directors by resolution to select and nominate directors, other than the President, subject to final approval by the Executive Council; and

WHEREAS, Gen. Ronald R. Fogleman, USAF (Ret.) wishes to resign as a director of the Board of Directors effective as of June 15, 2023; and

WHEREAS, the THTBC Charter and Bylaws direct the Board of Directors and the Executive Council to give preference in the appointment of directors to persons who have backgrounds in and a commitment to Tlingit & Haida’s economic development and experience and expertise in related or relevant areas of business, finance, or merchandising; and

WHEREAS, the Board of Directors selected and nominated Carlos Garcia (“Garcia”) to the Executive Council as a director of the Board of Directors for Garcia’s experience and background as a senior executive in government contracting for 37 years, founder and CEO of KIRA, Inc., role of President and COO to Tlingit Haida Tribal Business Corporation for over six years, and commitment to supporting Tlingit & Haida’s economic development; and

WHEREAS, the Board of Directors re-selected and re-nominated William M. Micklin (“Micklin”) and Richard J. Rinehart, Jr. (“Rinehart”) to the Executive Council as directors of the Board of Directors based on Micklin’s and Rinehart’s experiences and backgrounds as senior executives in government contracting, exemplary and committed leadership to Tlingit Haida Tribal Business Corporation and commitment to supporting Tlingit & Haida’s economic development;

NOW THEREFORE BE IT RESOLVED, that the Executive Council ratifies, confirms, and approves the appointment of Garcia to serve as a director of the Board of Directors for a term of four years, beginning on June 15, 2023; and

BE IT FURTHER RESOLVED, that the Executive Council ratifies, confirms, and approves the re-appointment of Micklin to continue serving as a director of the Board of Directors for another term of four years, beginning on June 15, 2023; and

BE IT FURTHER RESOLVED, that the Executive Council re-confirms the appointment of Rinehart as a director of the Board of Directors for a term of four years, with such term beginning on April 21, 2018, and ratifies, confirms, and approves the re-appointment of Rinehart to continue serving as a director of the Board of Directors for another term of four years, beginning on April 21, 2022.

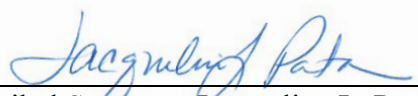
ADOPTED this 17th day of April 2023, by the Executive Council of the Central Council of Tlingit & Haida Indian Tribes of Alaska, by a vote of 6 yeas, 0 nays, 0 abstentions and 0 absences.

CERTIFY



President Richard J. Peterson

ATTEST



Tribal Secretary Jacqueline L. Pata