2016

Notice of Annual Meeting and Proxy Statement

Sealaska Corporation
This is the Official Sealaska Proxy Material
EARLY BIRD PRIZES

Vote your proxy on or before June 10, 2016.

Grand $5,000 for 1 winner
2nd $2,500 for 2 winners
3rd $1,000 for 5 winners
4th $750 for 6 winners
5th $500 for 11 winners

PLUS Two Round Trip Tickets to Hawaii

ANNUAL MEETING PRIZES

Vote your proxy so it is received by fax, mail or through online voting by June 23, 2016, or vote at the annual meeting.

1st $2,500 for 3 winners
2nd $1,500 for 1 winner
3rd $1,000 for 1 winner
4th $500 for 1 winner

PLUS All webcast viewers the day of the annual meeting will be eligible for a webcast prize.

$1,500 for 1 winner

ANNUAL MEETING DOOR PRIZES

There will be great door prizes for those attending the annual meeting in Ketchikan, Alaska, on June 25, 2016, including prizes for those who register and attend via webcast.

ATTENTION: NEW SHAREHOLDERS

If you are a newly enrolled shareholder descendant owning only Class D–Descendant shares, or you have been made a Sealaska shareholder for the first time through gifted or inherited shares, this might be the first Proxy Statement and Proxy Card you have received.

This booklet (Proxy Statement) contains the information you will need to be able to vote (cast your Proxy Card) for this year’s annual meeting of shareholders. If you find you still have questions, please do not hesitate to give us a call. Contact the Corporate Secretary at 907.586.1512 with your voting questions.

ATTENTION: ELDERS WITH LIFE ESTATE STOCK

If you are an Elder who has received 100 shares of Class E–Elder life estate stock, please remember that Class E stock does not carry voting power and does not contribute to the number of your total votes for the annual meeting. Only the original voting stock you currently own may be used to cast votes. The number of shares of voting stock you own, and the number of votes you have, can be found on the front of your proxy card.

Prize Rules:

1. Except for the annual meeting door prizes, you do not have to be present to win.

2. Board members, board nominees, officers and managers of Sealaska Corporation, its subsidiaries, or Sealaska Heritage Institute, and their spouses and minor children, are not eligible for the annual meeting and Early Bird drawings, or annual meeting door prizes. Employees of Sealaska or its affiliates are not eligible for annual meeting door prizes.

3. To be eligible for the Early Bird prizes, your proxy must be received by the Independent Inspectors of Election and Voting by June 10, 2016, at 5 p.m. Alaska Daylight Time. Winners of Early Bird prizes will be announced on approximately June 13, 2016.

4. Cash prizes in excess of $600 will be reported to the IRS on a 1099 form by Sealaska Corporation on or before January 31, 2017. All prize winners will be responsible for applicable state and federal taxes.
Dear Sealaska Shareholder,

On behalf of the Board of Directors, I am pleased to inform you that the Board, together with management, continues to work hard to achieve strategic goals and initiatives. Once achieved, these strategic goals will result in a stronger and more sustainable corporation into the future.

As a shareholder, you play an important role when you participate in our annual corporate elections. I encourage you to participate in the process and exercise your right to vote in the 2016 election. Prior to voting, you should ensure that you are fully informed on your voting choices by reviewing the instructions and information contained in this Proxy Statement. Sealaska has provided this material to assist you in making an informed vote for the Sealaska Board of Directors and on a shareholder-proposed resolution.

We also encourage you to vote online through MySealaska. Information on page 6 will tell you how to register for a MySealaska account so that you can vote electronically. Voting online is fast, easy and secure, and helps Sealaska move toward goals to reduce cost and waste.

This proxy statement contains instructions and information about how to vote your proxy. Be sure to read all the information carefully, and if you have any questions, please call the Corporate Secretary at 907.586.1512 or toll-free at 1.800.848.5921. You can also send an email to corpsec@sealaska.com. Sealaska has also sent one annual report to each shareholder household. If you would like additional copies of the annual report or have questions, please contact the Sealaska Communications Department at 907.586.1512, or send an email to electioninfo@sealaska.com.

Sealaska encourages you to vote early, before June 10, 2016, to be eligible for Early Bird prizes. Your participation is important for Sealaska to reach quorum. Please vote!

The Sealaska Board of Directors and management thank you for your participation in the election. Your support for your corporation is respectfully requested so that we can continue our important work on your behalf. Thank you.

Sincerely,

SEALASKA CORPORATION

Joe Nelson
Board Chair
Dated: May 5, 2016
NOTICE IS HEREBY GIVEN THAT THE 43rd ANNUAL MEETING OF SHAREHOLDERS OF SEALASKA CORPORATION WILL BE HELD AT THE KETCHIKAN HIGH SCHOOL GYMNASIUM, 2610 4TH AVENUE, KETCHIKAN, ALASKA, ON SATURDAY, JUNE 25, 2016, AT 1 P.M. ALASKA DAYLIGHT TIME.

The purposes of this meeting are to:

1. Hear a report on Sealaska’s business operations and activities for the year ended December 31, 2015.
2. Elect four directors whose terms will expire at the annual meeting in 2019.
3. Carry out any other business that may properly be brought before the meeting while it is in session.

Although we do not know of any other business to be considered at the 2016 annual meeting, if any other business is presented at the annual meeting, your signed proxy card gives authority to Sealaska Proxyholders Barbara Cadiente-Nelson, Albert Kookesh and Tate London to vote on such matters according to their best judgment.

Holders of the voting stock of record at 5 p.m. Alaska Daylight Time, on the Record Date, April 18, 2016, are entitled to vote at the 2016 annual meeting. On that date, Sealaska had 2,341,076 outstanding shares of stock, and 2,024,090 of those were entitled to vote.

Please submit your proxy as soon as possible to ensure that your shares will be voted, even if you cannot attend the annual meeting in person. There are four ways to vote your proxy:

1. **Vote online through MySealaska!** Be sure to follow the instructions for creating a MySealaska account in order to vote online in the section ‘How to Complete Your Proxy.’

2. You may choose to complete, date, sign and return the enclosed proxy in the postage-paid envelope.

3. You can also fax your signed proxy card to the Independent Inspectors of Election and Voting at 1.866.433.8063. IF YOU FAX YOUR PROXY, YOU DO NOT NEED TO MAIL IT.

4. You can drop your proxy off in person at Sealaska headquarters, One Sealaska Plaza, 4th Floor in Juneau, Alaska, or with the Inspectors of Election and Voting at 9309 Glacier Highway, Suite B200, Juneau, Alaska.

You may call the Inspectors of Election and Voting at 907.789.3178 or toll-free 1.800.478.3178 to confirm your proxy has been received.

Each shareholder who returns a valid proxy before the deadline, whether online, in the mail, in person or by fax, or by voting in person at the meeting, will receive a one-time payment of $25. If you qualify for the incentive, you can choose to contribute it directly to Sealaska Heritage Institute (SHI). Just mark the appropriate box on your proxy. You may also make this contribution in the memory of someone by writing their name in the blank space.

All proxies must be received by the Independent Inspectors of Election and Voting in Juneau before 5 p.m. Alaska Daylight Time, Thursday, June 23, 2016. Proxies received after that date and time will not be voted at the annual meeting and will not be eligible for the $25 incentive. You may vote in person at the annual meeting in Ketchikan, Alaska, on Saturday, June 25, 2016, and still be eligible for the $25 incentive. Persons who wish to attend the meeting by webcast should submit their proxy by the deadline. It will not be possible to vote electronically on the webcast.

**Dated: May 5, 2016**

Jaeleen J. Araujo
VP General Counsel and Corporate Secretary
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## VOTE FOR DIRECTORS:
HOW MANY VOTES DO YOU HAVE?

If you received your proxy materials in the mail from Sealaska, then the number of votes that you have is printed on your proxy card in the upper right corner. You may also download a blank proxy from the Sealaska website, request another proxy from Sealaska headquarters, or vote your proxy online. Each share of voting stock is entitled to one vote for each director to be elected. For example, this year four directors will be elected, so if you own 100 shares, you have 400 votes.

**EXAMPLE: 100 SHARES X 4 DIRECTORS TO BE ELECTED = 400 VOTES**

These votes can be distributed any way you determine among one to no more than four nominees if you vote directed. This is known as “cumulative voting.” If you vote discretionary, you do not need to allocate your votes. See “How to Complete Your Proxy” starting on page 6 for more information on completing your proxy card.
SAMPLE PROXY

Official Sealaska Corporation Proxy

For greater detail on how to vote, including Online Voting, see your 2016 Proxy Statement

Vote Your Proxy - Check the box of your choice. ALSO VOTE ON THE RESOLUTION ON THE OTHER SIDE.

☐ Discretionary – Your votes will be voted for candidates on the Board of Directors’ slate. Do not allocate your votes below.

☐ Directed – if you wish to direct specific numbers of votes to certain nominees, either within the Board of Directors’ slate or among the independent nominees, write the number of votes you wish to give to each nominee next to that nominee’s name.

☐ Quorum Only – If you wish to withhold authority to vote, your proxy will be counted for quorum purposes only. If you check this box, no nominee will receive any of your votes, unless you have also checked the discretionary voting box or cast directed votes for a nominee.

Vote for Directors: How Many Votes Do You Have? See the top right of your proxy card for the number of voting shares you own and the number of votes you have for directors. For example, 100 shares = 400 votes.

Four board seats are up for election this year. The four nominees with the highest number of votes will be elected.

BOARD OF DIRECTORS’ NOMINEES
The Board of Directors endorses the following slate of nominees. If you checked the “Discretionary” or “Quorum Only” box, you should not write in the number of votes.

Nominee # of Directed Votes
Johanna “Jodi” Mitchell
Jacqueline “Jackie” Johnson Pata
Richard Rinehart

INDEPENDENT NOMINEES
The following nominees are independent candidates. They are not endorsed by the Board of Directors. If you checked the “Discretionary” or “Quorum Only” box, you should not write in the number of votes.

Nominee # of Directed Votes
Patrick Anderson
Michael Lee Beasley
Douglas Kevin Chilton
Bradley James Flquetsch
Nicole Hallingstad
Karen Ann Taug

(write-in candidate)

I hereby appoint as my attorneys in fact and proxies Barbara Cadiente-Nelson, Albert Kookesh, and Tate London (“Proxyholders”), a majority of them, or any one of them acting in the absence of the others, with full powers of substitution, to attend the Annual Meeting of Shareholders of Sealaska Corporation to be held in Ketchikan, Alaska on June 25, 2016, at 1 p.m., and any adjournment or postponement thereof, and to vote all of my shares of Sealaska Corporation that I could vote, including discretionary authority to selectively cumulate votes, with all the powers that I would possess if personally present at the meeting. All as described in the Notice of Meeting and Proxy Statement, both dated May 5, 2016, receipt of which I acknowledge. If this proxy is signed and no specific direction is given, this proxy will be voted for the Board of Directors’ nominees, and at the discretion of the Proxyholders upon such other matters as may properly come before the meeting. Directors will be elected for terms ending in 2019. CAST MY VOTES IN THE MANNER INDICATED ABOVE.

Date: ____________________________, 2016
Signature: ____________________________ (Please sign exactly as your name appears on the top of card)
Print name: ____________________________
As custodian/guardian/trustee for: ____________________________ (Shareholder’s name for whom you are signing)
Witnesses are necessary only when a shareholder signs by marking “X.” In such case, two witnesses must sign below.

__________________________ / ____________________________ (Witness, if necessary)
__________________________ / ____________________________ (Witness, if necessary)

☐ Check Here: Contribute my $25 voting incentive to Sealaska Heritage Institute

OPTIONAL – This gift is made in memory of:

BE SURE TO COMPLETE BOTH SIDES OF YOUR PROXY

SIGN THIS PROXY AND MAIL IT IN THE ENCLOSED PREPAID ENVELOPE TO:

Independent Inspectors of Election & Voting
Elgee Rehfeld Mertz, CPAs
9309 Glacier Highway, Suite B200, Juneau, AK 99801
OR FAX TO: 1.866.433.8063
If you fax your proxy, be sure to fax BOTH sides.

Your proxy must be received by the Independent Inspectors of Election by 5 p.m. Alaska Daylight Time on June 23, 2016.
The Early Bird Deadline is 5 p.m. Alaska Daylight Time on June 10, 2016.

To confirm your proxy was received, check online through MySealaska by going to online voting to review your vote.
Or call Elgee Rehfeld Mertz at 907.789.3178 or toll-free 1.800.478.3178.
SAMPLE PROXY

BE SURE TO COMPLETE BOTH SIDES OF YOUR PROXY

Shareholder Name:
Shareholder ID:
Voting Shares:

Please see the Proxy Statement for greater detail and discussion about this Resolution.

The following resolution has been submitted by a shareholder for a vote of the shareholders of Sealaska. This resolution will be adopted if approved by a majority vote of the total voting power of the Corporation.

Vote on Shareholder Resolution: How Many Votes Do You Have?

For voting on this resolution, you have the same number votes as the number of voting shares you own. The number of voting shares you own is printed above.

If your proxy is signed and you do not mark Yes or No on the resolution, your vote will be counted as a Quorum. Only vote on the unmarked resolution.

Shareholder Resolution: Term Limits for Sealaska Directors

Shall Sealaska Corporation amend Bylaw Section 3.1 to establish term limits for Directors of three consecutive three-year terms, with permanent ineligibility thereafter?

This resolution will be adopted if approved by a majority vote of the outstanding voting shares of the Corporation.

The Board of Directors recommends a “NO” vote.  □ NO  □ YES

SIGN THIS PROXY AND MAIL IT IN THE ENCLOSED PREPAID ENVELOPE TO:

Independent Inspectors of Election & Voting
Elgee Rehfeld Mertz, CPAs
9309 Glacier Highway, Suite B200
Juneau, AK 99801

OR FAX TO: 1.866.433.8063

If you fax your proxy, be sure to fax both sides.
If you fax your proxy, you do not need to mail it.
Sealaska has launched **MySealaska**, accessible from www.sealaska.com, where you can create your personal Sealaska user account to access your shareholder information and vote online. You must create a **MySealaska** account in order to vote online.

**ONLINE VOTING FAQs**

**Why should I vote online?**
Voting online is secure, fast and more convenient for many. The sooner your proxy is received, the sooner your incentive payment is generated and sent to you. It also aligns with Sealaska’s goal to reduce expenses like postage.

**Will I still receive a proxy incentive payment?**
Yes. In fact, you will receive it more quickly by voting online, and you can go back to the online voting site, type in your information, and check on the status of your payment.

**Is online voting really secure?**
Yes. Your identity is authenticated, and electronic firewalls protect your voting information. Just like with a paper proxy, only you and the Independent Inspectors of Election and Voting will know your vote.

**What if I need help?**
If you have questions about the election process, please contact the Corporate Secretary at 907.586.1512.

**GET STARTED** by registering on **MySealaska**.
You will need:
- A valid email address
- Your birthdate, and
- The last four (4) digits of your Social Security Number

Once you have created your **MySealaska** account, click the link to **Online Voting**. You will be taken to an independent, secure server to complete the voting process.

- Your login through **MySealaska** electronically validates your identity, which carries into the online voting site maintained by the Independent Inspectors of Election and Voting.

- Follow the instructions on the online voting site to complete your online proxy.

- You will need to enter the month and year of your date of birth to submit your online proxy and complete the process.

- **MySealaska** login and confirmation of month and year of your date of birth in the online proxy form will constitute your electronic signature.

- You can submit a later-dated online proxy if you choose to change your vote, up to the June 23 deadline. Just go back to **MySealaska**, click on the link to Online Voting and follow the steps to cast another proxy. Only the latest dated proxy will count as your vote.

- Only one proxy incentive payment will be issued, even if you vote more than once.
1. VOTE YOUR PAPER PROXY: SIGN AND DATE THE PROXY
   - Print your name and sign your name exactly as it appears on the proxy card.
   - Fill in minor’s name if you sign as a custodian.
   - Date the proxy the day you sign it.

2. YOUR $25 VOTING INCENTIVE AND CONTRIBUTIONS TO SHI
   Voting your proxy on or before June 23, 2016, or voting in person at the annual meeting qualifies you for a one-time voting incentive of $25.
   - Check the box if you want to contribute your $25 incentive payment to support the Sealaska Heritage Institute (SHI). Indicate if you wish to make the contribution in the memory of someone and write in their name(s).
   - Contributions to SHI will support cultural and language programs and the Walter Soboleff Building for the perpetuation of Native art and culture.

3. CHOOSE WHICH WAY YOU WOULD LIKE TO VOTE
   As a Sealaska shareholder, you have the following choices in completing your proxy:
   - **Vote Discretionary** – If you check this box, you will cast all your votes for the Board of Directors’ nominees. You will sign over your votes to the board, and the proxyholders appointed by the board will allocate them by selective cumulation at their discretion among the nominees on the board’s slate to elect as many of the board’s nominees as possible. A proxy that is signed but not marked will be voted for board slate nominees. You can withhold votes for one or more individual board nominees by drawing a line through their name where it is printed on the proxy.
• **Vote Directed** – If you check this box, you may cast a specific number of votes for one or more nominees listed on the proxy, either board or independent nominees, or for an individual whom you write in. Because of cumulative voting, you have the number of votes equal to the number of voting shares you own, times four (4), the number of directors to be elected at this annual meeting. The election bylaws require that directed votes go only to the nominee(s) you have indicated, even if those nominees later withdraw, and may not be redirected to another candidate. Vote for no more than four (4) nominees.

• **Quorum Only** – If you check this box, your votes will be counted for the purpose of achieving quorum for the annual meeting ONLY. No director candidate will receive any of your votes.

4. **ENDORSED BOARD OF DIRECTORS’ NOMINEES**

These three nominees are endorsed by the Sealaska Board of Directors. You may support these nominees by checking the discretionary box or by voting directed for the nominee(s) of your choice. Vote for no more than four (4) nominees.

5. **INDEPENDENT NOMINEES**

Sealaska’s election policies state that all qualified independent nominees may have their names listed on the Sealaska proxy. These nominees are not endorsed by the Board of Directors. You may vote for these nominees by writing in the number of directed votes you wish to cast for one or more of them. Vote for no more than four (4) nominees.

6. **WRITE-IN**

Sealaska’s election rules provide a space for write-in voting. You may write the name of any qualified nominee in the space, then indicate the number of directed votes you cast for that nominee.

7. **VOTE ON RESOLUTION**

Mark the **Yes** or **No** box on the resolution. For voting on a resolution, you have the same number of votes as the number of voting shares you own.
VOTING FOR DIRECTORS

YOU HAVE A CHOICE OF WAYS TO VOTE YOUR PROXY. PLEASE READ THE FOLLOWING INFORMATION CLOSELY TO HELP YOU COMPLETE YOUR PROXY.

Directors elected at the 2016 annual meeting will serve 3-year terms ending at the annual meeting in 2019.

Discretionary Voting

If you check this box, your votes will be used to elect as many nominees as possible among those endorsed by the Board of Directors. Your votes can be distributed only among the three (3) Board of Directors’ nominees listed on the proxy as Board Nominees. As its name implies, discretionary voting gives Sealaska Corporation’s proxyholders maximum flexibility for purposes of electing board-endorsed nominees.

If you want Sealaska to be able to vote for the election of as many of the Board endorsed nominees as possible, you should vote discretionary.

In the event that Sealaska does not have enough votes to elect all three of its nominees, each board endorsed nominee has agreed that the proxyholders may cast Sealaska’s discretionary votes for the remaining nominees in order to elect as many as possible. This process is also known as “selective cumulation.”

Shareholders who do not wish to give discretion to the Sealaska proxyholders can vote directed, as described on the following page. Independent nominees (those not endorsed by the Board of Directors) may use discretionary voting if they provide a separate proxy. However, independent nominees appearing on Sealaska’s proxy do not receive discretionary votes.

Withholding Votes: If you vote discretionary, you may withhold votes for one or more board nominees by crossing out or drawing a line through their name where it is printed on the proxy. If you do this, none of your votes will be cast for the person you crossed out.

The proxy also allows Sealaska to vote your shares on other matters that may properly come before the annual meeting.

Examples of matters that may properly come before the annual meeting include, but are not limited to:

- Procedural motions, such as changes in the agenda
- Advisory matters affecting the conduct of the meeting
- Motions directed by rulings of the chair
- Other matters that arise too late to be placed on the formal meeting notice

Examples of matters that would not be proper for voting at the meeting include, but are not limited to:

- Motions from the floor on substantive matters that could have been included in the Notice of Meeting
- Motions that are not appropriate for shareholder action under Alaska law
- Matters that have already been voted on
- Matters that have been ruled out of order
VOTING FOR DIRECTORS

Directed Voting

Check this box if you want to vote your shares for one or more specific nominees. If you choose to vote directed, Sealaska’s proxy provides several options:

- You can direct specific numbers of votes to one or more of the listed nominees on the Board of Directors’ slate.
- You can direct votes to one or more of the independent nominees.
- You can direct votes to any combination of up to four (4) nominees listed or written in on the proxy.

In 2016, the distribution of votes under any of the above options is limited to a maximum of four (4) nominees. If you want your votes cast only for certain nominees and no others, you should vote directed.

Under directed voting, votes cast for any nominee who later withdraws continue to be counted as votes for that nominee. This applies to Sealaska’s proxy and for any independent proxy. No directed votes will be redirected to any other nominee.

Quorum-Only Voting

If you check this box, no nominee will receive your votes. This may be done if you want to withhold your votes. Your votes will only be counted toward obtaining a quorum for Sealaska to conduct annual meeting business.

Proxy Signed But No Box Checked

Sometimes, shareholders sign their proxy but do not indicate how their shares should be voted. If that happens, the proxy will be voted for the Board nominees, just as if the discretionary voting box had been checked.

Revocation of Proxy

You can change your vote by submitting a new proxy any time before the deadline. The latest dated proxy is the one that will be counted if you submit more than one. Your earlier proxy will be revoked if you attend, register and vote in person at the annual meeting, or if you file a later-dated proxy with the Independent Inspectors of Election and Voting before 5 p.m. Alaska Daylight Time on Thursday, June 23, 2016. Only one proxy counts for voting incentive or prize drawings.
ENDORSED BOARD SLATE NOMINEES

Terms Expiring in 2019

• There are four (4) open seats for the election of directors.
• Sealaska has endorsed three (3) Board Slate Nominees.

JOHANNA “JODI” MITCHELL

Sealaska made many positive changes over the past three years. Key among them is a change in leadership, a restructuring of the company, a large reduction in overhead, and a better defined strategic plan. There are great things on the horizon at Sealaska.

Over the years, we spent too much time chasing revenue and not enough time on increasing the bottom line. We looked for companies that were for sale instead of finding synergistic partners who complement our values and fit with our long-term vision. We needed to downsize and restructure in order to better focus on making money. We needed better accountability from our management team, and a better qualified and experienced operations team.

I’m proud to tell you that we’ve made great strides in correcting all of these issues. I’m more excited than ever about the future of Sealaska!

Our uniqueness as Natives from beautiful, abundant Southeast Alaska is a huge asset. We are now using our Native values to help drive business success.

Our next business ventures will provide shareholder opportunities because they will be closer to home in industries that we care about.

I need your vote to continue working on your behalf. Gunalcheesh! Ha’waa!

AGE: 52
ADDRESS: 4938 Wren Drive, Juneau, AK 99801
PRINCIPAL OCCUPATION: Chief Executive Officer & General Manager, Inside Passage Electric Cooperative
EDUCATION: Bachelor of Science in business administration from the University of Oregon and holds the Certified Management Accountant designation from the Institute of Management Accounts

AFFILIATIONS: Member of the Institute of Certified Management Accountants; former chair and trustee of the Kootznoowoo Permanent Fund Settlement Trust; a director of the Kwaan Electric Transmission Intertie Cooperative; a member of the State of Alaska’s Renewable Energy Fund Advisory Committee; serves on the board of directors of Alaska Power Association; and as a member of the Energy Committee for Southeast Conference. Jodi is Deisheetaan and Dleit kaa yadi (child of).

Learn more about Jodi Mitchell on the Sealaska Facebook page.

JACQUELINE “JACKIE” JOHNSON

I am asking for your vote to keep working hard for you. Sealaska is making great progress on our strategic plan, and the current Sealaska board has rolled up their sleeves. We’re doing the tough job of aligning future business strategy with the strengths we have as Alaska Natives, with our core Native values. The investments we make using this alignment of business with our strengths will have long-term reciprocating value in our communities. Sealaska has undergone significant changes in the past few years to make us more profitable. That means the Board had to look long and hard at internal changes we needed to make.

We voted to reduce director compensation, have fewer meetings and set a cap on fees. The Board wasn’t afraid to start with ourselves. Next came management reduction and a restructuring of operations, resulting in millions of dollars in savings. We have already improved Sealaska’s profitability, but have more to do. I am the only director who works in Washington, DC and this means access to policy shapers and key decision makers at the federal level.

I humbly ask for your vote to continue serving on the Sealaska board of directors.

AGE: 60
ADDRESS: 10242 Dale Drive, Fairfax, VA 22030
PRINCIPAL OCCUPATION: Executive Director of the National Congress of American Indians in Washington, DC
EDUCATION: Attended Utah State University and Snow College in Utah in social work and computer science, and the University of Alaska Southeast in business and Tlingit language, and Rockwood Leadership Institute
AFFILIATIONS: 6th Vice President for the Central Council of the Tlingit-Haida Indian Tribes of Alaska; Vice President for the Leadership Conference
RICHARD RINEHART

You deserve a more profitable company with higher dividends from operations. Our new leadership: new CEO, new Board Chair, Vice Chair and new committee chairs are implementing a transformation strategy to increase operating profits.

We have streamlined our portfolio of companies to simplify our operations, improve profitability and align our operating companies more closely with our values. Subsidiaries that didn’t align with the new strategy have been divested. Any new investment will be closer to home and more closely align with our Native values. Additionally, we have integrated our holding and operating structure of our subsidiaries to increase our efficiency.

We’ve cut millions in operating expenses including:

• Reducing board compensation by eliminating the director health benefit and putting a cap on fees.
• Restructured management into a smaller team more focused on profits from operations.
• The old management incentive plan has been eliminated.
  • No incentive comp will be paid unless there is a substantial profit from operations without regard to 7(i) revenue sharing or investment income.

With the passage of Sealaska’s land legislation bill we are pushing forward on legislation for our five Landless communities and Native Veteran Allotments.

I respectfully ask for your votes, Gunalchéesh, Háw’aa, T’oyaxisim.
CONTINUING DIRECTORS

Sidney Edenshaw, age 53, PO Box 352, Hydaburg, AK, 99922, is a commercial fisherman, owns the F/V Jerilyn, which was purchased from the late Mr. Peter Jack Sr. of Angoon. Sid maintains his residency in his ancestral village of Hydaburg, where he grew up and where his parents and siblings still live, and where he owns his home and shares it with Roxanne and their daughter. He is a graduate of Hydaburg High School. He is one of three directors who still reside in the villages, and the only director who lives on Prince of Wales Island. Sid is currently the president of the Hydaburg Cooperative Association. He has been a member of the Sealaska Board of Directors since 2005. He serves on the Shareholder Relations Committee, Nominations Committee, and Natural Resources Committee, and is a member of Haa Aaní, LLC board. Sid is a member of Hydaburg ANB Camp #6, is president of the tribe’s nonprofit foundation, XKKF, and is a Tlingit & Haida Hydaburg delegate. His term ends in 2017.

Albert Kookesh, age 67, PO Box 91, Angoon, AK 99820, is the Policy and Program Specialist, Office of the Governor for the State of Alaska, and is the owner and operator of Kootznahoo Inlet Lodge. Albert has a Bachelor of Arts in History from Alaska Methodist University, and Juris Doctorate from the University of Washington. He has been a member of the Sealaska Board of Directors since 1976 and served as Board Chair from 2000 to 2014. Albert is a member of the Shareholder Relations Committee, Natural Resources Committee, and the Independent Expenditures Committee. He is a manager on the Haa Aaní LLC Board and is chair of the Elders’ Settlement Trust. Albert is a former senator for District C and served in the Alaska State legislature, both House and Senate for 16 years; AFN Chairman, ANB Grand President, a member of the Alaska Native Brotherhood Grand Camp executive committee, and a director of First Alaskans Institute. Albert’s daughter, Jaeleen Araujo, is an officer of Sealaska and serves as vice president general counsel and corporate secretary. Albert is Teikweidi and L’eeneidi yàdi (child of). His term ends in 2018.

Tate London, age 54, 15301 101st Place NE, Bothell, WA 98011, is an attorney specializing in federal Indian law. He has a Bachelor of Arts in Political Science from Stanford University, and Juris Doctorate from Stanford Law School. Tate has been a member of the Sealaska Board of Directors since 2005. He is chair of the Governance Sub-committee and serves on the Audit Committee, Nominations Committee, and Compensation Committee. He also serves as a trustee of the Elders’ Settlement Trust. Tate is a member of the Washington State Bar Association. He is also a member of the Washington Chapter - Seattle Tlingit and Haida Community Council and is an elected Tlingit and Haida delegate. Tate is Yéíl, L’eeneidi and is a child of the Killerwhale. His term ends in 2018.
CONTINUING DIRECTORS

Barbara Cadiente-Nelson, age 62, 1625 Fritz Cove Road, Juneau, AK 99801, is the Vice President, Treasurer of F/V Star of the Sea, Inc. and the K-12 Native Education grants administrator for the Juneau School District. She has a Bachelor of Arts in Communication from Western Illinois University, Master of Arts in Teaching, and Secondary Language Arts Teaching Certificate. Barbara has been a member of the Sealaska Board of Directors since 2009. She is chair of the Shareholder Relations Committee and serves on the Audit Committee, and Natural Resources Committee. She is a manager on the Haa Aani LLC Board. Barbara serves as treasurer of the Douglas Indian Association (DIA), chair of the DIA Finance Committee, chair of the DIA Culture and Education Committee, and is a member of the DIA Enrollment/Housing Committee. Barbara is Teikweidi (Brown Bear) and L’eeneidi/Filipino yádi (child of). Her term ends in 2018.

Joe Nelson, age 45, PO Box 20123, Juneau, AK 99802, is Vice Chancellor of Enrollment Management and Student Affairs at the University of Alaska Southeast. He has a Bachelor of Arts in Political Science from the University of California Los Angeles, a Master of Arts in American Indian Studies from the University of California Los Angeles, and a Juris Doctorate from Loyola Law School. Joe has been a Sealaska director since 2003 and has been board chair since 2014. As board chair he serves as ex-officio member to all committees, he also serves as a trustee for Sealaska Heritage Institute and on the board of the Alaska Federation of Natives. Joe is also a director of Yak-tat Kwaan, Inc., and he is a member of the Alaska Bar Association. Joe is Ch’áak’, Teikweidi and Kwáashk’ikwaan yádi (child of). His term ends in 2018.

Ross Soboleff, age 64, PO Box 240632, Douglas, AK 99824, is a writer, small business owner, commercial fisherman and former VP Corporate Communications of Sealaska Corporation. He has a Bachelor of Science in Community Service and Public Affairs from the University of Oregon. Ross has been a member of the Sealaska Board of Directors since 2014. He serves on the Audit Committee and Shareholder Relations Committee. He serves as a trustee of the Elders’ Settlement Trust. His parents are Dr. Walter and Genevieve Ross Soboleff of Juneau, Alaska. Ross is Haida and Tlingit, Eagle/Sgalans, Killisnoo and Howkan. His term ends in 2018.
Bill Thomas, age 68, PO Box 942, Haines, AK 99827, is a Commercial Fisherman. He is a graduate of Haines High School and attended the University of Alaska. Bill has been a member of the Sealaska Board of Directors since 2009 and serves as chair of the Finance Committee and serves on the Audit Committee, Shareholder Relations Committee, and Natural Resources Committee. He serves as a manager for the Haa Aaní, LLC Board. Bill is a Vietnam veteran serving in country in 1968, is a member of the Central Council of the Tlingit and Haida Indian Tribes of Alaska, the Chilkoot Indian Association, Alaska Native Brotherhood, the Southeast Alaska Fisherman’s Alliance, and is a lifetime member of the United Fishermen of Alaska and the American Legion. He is a former representative for House District 5, Alaska State Legislature. Bill is Gaanaxt’eedí of the Whale House and Dleít käng yádi (child of). His term ends in 2018.

Edward Thomas, age 74, PO Box 1399, Kingston, WA 98346, is retired and was a former President of the Central Council of the Tlingit & Haida Indian Tribes of Alaska and serves as President Emeritus of the tribe, a lifetime appointment. He has an Associates in Science from Sheldon Jackson College; Bachelor of Science from the University of Alaska Fairbanks; and a Master of Education Administration from Pennsylvania State University. Ed has been a member of the Sealaska Board of Directors since 1993 and serves on the Finance Committee, Independent Expenditures Committee, and Natural Resources Committee. He serves as a manager of the Haa Aaní LLC board and is a director of the Haa Aaní Community Development Fund, Inc. board. He is the former executive director of the Ketchikan Indian Education Program; a former president of the Ketchikan Indian Community; and a former director and chairman of the board for Shaan Seet, Inc. (Craig village corporation). Ed has served as the elected secretary of the National Congress of American Indians, the Alaska Federation of Natives (AFN) Council for the Advancement of Alaska Natives, chair of the AFN Tribal Relations Committee, and chair of the AFN Convention Committee. Ed is Sukteeneidií (Dog Salmon) and Kaagwaantaan (Wolf) yádi (child of). His term ends in 2017.

Rosita Worl, age 78, 9048 Ninnis Drive, Juneau, AK, 99801, is the President of Sealaska Heritage Institute. She has a Bachelor of Arts in Social Service from Alaska Methodist University; Master of Arts and Doctorate in Anthropology from Harvard University; and Doctor of Science Honorary Degree from the University of Alaska Anchorage. Rosita has been a member of the Sealaska Board of Directors since 1987. She serves on the Finance Committee, Shareholder Relations Committee, Nominations Committee, and Natural Resources Committee. She also serves as a manager of the Haa Aani, LLC board and is a director of the Kánaak Corporation board. Rosita serves as an alternate on the board of the Alaska Federation of Natives, and is co-chair on the AFN Subsistence Committee. Rosita is Ch’áak’ Shangukeidií. Her term ends in 2017.
INDEPENDENT NOMINEES

THE INDEPENDENT NOMINEES ARE NOT ENDORSED BY SEALASKA, NOR HAS THE INFORMATION PROVIDED BY EACH INDEPENDENT CANDIDATE BEEN CONFIRMED BY SEALASKA.

PATRICK ANDERSON
During my tenure on the Sealaska Board, I dedicated my efforts to helping the corporation become profitable. As a member of the Finance Committee, I was not always popular because I spoke my mind. Since 2005, I advocated for adoption of a system of management referred to as Lean Management. I believe had the system been adopted, we would have profitable operations before our Permanent Fund Earnings and 7(i) receipts. For that reason, I am now running as an independent. If I am re-elected I will continue to speak my mind and act in the best interests of Sealaska Corporation. I would appreciate your vote.

AGE: 62
ADDRESS: 8919 Washburn St., #A, Anchorage, AK 99502
PRINCIPAL OCCUPATION: Consultant
EDUCATION: Bachelor of Arts from Princeton University and a Juris Doctor from the University of Michigan Law School
AFFILIATIONS: Member, Alaska Bar Association, Supreme Court Bar. Patrick is Shangukeidi of Dry Bay and Aleut yádi (child of).

MICHAEL LEE BEASLEY
Hi. “Term limits is the solution to directors overstaying their welcome.”

There is a term limits resolution to vote “Yes” on this year. Remember. It is on the back proxy. I believe term limits will bring new directors with new ideas.

I like this because the majority of directors on the board are Appointees. This means these directors never had to be elected to the board.

The 3 Sealaska directors up for election in 2016 are Appointees.

I feel it is appointees that give away the store for their appointments.

For the last 15 years - on average, there is over 17.5 million in operations losses each year. I recommend any independent over a Sealaska director this year.

With a nod from you, I would like to represent and work for you for the next 3 year term. Vote Mick Beasley for Sealaska Corporation Director.

My skill set is in the idea department. The boardroom could use idea type directors.

I can see Sealaska lands used and shareholder death benefits started. Shareholders need to get on the employment side of Sealaska expenses. I would like to see the intellectual potential of shareholders grow. Everyone understands profits. We need more of them.

AGE: 58
ADDRESS: 8853 North Douglas Highway, Juneau, AK 99801
PRINCIPAL OCCUPATION: Journeyman Artist
EDUCATION: 1976 Graduate Juneau Douglas High School and 1987 Graduate University of Washington BFA Metal Design
AFFILIATIONS: Tlingit & Haida Community Council Juneau Delegate

THE INDEPENDENT NOMINEES ARE NOT ENDORSED BY SEALASKA, NOR HAS THE INFORMATION PROVIDED BY EACH INDEPENDENT CANDIDATE BEEN CONFIRMED BY SEALASKA.
DOUGLAS KEVIN CHILTON

My Tlingit name is Yaa nak.ch. I was born and raised in Juneau, Alaska. I am Yeil (Raven), and a member of the Deisheetaan (Beaver Clan) from the Yeil Hit (Raven House) of Angoon.

I take pride in using traditional tools to keep Tlingit ancestral art alive. For many years I’ve volunteered teaching carving at Lemon Creek Correctional Center and in the Juneau School District. I’m a founder of the One People Canoe Society whose efforts have renewed interest in Tlingit, Haida and Tsimshian cultures throughout Southeast Alaska.

Owning and operating an Alaskan native arts business, I work to preserve our culture and offer community service. As a business entrepreneur I will be a strong voice of our people, serving with honesty and integrity. I am committed to working hand-in-hand with the existing board to strengthen the corporation with our shareholders’ best interests in mind.

I would be honored to represent you, and respectfully ask for your vote.

AGE: 50
ADDRESS: PO Box 33582, Juneau, AK 99803
PRINCIPAL OCCUPATION: Business Owner/Operator
EDUCATION: Juneau Douglas High School Graduate
AFFILIATIONS: Chilton Silver & Gold; One People Canoe Society founder; Central Council T&H Delegate; Juneau T&H Community Council member; ANB Camp 2 Vice President; La Perouse Alaska Association member; and Friends of the Alaska State Library and Archives and Museum board member.

BRADLEY JAMES FLUETSCH

I have three primary objectives for Sealaska and I need your help to accomplish them.

1. Transparency
   a. Financial
   b. Election
   c. Communications

2. Election reform
   a. Shareholder Resolutions so 50 percent plus one of Voting Shares drives outcome, not the silent 35-40 percent of Shareholders who do not or cannot vote.
   b. Support restricting the use of discretionary voting
   c. Support Term Limits

3. Business reform
   a. Re-asses Strategic Plan
   b. Re-asses Timeline
   c. Re-asses Growing businesses verses buying businesses

Shareholders, I learned a lot last year running for the Board and I want to take this opportunity to thank all those who supported me. Just as important, I appreciate all of the conversations, by phone, email, Facebook or in person with supporters and those who disagree. Only by having frank, honest discussion will we be able to solve the issues facing Sealaska, our Villages and unite as shareholders. In my opinion, Sealaska can and needs to do better having those frank, honest discussions with Shareholders about the future, what shareholders want and expect of their ANCSA regional corporation regarding: Jobs, Profitability, Cultural contributions, Political advocacy. Shareholders, I would appreciate your vote and I pledge to work for you and only you to the best of my abilities.

AGE: 53
ADDRESS: 5730 N. Douglas Highway, Juneau, AK 99801
PRINCIPAL OCCUPATION: Investment Advisor
EDUCATION: BA Business Administration (Finance) with a minor in Economics
AFFILIATIONS: ANB Camp #70; ANB Grand Camp; CFA Institution; and SE Alaska Master Gardeners.
INDEPENDENT NOMINEES

NICOLE HALLINGSTAD

PLEASE VOTE DIRECTED FOR NICOLE HALLINGSTAD.

I would be honored to serve Sealaska’s shareholders on your board of directors. I am Tlingit Raven, T’akdeintaan clan, born in Petersburg, Alaska. My grandmother Amy Hallingstad committed her life to Native rights, and I humbly seek to do the same. I now work in Washington DC on behalf of all tribal nations. Here is what I would strive to accomplish as a member of the Sealaska board:

• Impose Term Limits for directors
• Create death benefit payouts for shareholder families
• Reduce director compensation
• Cut Sealaska director election expenses
• Generate greater profits from operations
• Pay larger dividends to shareholders
• Fight for Landless community recognition and rights

For 11 years I worked as an officer of Sealaska and I have a unique understanding of the company’s internal and complex operations. I found that the best way to drive meaningful change is to be elected to the board, where critical decisions for Sealaska’s success are made.

Now is the time for shareholders to vote for a PROGRESSIVE CANDIDATE with a strong background in governance. I respectfully ask for your important vote.

VOTE DIRECTED FOR NICOLE HALLINGSTAD!
Gunalchéesh, Haw’aa, T’oyaxism

AGE: 50
ADDRESS: 4000 Wilson Blvd. #1605, Arlington, VA 22203
PRINCIPAL OCCUPATION: Director of Operations, National Congress of American Indians
EDUCATION: Bachelor of Arts in History from the University of Alaska Fairbanks; Master of Arts in European History from the University of California Berkeley
AFFILIATIONS: Nicole is a member of ANS Camp #16 of Petersburg; member of the Tlingit & Haida Indian Tribes of Alaska; individual member of the National Congress of American Indians; served as board chair and president of Cancer Connection from 2011-2015; and on the boards of KTOO Public Radio, the Bartlett Regional Hospital Foundation, and the United Way of Southeast Alaska.

KAREN ANN TAUG

I’m running for the Sealaska Board of Directors because I believe my 28 years of experience in successful operating companies can contribute to the board team when evaluating investments and making hard business decisions regarding operations.

A successful company’s board has to ask hard questions to Business Managers to ensure the operating company is making a profit. Bottom Line Accountability! Profits provide the ability to contribute to the parent company (Sealaska) and provide funds to make distributions to the owners.

A director of any profitable company should be trusted by their owners, our shareholders. A director’s fiduciary responsibility is to protect the assets of the company and ensure profits continue for the company’s sustainability.

No profits mean we can’t sustain operating costs of the Sealaska headquarters, nor can it contribute the $1.2 million to Sealaska Heritage Foundation. Scholarships are important to shareholders and we need to preserve our rich heritage for our children and grandchildren by teaching language, dance, and art in various forms.

Gunalchéesh to shareholders in Sitka, Kake, Hoonah, Juneau, Ketchikan, Craig and Klawock who welcomed me into their homes to discuss Sealaska’s future.

I would like to respectfully ask shareholders for your support & vote directed.

Gunalchéesh!

AGE: 61
ADDRESS: 9402 Long Run Drive, Juneau, AK 99801
PRINCIPAL OCCUPATION: Controller, Finance – Bartlett Regional Hospital
EDUCATION: BBA – Accounting, University of Alaska Southeast
AFFILIATIONS: University of Alaska, SE Advisory Board – 2012 to present; Juneau Community foundation, Board member – 2015 to present; Goldbelt, Inc. – Board member 2008 – 2014, two terms as Chair; Juneau Planning Commission 2009 – 2011; and Alaska Native Sisterhood Camp #70.
TERM LIMITS RESOLUTION

RESOLUTION SUMMARY

Shareholder Michael Lee Beasley has submitted a proposed resolution to amend the Corporation’s Bylaws to establish term limits for Sealaska directors. A director could serve a maximum of three terms and thereafter be permanently ineligible. The proposed resolution would amend Bylaw Section 3.1, Composition and Term, which currently reads as follows:

The business, affairs and property of the Corporation shall be managed by a Board of Directors composed of 13 members. The terms of members shall be three (3) years, with elections by class, of four and five members to be elected at each annual meeting of shareholders.

The proposed resolution would amend Bylaw Section 3.1, Composition and Term, to read as follows:

A Board of Directors composed of thirteen (13) shareholder members shall manage the business, affairs and property of the Corporation. The terms of members shall be three (3) complete years. Any elected shareholder shall be eligible to serve for no more than three complete terms. Upon completion of three complete terms of service a shareholder is not eligible for re-election or board appointment permanently. Elections will be by class, of four and five members to be elected at each annual meeting of shareholders. The Term Limits provisions of this section shall become effective consecutively by class, and shall apply to terms ending with the annual meetings in the years 2017, 2018, 2019, and thereafter.

VOTING STANDARD

This is a binding shareholder resolution, and if adopted will amend the Corporation’s Bylaws. A Bylaw may be amended, repealed or restated only by the Board of Directors or by a majority vote of the outstanding shares eligible to vote at any Annual Meeting of shareholders, or at any special meeting of shareholders called for that purpose. (Bylaws, Article VII, Amendments; and Alaska Statute 10.06.228).

This means that in order to pass, the resolution must have the affirmative vote of a majority of all of the outstanding voting shares of the Corporation. As of the record date on April 18 for the 2016 annual meeting, there were 2,024,090 outstanding shares of voting stock; therefore, the resolution requires 1,012,046 Yes or affirmative shares voted in order to pass. The Bylaw may be amended or repealed by a vote of the outstanding shares, or by the Board of Directors.

• The Sealaska shareholders sponsoring this proposed amendment recommend a Yes vote, in favor of the Term Limits resolution.

• The Sealaska Board of Directors recommends a NO vote, against the Term Limits resolution.
RESOLUTION ON THE PROXY

The following language will appear on the Sealaska proxy for the 2016 Annual Meeting of shareholders:

Shareholder Resolution:

TERM LIMITS FOR THE BOARD OF DIRECTORS

Shall Sealaska Corporation amend Bylaw Section 3.1 to establish term limits for Directors of three consecutive three-year terms, with permanent ineligibility thereafter?

This resolution will be adopted if approved by a majority of the outstanding voting shares of Sealaska Corporation.

The Board of Directors recommends a “No” vote.

☑ Yes ☐ No

RECOMMENDATION

The board recommends a NO vote on the resolution:

☐ Yes ☑ No

• A “Yes” vote is in favor of adopting the resolution to amend the Bylaws.

• A “No” vote is against the resolution, and the language of Bylaw Section 3.1 would remain as is.

INFORMATION TO CONSIDER FOR AND AGAINST THE RESOLUTION

FOR

• Term limits allow for a higher number of shareholders to serve on Sealaska’s Board of Directors.

• New directors will bring new perspectives, ideas, and skills to Sealaska.

• This will result in a guaranteed rotation of new shareholders serving as directors.

• Other elective offices, such as that of the president of the United States, have term limits in place.

AGAINST

• Sealaska’s partners and customers seek stability in the board as a basis for doing business, which is undermined by the frequent departure of experienced directors.

• Shareholders should have the freedom to vote for whomever they support, without the artificial constraints of term limits.

• Sealaska could lose 11 out of 13 directors in the next 3 years, rapidly eliminating institutional knowledge and experience.

• Turnover on the Sealaska board occurs without term limits.
PROPONENT’S STATEMENT IN FAVOR OF THE TERM LIMITS RESOLUTION

By Michael Lee Beasley

Term Limits is Good for Sealaska Directors

There are 17.5 million reasons annually to support term limits.

Operational losses, for the last 15 years average 17.5 million dollars a year.

Poof. Gone.

Figures comes from the Sealaska Corporation annual report, from 1991 to 2014.

It would be smart for Shareholders to begin using term limits for Sealaska directors. I would like to introduce and recommend shareholder approve the following term limits policy,

“Term limits will start in 2017, and all directors will finish out their elected terms. However, any director, when it comes time for re-election, who has 3 terms completed, cannot be re-elected. This will allow other qualified owners to be elected directors.”

Sealaska will explain away the losses and term limits as nothing new under the sun. Do not believe them.

I believe shareholders will make money using different Directors in Sealaska Corporation. New directors with new ideas are needed. I see the wisdom of rotating directors. Why rely on the same old directors for our future? They seem to be for themselves.

I am blind to the wisdom of discretionary voting, appointments or paid election campaigns for company directors. These are ingredients for corporate monopolies. Monopolies can be unhealthy and Sealaska losses reflect this.

Like my Mother, I have faith and believe in Our owners. As a shareholder, there is a need for directors who will grow and prosper Us.

To term limits. I encourage you to vote and vote yes. Term limits is long overdo.

Come join in the effort.

Thank you.

Michael (Mick) Beasley
Sealaska Shareholder
Proponent
The Sealaska Board of Directors encourages healthy, respectful discussions around issues that matter to shareholders. The Board respects and appreciates shareholders who engage in the election process, and supports the right of shareholders to submit petitions for consideration.

After careful consideration, the Board of Directors opposes the proposed shareholder resolution on Term Limits as written.

There are many reasons the Board is asking for a NO vote on this resolution:

• Shareholders have every right to elect whomever they support to the Board of Directors. There are existing voting procedures for shareholders to vote freely for the candidates of their choice. Term Limits impose artificial limits on candidates who might otherwise continue to receive the support of shareholders.

• If the Term Limit resolution is adopted, the Sealaska Board would lose all but two Directors over the next three years, with a complete turnover of the Board in the next 7 years. This is a significant loss of institutional experience and knowledge, which damages the credibility and stability of the Corporation.

• This resolution is too restrictive and would severely limit the Corporation’s ability to develop an experienced Board. Sealaska’s partners and financial institutions rely on the expertise and consistency of the Board of Directors to conduct business.

• The condition of permanent ineligibility following a maximum term is too severe, as it effectively disenfranchises otherwise qualified candidates.

• This resolution would limit Directors to three (3) terms, which is a very short time to allow for meaningful Board development and participation.

• Sealaska shareholders have voted two previous times against implementing Term Limits for Sealaska Directors. Resolutions in 2009 and 2012 were rejected by shareholders.

• There is no other ANCSA Regional Corporation that has term limits for their board of directors. Other Regional Corporations recognize the right of free choice among shareholders and understand the need for stability and experienced Directors.

Sealaska strongly encourages shareholders to vote NO on this resolution.

Thank You.

Sealaska Board of Directors
Sealaska Corporation is committed to providing financial reporting that is clear and understandable. Please refer to the 2015 annual report for detailed financial information.

Compensation Committee

The Compensation Committee recommends employee compensation policies and officer compensation performance measures to the Board of Directors. The Board of Directors approves Sealaska’s compensation objectives, policies and programs; the CEO’s and other officers’ base salary and at-risk performance-based compensation; and evaluates the CEO’s performance.

Performance Plan Summary

The Compensation Committee recommends, and the Board approves, the total Sealaska compensation plan after review of national independent labor market studies of compensation levels paid by comparable companies and for officers with equivalent responsibilities, including ANCSA Regional Corporations.

Sealaska has historically adopted a performance plan that includes a base salary component, plus annual and long-term at-risk performance-based compensation. There currently is no long-term plan, as the structure of the overall compensation plan is being revisited, but there may be one in the future. Base salary ranges were established utilizing the median salary levels of comparable organizations, reflecting the middle of the competitive market. The at-risk performance-based compensation is linked to achieving predetermined performance goals and is paid only if those goals are attained or exceeded, up to a maximum capped amount. The performances against targets are confirmed by independent auditors.

Objectives of the Performance Plan

The Compensation Committee seeks to ensure that Sealaska’s compensation plan:

- Achieves Sealaska’s mission, strategic objectives and goals
- Rewards employees for sustainable value creation
- Links at-risk performance-based compensation to achieving predetermined performance goals, currently established as “profitability before ANCSA Section 7(i) and passive investments”
- Provides competitive compensation to attract and retain highly qualified executives

Annual Performance Measures

Annually the Board of Directors establishes quantifiable measures from which to evaluate management performance. Performance compensation is not paid unless management meets or exceeds minimum, preset performance measures. The current measure is “profitability before ANCSA Section 7(i) and investments.”

In 2015, Sealaska implemented a Sealaska-wide short-term incentive plan that applies to all employees. The plan for 2015 included two measures: 1) A company-wide financial performance target that must be achieved in order to trigger the second measure, and 2) Objectives set at the employee level comprised of two or more customized individual initiatives, aligned with strategic enterprise-wide initiatives. The financial performance target is set at a company-wide level for 2015 and beyond. The Performance Plan only provides performance compensation to executives and senior management employees when the overall company is profitable before ANCSA Section 7(i) and investment income. The non-executive employee plan provides for non-executive employees to receive an annual bonus if the company meets its financial target for the year and the employee meets their individual objectives. There was no performance bonus paid for 2015, but management is making progress toward the profitability objectives, and performance bonuses will be accrued and paid when that profitability milestone is achieved. There is an accelerator clause to reward achievement of this objective sooner than 2018.
SUMMARY OF COMPENSATION

Sealaska's Board of Directors’ policy is that compensation reporting methodology provides financial reporting transparency by aligning compensation summaries to the year in which the compensation was earned. The proxy compensation report shows both the base salary actually paid in the current year and the at-risk performance compensation earned in the current year but paid in the following year. The payment delay for at-risk performance compensation occurs because the payment cannot be made until the final audited numbers are approved by the Board of Directors, which occurs in the following year.

The following table provides information on the five most highly compensated officers of Sealaska Corporation and its subsidiaries for the year ended December 31, 2015.

<table>
<thead>
<tr>
<th>Name and Principal Position</th>
<th>2015 Base Salary</th>
<th>2015 Annual At-Risk Performance Compensation (a)</th>
<th>401(k) Compensation (b)</th>
<th>All Other Compensation (c)</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Terry Downes, Chief Operating Officer Sealaska Corporation</td>
<td>436,154</td>
<td>0</td>
<td>10,600</td>
<td>26,624</td>
<td>473,378</td>
</tr>
<tr>
<td>Duane Woodruff, Vice President Sealaska Timber Corporation</td>
<td>228,462</td>
<td>0</td>
<td>10,600</td>
<td>99,143</td>
<td>338,205</td>
</tr>
<tr>
<td>Anthony Mallott, President &amp; CEO Sealaska Corporation</td>
<td>301,154</td>
<td>0</td>
<td>10,600</td>
<td>24,120</td>
<td>335,874</td>
</tr>
<tr>
<td>Doug Morris, VP &amp; Chief Financial Officer Sealaska Corporation</td>
<td>285,577</td>
<td>0</td>
<td>10,154</td>
<td>23,174</td>
<td>318,905</td>
</tr>
<tr>
<td>Derik Frederiksen, General Manager Sealaska Environmental Services</td>
<td>228,462</td>
<td>0</td>
<td>4,969</td>
<td>24,509</td>
<td>257,940</td>
</tr>
</tbody>
</table>

(a) At-risk performance compensation would be paid during the year ended December 31, 2016, for corporation performance in the year ended December 31, 2015, under Sealaska's executive performance plan. The short-term award is paid only when performance thresholds are met or exceeded.

(b) Sealaska and its wholly owned subsidiaries maintain a 401(k) plan. Sealaska matches on a dollar-for-dollar basis the first 4 percent of the employees’ contribution.

(c) All Other Compensation includes group life, disability and employer portion of health insurance premiums, and any applicable retention incentive.
DIRECTOR AND OFFICER COMPENSATION

Total compensation for 13 directors of Sealaska Corporation for the year ending December 31, 2015, was $697,269. Total compensation for all 19 officers of Sealaska Corporation and its subsidiaries for the year ended December 31, 2015, was $4,200,931.

The members of the Board of Directors received a fee of $2,000 per month; the chair of the Board received an additional $1,500 per month, and the vice chair of the Board received an additional $1,000 per month. In addition, each director received $750 for each day of formal board, subsidiary, committee meetings or specified events in the corporate interest he or she attended, or $500 if they attended via telephone. A fee of $250 was paid for any meeting called as an informal teleconference. When there are multiple meetings on the same day, only a single meeting fee is paid. In June 2009, the Sealaska Board of Directors authorized and appointed the board youth advisor. The board youth advisor received a fee of $200 per meeting and an educational scholarship of $2,500 upon conclusion of the 1-year term.

Board Committees and Meetings

The Board of Directors currently has standing Audit, Compensation, Finance, Nominations, and Shareholder Relations committees. Ad hoc committee meetings are called as needed. Each of the standing committees has a written charter. The members of the standing committees are identified in the following table.

<table>
<thead>
<tr>
<th>Director</th>
<th>Audit</th>
<th>Compensation</th>
<th>*Finance</th>
<th>Nominations</th>
<th>Shareholder Relations</th>
</tr>
</thead>
<tbody>
<tr>
<td>Anderson, Patrick</td>
<td></td>
<td></td>
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<td></td>
<td></td>
</tr>
<tr>
<td>Cadiente-Nelson, Barbara</td>
<td>🎨</td>
<td></td>
<td></td>
<td></td>
<td>CHAIR</td>
</tr>
<tr>
<td>Edenshaw, Sidney</td>
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<td>Johnson Pata, Jacqueline</td>
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<td>CHAIR</td>
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<td>CHAIR</td>
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<td>Kookesh, Albert</td>
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<td>London, J. Tate</td>
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<td>Mitchell, Jodi</td>
<td>CHAIR</td>
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<td>Nelson, Joseph</td>
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<td>Rinehart, Richard</td>
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<td>Soboleff, Ross</td>
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<td>Thomas, Edward</td>
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<td>Thomas, William “Bill”</td>
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<td>CHAIR</td>
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<tr>
<td>Worl, Rosita</td>
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*In October 2015 the Board of Directors determined that the Finance Committee would now be a standing committee.

1. Joseph Nelson, Board Chair, is ex officio on all standing committees

The Board of Directors held 13 meetings in the year ending December 31, 2015. All directors attended at least 75 percent of all board and applicable committee meetings during 2015.
BOARD COMMITTEES

Standing Committees of the Board

The Audit Committee assists the Board of Directors in fulfilling its oversight responsibilities by reviewing the financial reporting and governance processes, the system of internal control, the audit process, Sealaska’s process for monitoring compliance with laws and regulations, and with the engagement and review of the performance of the independent auditors. In connection with the December 31, 2015, financial statements, the Audit Committee reviewed and approved the audited financial statements, and discussed with management the quality of the accounting principles, the reasonableness of significant judgments, and the clarity of disclosures in the financial statements. All of the members of the Audit Committee are independent directors, who are not officers or employees of Sealaska or of any subsidiary or affiliate, nor do they receive any compensation from Sealaska or its affiliates except as members of the Board of Directors. The Audit Committee held three meetings in 2015.

The Compensation Committee is described on page 23. This committee met four times in 2015.

The Finance Committee ensures the Board of Directors is actively involved in establishing the financial policies of Sealaska, including investments and acquisitions. It ensures the Board is actively involved in establishing strategic and operational policies for use and management of corporate lands, natural resources, real property and compliance with environmental and ANCSA Section 7(i) requirements. The Finance Committee met one time after becoming a standing committee in 2015.

The Nominations Committee receives and considers applications for candidates for membership on the Board, and recommends the nomination of candidates for the Board-sponsored slate. It is composed of directors who are not subject to election at the meeting for which they make the nominations. The Nominations Committee met one time in 2015.

The Shareholder Relations Committee reviews materials, format, times and locations for shareholder informational meetings; recommends shareholder relations and communication strategies; provides policy direction for the issuance of additional corporate stock; makes recommendations for the annual report, newspaper publications, website and other shareholder communications; prioritizes corporate advocacy issues; makes recommendations on large contribution requests; and approves major renovations to the Sealaska Plaza building. The Shareholder Relations Committee is also responsible for oversight of any Board-sponsored resolutions coming before the shareholders. The Shareholder Relations Committee met five times in 2015.

Ad Hoc Committees and Subcommittees of the Board:

Lands Committee (discontinued in July 2015)

Natural Resources Committee (established in July 2015)

Governance Subcommittee of the Audit Committee

Independent Expenditures Ad Hoc Committee

Haa Aaní, LLC Executive Committee (changed in July 2015)
Independent Auditors

KPMG, LLP, a nationally known firm of certified public accountants with offices in major cities around the world, has been selected by Sealaska’s Audit Committee as the independent auditor of Sealaska. KPMG audited Sealaska’s consolidated financial statements for the year ending December 31, 2015. A representative from KPMG will be present at the annual meeting and available to respond to appropriate questions.

Principal Accounting Firm Fees

The following sets forth the fees paid during the fiscal year ended December 31, 2015, to KPMG, Sealaska’s current principal accounting firm for the 2015 audit and tax services.

<table>
<thead>
<tr>
<th>Service</th>
<th>Amount</th>
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<tbody>
<tr>
<td>Audit Fees</td>
<td>$696,540.00</td>
</tr>
<tr>
<td>Tax Services</td>
<td>$371,635.00</td>
</tr>
<tr>
<td>All other fees</td>
<td>$27,718.00</td>
</tr>
</tbody>
</table>

Aggregate fees for all services rendered by KPMG, LLP during the fiscal year ended December 31, 2015, were $1,095,893.00.

Proxy Solicitation

The expense of preparing and mailing the notice of meeting, proxy statement and proxy will be borne by Sealaska. Mail solicitation of proxies may be supplemented with telephone, facsimile or personal solicitation of proxies by Sealaska’s officers, employees and nominees at no additional compensation. Radio, television, newspaper and Internet advertisements may also be used to solicit proxies, and Sealaska may compensate certain persons for time spent in telephoning shareholders to remind them to vote, or other solicitation efforts.

Nominees requested to seek proxies on behalf of Sealaska will be reimbursed for travel and expenses only. Sealaska will also bear the cost of certain mail solicitation by independent nominees whose names appear on Sealaska’s proxy. Such independent nominees will not receive any other reimbursement of expenses, but may incur such expenses on their own behalf.

Sealaska makes a one-time payment of $25 to each shareholder who submits a valid proxy by the proxy deadline, or who attends and votes at the annual meeting. The maximum expense to Sealaska of this $25 payment per voting shareholder is approximately $500,000 if all voting shareholders actually vote, but is likely to be less depending upon the number of shareholders who actually do vote. The voting incentive payment is intended to encourage shareholder participation in the election process, but Sealaska’s Bylaws also allow Sealaska to use proxy workers for the purpose of maximizing shareholder participation and encouraging support for the Board of Directors’ slate. The total amount estimated to be spent by Sealaska on the solicitation of proxies is expected to exceed the amounts that Sealaska would normally spend for an election of Directors, in the absence of a contest, by approximately $150,000, excluding salaries and wages of regular employees and officers.
PROXY VERIFICATION RULES

A. GENERAL GUIDELINES — INTENT OF SHAREHOLDER

1. The Inspectors of Election (“Inspectors”) shall attempt to resolve all questions concerning a proxy in favor of validating the proxy if possible.

2. A proxy may be accepted where it is apparent that the shareholder has made an error, erased or crossed out a choice and then re-marked his or her voting instructions clearly.

3. The vote of a shareholder as represented by a signed proxy may be changed by advice in writing signed by the shareholder. Such advice must then be attached to the proxy.

4. A proxy will be accepted, subject to this subsection, even though it does not correctly state the number of shares it represents; however, a proxy will never be accorded more votes than the shareholder list shows the shareholder to have as of the record date.

   a. In elections that include proxies other than the corporate proxy, if the shareholder has attempted to vote fewer than the number of shares the shareholder owned on the record date, the Inspectors shall attempt to contact the shareholder to seek clarification of the shareholder’s intent. In such elections, if the shareholder has attempted to vote more shares than he or she is actually entitled to, or if the shareholder has attempted to vote fewer shares than he or she is actually entitled to, and the Inspectors have been unsuccessful in attempting to contact the shareholder, the Inspectors shall apportion the actual number of shares to give effect to the intention of the shareholder, where such intent is apparent.

   b. In elections that include only the corporate proxy, if the shareholder has attempted to vote either more or fewer shares than he or she is actually entitled to, the Inspectors shall apportion the actual number of shares to give effect to the intention of the shareholder, where such intent is apparent.

   c. In all elections, the Inspectors shall attempt to record total votes available to each shareholder. In those cases where there appears to be an attempt to vote once but on two separate proxies, reasonable effort will be made to locate matching proxies to accommodate the shareholder’s intentions.

5. Proxies, validly executed, must be voted in accordance with the express intent and instructions of the shareholder, as evidenced by the language of the proxy instrument.

6. The Inspectors of Election shall invalidate any proxy the form of which fails to conform to the requirements of 3 AAC 08.335(e) (this state regulation relates to providing a means of withholding votes or a “ballot” form of proxy), or to the provisions of Sealaska Corporation Bylaws, Article III, section 3.3.6, “Form of Proxy.”

7. The Inspectors of Election shall follow the requirements of Sealaska Corporation Bylaws Article III, section 3.3.6.1.5, 3.3.6.2, 3.3.7.1, 3.3.7.3 when tabulating and counting votes.

B. VALIDITY OF SIGNATURES

1. Proxies signed in pencil may be accepted.

2. Proxies should be signed exactly as the name of the stockholder appears on the stock records. Proxies may be accepted if the difference between the signature and the name on the stock are minor in the opinion of the Inspectors. If the signature on the proxy is unacceptable, authority for the different signature must accompany the proxy in order for the proxy to be validated. A person’s mark shall constitute a valid signature if it is witnessed by two adults who know the individual.

3. In determining the validity of a signature, the Inspectors of Election need not look beyond the face of the proxy, except (1) where there are circumstances in which the Inspectors have reason to believe that a proxy is a forgery (for example, two proxies for the same shareholder with obviously different handwriting); or (2) when a participant registers a good faith complaint and produces convincing evidence to the effect that one or more proxies may have been executed by a person other than that named on the proxy.

4. Reasonable deviations in signature may be accepted; for example, a proxy printed “John F. Smith” may be accepted if signed “J.F. Smith” or “J. Foster Smith.”

5. A proxy may be accepted even though the signature is printed by the shareholder.

6. Rubberstamp signatures are not acceptable unless the circumstances are known to the Inspectors and, in their judgment, justify acceptance of the proxy or unless the signature is countersigned by an officer or other authorized employee of a bank, trust company, agent, etc., or by an attorney acting in an indicated capacity.

7. A proxy is not required to have on it the address of a shareholder; however, a shareholder’s address may be a factor in determining the validity of a proxy if there is more than one shareholder of the same name.

8. Telegraphic proxies are not to be accepted.
C. DATING OF PROXIES

1. If a shareholder’s proxy is dated after the record date but before the date of receipt by the Inspectors, the date written on the proxy shall be the proxy’s date.

2. If a shareholder’s proxy is dated after receipt by the Inspectors, or carries any other impossible date, including but not limited to the wrong year, or carries no date at all, the date of receipt by the Inspectors shall be the proxy’s date.

3. Proxies undated or partially dated are acceptable, except that undated proxies will not be accepted if the shareholder also has provided a dated copy.

4. If there are two or more dated proxies from the same shareholder, the latest dated proxy shall be accepted, unless circumstances indicate that the later-dated proxy was in fact post-dated at the time of execution, or dated after the time of execution by someone other than the shareholder whose name appears on the proxy.

5. If all of the proxies of a shareholder appoint different proxies and all are undated or all have the same date, all shall be rejected for voting purposes. However, one of the conflicting proxies shall be counted for the purposes of establishing a quorum.

D. TRUSTEES, ATTORNEYS-IN-FACT, JOINT TENANTS, AND CUSTODIANS

1. A proxy executed by a shareholder holding a power of attorney authorizing him or her to execute the proxy shall be valid provided a copy of the power of attorney authorizing him or her to execute the proxy is delivered to the Inspectors, along with the proxy, no later than 5 p.m. Alaska Daylight Time on the Thursday before the annual meeting. The Inspectors shall have the right to examine the original power of attorney if they so request. A person who solicits power of attorney from shareholders for the purpose of voting more than his or her own shares at the meeting shall be subject to the proxy solicitation regulations of the State of Alaska and to the Sealaska Bylaw provisions regarding proxy solicitation.

2. If the shareholder list shows ownership by two or more persons as joint tenants or tenants in common, a proxy can be accepted if signed by one of them unless another joint tenant or tenant in common seeks to vote the shares, in which event the matter shall be controlled by the written agreement of the owners represented at the meeting or, in the absence thereof, by the majority in number of such owners presented or represented at the meeting.

3. A proxy may be accepted when signed by a surviving joint tenant or tenant in common, provided the shareholder list clearly indicates such tenancy.

4. Where more than one executor, trustee, guardian, administrator, attorney, etc., is named in the shareholder list, the signature of a majority is satisfactory. However, if the address on the shareholder list is in care of one of these representatives, that representative alone may sign without further proof of authority.

5. If two executors, trustees, attorneys, etc., are named, the signatures of both should appear. However, where one such party is a bank, partner of a brokerage firm, law or private trustee office, etc., and by the nature of his or her position would be authorized to sign proxies, a proxy signed by one such party may be accepted.

6. Proxies received from banks, trust companies, brokers, incorporated companies, partnerships, institutions, etc., may be signed in writing or facsimile, provided such proxies are clearly executed for the registered holders, or for such an institution when the registration, address, or signature shows that such institution is acting in a fiduciary capacity for the registered holder.

7. Blanket proxies, applicable to the proxies of one or more registered shareholders, are acceptable when executed by banks, trust companies, brokers, etc., according to the foregoing paragraph.

8. Proxies for the stock held by a person individually as a custodian may be executed in both capacities on one proxy if the proxy clearly indicates such intent, or may be executed in separate capacities on separate proxies.
VALUES IN ACTION
SEALASKA

Haa Aaní | Íítl’ Tlagáa | Na Yuubm
OUR LAND

Haa Shuká | Íítl’ Kunísii | Na Hlagígyadm
OUR PAST, PRESENT, FUTURE

Haa Latseen | Íítl’ Dagwiigáay | Na Yugyetga’nm
OUR STRENGTH, LEADERSHIP

Wooch.Yax | Gu dluu | Ama Mackshm
BALANCE, RECIPROCITY, RESPECT