

June 1, 2019

Subject: UIC Board Vacancy Announcement

Dear Ukpeaġvik Iñupiat Corporation Shareholders:



In accordance with UIC's Bylaws, the Board of Directors of Ukpeaġvik Iñupiat Corporation ("UIC") will be making an appointment to fill a seat on the Board recently vacated by Josiah Patkotak, and the Board invites all eligible shareholders who are interested in serving UIC as a director to apply to serve until the 2020 UIC Annual Meeting of Shareholders. The Board candidate application materials, including a Candidate Application, Disclosure Questionnaire and Agreement for UIC Board Vacancy ("Candidate Application, Questionnaire and Agreement"), and a copy of UIC's Bylaws can be requested in office at UIC Headquarters in Barrow at 1250 Agvik St., or at the Anchorage office at 6700 Artic Spur Rd. Requests for these forms can also be made by contacting the Stock Department at (907)852-4460 or by downloading the forms from the company's website at UICAlaska.com/shareholders/shareholder-services.

If you are interested in being considered for the vacant Board seat, please be advised that in order to be eligible for appointment, an applicant must, at the time of his or her appointment: (a) be a shareholder of the Corporation; (b) be at least 18 years of age; and (c) not be disqualified under the provisions of Section 6.6 of the Bylaws. Section 6.6 of UIC's Bylaws provide in part as follows:

Directors, officers, and exempt employees of the Corporation and any of its subsidiaries shall not be eligible for service or employment, and shall be terminated from office or employment, if they are or become, (a) a director, officer, or exempt employee of any other corporation organized and existing pursuant to the Alaska Native Claims Settlement Act (ANCSA), or (b) a director, officer, exempt employee, partner, or owner of more than ten percent (10%) of the equity interests in any company or business, of which more than ten percent (10%) of the revenues are derived from business activities that are in direct competition with any business or activity of the Corporation or any of its subsidiaries. For purposes of this section, "exempt employee" means an employee who is exempt from the provisions of the Alaska Wage & Hour Act or any similar statute that succeeds it.

Moreover, to be considered for appointment to fill a vacancy on the Board, an applicant must: (i) complete and timely submit to the Corporate Secretary an application on a form provided by the Corporation (the Candidate Application, Questionnaire and Agreement); (ii) timely submit to and pass a drug and alcohol screening test; (iii) be determined by the Board of Directors to meet the Corporation's minimum standards of ability and integrity to serve as a director of the Corporation; and, (iv) timely comply with such other rules as the Board of Directors may prescribe.

If you meet these eligibility requirements and are interested in being considered for the vacant seat on the Board, the completed Candidate Application, Questionnaire and Agreement, and alcohol screening test results **MUST BE RECEIVED** at the UIC Stock Department, Utqiagvik office, **NO LATER THAN 5:00 P.M.**, Alaska Standard Time, on **June 20, 2019**. If you do not submit the Candidate Agreement, the completed Questionnaire and alcohol screening results to the UIC Stock Department by this deadline, you will not be considered for the vacant position. You are also encouraged, but not required, to submit a letter


of interest to the Board to further explain your background, qualifications, and why you are interested in serving on the UIC Board.

Application materials may be transmitted by hand delivery to 1250 Agvik Street, Barrow, Alaska 99723; U.S. mail to UIC Stock Department, P.O. Box 890, Barrow, Alaska 99723; facsimile to (907) 852-4459; or as attachments to an electronic mail message to Hazel Pebley, UIC Stock Department, at Hazel.Pebley@UICAlaska.com. Please also contact Ms. Pebley to coordinate your drug and alcohol screening test.

Sincerely yours,



Price Brower, Chairman



Delbert J. Rexford, President

Candidate Application, Questionnaire and Agreement



Instructions:

As a shareholder of Ukpeagvik Inupiat Corporation (“UIC”), you are applying to be appointed for the remaining term of a recently vacated seat on the UIC Board of Directors (until the 2020 UIC Annual Meeting of Shareholders) and to have your name and certain biographical and personal information evaluated by the current UIC Board of Directors. In order for your application to be considered, you must: (i) complete and timely submit to the UIC Stock Department this Candidate Application and Disclosure Questionnaire, the included Candidate Agreement, and timely complete the other requirements set out in the cover letter notice of the packet.

You must complete and sign this Candidate application and disclosure questionnaire, **and** the included Candidate agreement, **and** submit them all to the UIC Stock Department, Barrow Office. The completed and signed documents, **MUST BE RECEIVED** at the UIC Stock Department, Barrow Office, **NO LATER THAN 5:00 P.M., June 20, 2019, Alaska Standard Time.**

All candidate information and forms must be submitted to the UIC Stock Department. The completed forms may be transmitted in any one of the following ways: (i) by hand delivery to 1250 Agvik Street, Barrow, Alaska 99723; (ii) by U.S. mail to UIC Stock Department, P.O. Box 890, Barrow, Alaska 99723; (iii) by facsimile to (907) 852-4459; or (iv) as an attachment to an electronic mail message to Hazel F. Pebley, Stock Director, hazel.pebley@uicalaska.com. After your completed forms have been submitted to the UIC Stock Department, you must also submit to and pass a drug and alcohol screening test. Information related to the drug and alcohol screening test and related procedures can be obtained from Hazel F. Pebley, Assistant Corporate Secretary.

Please respond to each numbered request for information on this Candidate Application and Disclosure Questionnaire. If something does not apply or if your answer is “no” or “none,” please say so. **DO NOT LEAVE ANY BLANKS.** Any blanks will be interpreted as a negative response, may require follow-up questions from UIC’s staff, and could result in rejection of your application. Please attach additional sheets if necessary with responses numbered to correspond to the numbered statements below.

PLEASE NOTE: UPON RECEIPT OF A PROPERLY COMPLETED AND TIMELY APPLICATION, QUESTIONNAIRE, AND CANDIDATE AGREEMENT, AND UPON MEETING ALL OTHER DIRECTOR REQUIREMENTS SET FORTH IN THE BYLAWS AND ADOPTED BY THE UIC BOARD, YOUR NAME MAY BE CONSIDERED FOR THE OPEN BOARD VACANCY AND CERTAIN BIOGRAPHICAL AND PERSONAL INFORMATION MAY BE EVALUATED BY THE CURRENT BOARD OF DIRECTORS IN MAKING ITS APPOINTMENT. IF YOU DO NOT MEET THE QUALIFICATIONS AND OTHER REQUIREMENTS IN A TIMELY MANNER, YOUR NAME WILL NOT BE CONSIDERED FOR THE OPEN BOARD VACANCY.

Please provide the information requested on the following pages:

Candidate Application, Questionnaire and Agreement

Name: _____ Date of Birth and Age: _____

Current Mailing Address: _____

Current Residence Address: _____

City: _____ State: _____ Zip: _____

Home Phone: _____ Work Phone: _____

Mobile Phone: _____ Email Address: _____

Current Employer: _____

Title or Position for Current Employer: _____

Dates of Employment with Current Employer: _____

1. List all positions and offices currently and previously held with UIC and its subsidiaries (other than as a UIC Director).

2. If you are currently or have previously served as a director of UIC or its subsidiaries, list all periods of service.

3. List every person from the attached lists who currently serves as a director, nominee, and executive officer of UIC or any of its subsidiaries to whom you are related by blood or adoption as a:

- spouse,
- parent,
- child,
- brother or sister.

Next to each person listed, state the nature of your family relationship with that person (spouse, parent, child, brother or sister). **YOU DO NOT NEED TO LIST ANY OF THE FOLLOWING: cousin, aunt, uncle, nephew, grandchild, or grandparent.**

Candidate Application, Questionnaire and Agreement

<i>List below the name of each person with whom you have a family relationship:</i>	<i>State below how each person is related to you (e.g., "my brother, my sister," etc.):</i>

4. Describe your business experience at present and during the past five years, including: (1) the name(s) of your employer(s); (2) your principal employment or occupation; (3) your title or specific position; and (4) the specific dates of employment for each employer listed (e.g., "General Manager, UIC Construction, 2013-2015.") Also include directorships held for other entities. (You may submit this information on a separate sheet of paper or submit a copy of a current resume if it contains this information.)

5. Are you currently an officer, director, or exempt employee for any other corporation organized and existing pursuant to the Alaska Native Claims Settlement Act ("ANCSA")? For purposes of this question, "Exempt Employee" means that you are exempt from the Alaska Wage and Hour Act. Typically this means that you are paid a salary instead of an hourly wage and that you are employed in a management, executive, supervisory or professional position.

Yes No

If you answered "yes" to this question, please identify the name of the company you serve, the capacity in which you serve, and if employed by the company, please provide your title, job duties, and salary structure (e.g., are you paid salary or on an hourly basis).

6. Are you a director, officer, exempt employee, partner, or owner of more than ten percent (10%) of the equity interests in any company or business, of which more than ten percent (10%) of the revenues are derived from business activities that are in direct competition

Candidate Application, Questionnaire and Agreement

with any business or activity of UIC or its subsidiaries? (Exempt Employee is described in Question 5 above.)

Yes No

If you answered “yes” to the question, please identify the company you serve, the capacity in which you serve, your ownership interest (if any), and if employed by the company, please provide your job title, job duties, and salary structure (e.g., are you paid a salary or on an hourly basis).

7. If you have experienced any of the following events which occurred during the past ten (10) years, please fully describe each event:

(a) Any voluntary or involuntary petition under any bankruptcy or insolvency laws or appointment of a receiver (provide date of filing and place of filing):

(b) All convictions or pleas of nolo contendere (*i.e.*, not contested) in any criminal proceedings except traffic violations or other minor offenses (provide the year of the conviction or plea and a description of the offense):

(c) Describe any pending criminal proceedings against you except traffic violations or other minor offenses (*i.e.*, criminal proceedings where the outcome has not yet been determined):

(d) Any entry of a final judgment, order, or decree, not subsequently reversed or vacated, that you engaged in unethical or illegal business practices, violated

Candidate Application, Questionnaire and Agreement

fiduciary duties, or violated securities laws (provide the year of the judgment, order, or decree and the names of the parties to the legal action):

8. Are you or any of your Family members employed by, or do you or any of your Family members have any direct or indirect ownership interest in, or hold any officer or director positions in, any business Entity (other than an affiliate of UIC) that had financial transactions with UIC or its subsidiaries since the beginning of UIC's last fiscal year (i.e., since January 1, 2018)? ("Family" means your spouse, parents, children, or siblings, by blood or by adoption; and "Entity" means an individual, sole proprietorship, partnership, joint venture, trust, association, firm, corporation, or other organization, whether or not operated for profit.)

Yes No

If you answered "yes" to the preceding question, please provide the following: (a) the name(s) of the Entity or Entities; (b) how much of the Entity you or your Family members own (i.e., number of shares or percentage interest), if any; (c) the positions and titles you or your Family members hold in the Entity, if any; (d) whether the Entity has conducted any business with UIC or its subsidiaries during the last fiscal year (i.e., since January 1, 2018); and (e) the purpose and amount of the transaction(s) between the Entity and UIC or subsidiaries, if any:

9. Are you or any of your Family members employed by, or do you or any of your Family members have any direct or indirect ownership interest in, or hold any officer or director positions in, any business Entity (other than an affiliate of UIC) that has presently proposed financial transactions with UIC or its subsidiaries? ("Family" means your spouse, parents, children, or siblings, by blood or by adoption; and "Entity" means an individual, sole proprietorship, partnership, joint venture, trust, association, firm, corporation, or other organization, whether or not operated for profit.)

Yes No

If you answered "yes" to the preceding question, please provide the following: (a) the name(s) of the Entity or Entities; (b) how much of the Entity you or your Family members own (i.e., number of shares or percentage interest), if any; (c) the positions and titles you

Candidate Application, Questionnaire and Agreement

or your Family members hold in the Entity, if any; (d) whether the Entity has any presently proposed financial transactions with UIC or its subsidiaries; and (e) the purpose and amount of the transaction(s) between the Entity and UIC or subsidiaries, if any:

10. Describe all legal proceedings to which you are or were a party with interests adverse to UIC or its subsidiaries during the last ten (10) years.

11. Please describe your qualifications to serve as a member of the Board of Directors of UIC, including your education and training (formal and traditional), any past employment history, and any past experience serving in leadership positions such as on boards, commissions, councils, or assemblies. If you wish, you may provide this information by attaching a current resume or statement of your education and relevant experience.

DATE: _____

SIGNATURE: _____

PRINT NAME: _____



Candidate Agreement Ukpeagvik Inupiat Corporation

I, _____, am a shareholder of Ukpeagvik Inupiat Corporation (“UIC”), I am 18 years of age or older, and I am applying to be a candidate for a seat on the UIC Board of Directors. I acknowledge that I have been provided with a copy of UIC’s Bylaws, and I certify that I meet all of the qualifications to serve as a member of the UIC Board of Directors as set forth in the Bylaws.

I wish to be appointed for the remaining term of a recently vacated seat on the UIC Board of Directors and to have your name and certain biographical and personal information evaluated by the current UIC Board of Directors.

I certify that the information provided in my Candidate Application, Questionnaire and Agreement is true and correct to the best of my knowledge and belief. I understand that any willfully false statement is sufficient cause for the UIC Board of Directors to determine that I do not meet UIC’s minimum standards of ability and integrity to serve as a director of UIC, and that, in such event, I will not be considered for appointment as a Director for the remaining term of the recently vacated seat on the UIC Board of Directors.

Candidate’s Signature: _____

Print Name: _____

Date: _____

**2019 Directors, Candidates
and
Executive Management**

Akpik, Ethel

Arey Sr., Ned

Arterburn, Clayton

Bierman, Robert

Brower, Charles D.N.

Brower, Price E.

Cayton, Caroline

Corrigan, Justin

Cronen, Robert "Bob"

Edwardsen, Anthony E.

Eliason, Beverly Shontz

Gray, Don

Harcharek, Nagruk

Holdsworth, Steven

Howell, Tim

Hundley, Michael

Jackson, Myrna

Kanayurak, Lloyd

Khan, Selma

Koonaloak Hutchens, Johnny P.

Leach, Jill

Monetta, Christopher

Moore, Terry

Owen, Rick

Patkotak, Mary

Pebley, Hazel Katuk

Pokharel, Jeevan

Rambo, Michele

Randolph, Cary

Rayhart, Quentin "Ted"

Rexford, Delbert

Schendel, Lori

Solomon, Greg

Stanich, Joseph

Steele, Joseph

Ungarook Sr., Richard

Vasquez, Jessy