

IN THE SUPERIOR COURT FOR THE STATE OF ALASKA  
FOURTH JUDICIAL DISTRICT AT FAIRBANKS

TOK COMMUNITY UMBRELLA )  
CORPORATION, )  
 )  
Plaintiff, )  
 )  
v. )  
 )  
TOK CHAMBER OF COMMERCE, )  
INC., )  
 )  
Defendant. )

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LISA CONRAD, )  
 )  
Third Party Plaintiff, )  
 )  
v. )  
 )  
TOK COMMUNITY UMBRELLA )  
CORPORATION (TCUC), )  
 )  
Third Party Defendant. )

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Case No. 4FA-15-1930 CI

**OPPOSITION TO "TCUC's" SUBMISSION RE JULY 9 ELECTION,**  
**MOTION TO LATE FILE LISA CONRAD'S STATEMENT OF POSITION AND**  
**LISA CONRAD'S STATEMENT OF POSITION REGARDING THE JULY 9 ELECTION**

In this court's order of July 30, 2015, the court noted that the parties had been given until July 20, 2015, to file their positions regarding the July 9, 2015, election. From reading "TCUC's" submission regarding the July 9 election the court issued this order at the June 23, 2015 hearing. Counsel apparently missed this deadline being established. Counsel has checked his notes of the June 23, 2015, hearing; counsel's notes reflect deadlines for an answer to be filed by June 28, 2015, and to exchange disclosures on August 1, 2015. Counsel did not have any notes reflecting a deadline of

July 20, 2015, to file Ms. Conrad's position regarding the outcome of the July 9 election.<sup>1</sup> Accordingly, Ms. Conrad is filing her position statement regarding the July 9, 2015, combined with her opposition to the "TCUC" submission regarding the July 9 election. An order to late file that position statement is submitted herewith.

**I. "TCUC" elected to address the authority of the Board on an expedited basis.**

In its submission "TCUC" argues that proceedings to remove a Board member are standard litigation entitled to standard protocols. As a general matter, these propositions are not disputed by Ms. Conrad. As with the remainder of "TCUC's" pleadings, however, it fails to take into account how this case progressed and the positions that "TCUC" took before the court. The court has not removed anyone from the TCUC Board, it has simply made a tentative decision on who is on the Board after various actions of the membership. At the June 23, 2015, hearing the court gave "TCUC" the option of delaying its eviction proceeding and litigating the issues regarding who was the Board of TCUC on a normal schedule or having the court resolve those issues, at least on an interim basis, while preserving the ability of "TCUC" to proceed with their eviction case. "TCUC" elected to have the court address the authority of Mr. Wickwire and his clients to proceed on behalf of "TCUC" in advance of the eviction proceedings. At that hearing, the court determined, based on the evidence presented, that the only person who was properly on the TCUC Board was Lisa Conrad. "TCUC" made its election and, when the ruling by the court did not turn out as hoped, wants to take back that election and act as if it never made it. "TCUC" should be estopped from

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<sup>1</sup> See Affidavit of Zane D. Wilson.

taking this inconsistent position.

The general elements of equitable estoppel are (1) assertion of a position by conduct or word, (2) reasonably reliance thereon, and (3) resulting prejudice.<sup>2</sup> In addition, estoppel will only be enforced to the extent the justice so requires.<sup>3</sup> Here, "TCUC" clearly stated its position that it wanted the court to determine who had the authority to act on behalf of TCUC. "TCUC" did so in order to preserve its ability to proceed with the eviction action. The parties and the court relied upon "TCUC's" position to litigate the issue at the original hearing. Had "TCUC" not elected to proceed in this matter, the matter could have been put off and litigated in the ordinary course of events. The parties litigated the authority issue before the court, and that litigation cannot be ignored simply because "TCUC" wishes to change its position at this time. Having failed in its effort to convince the court that it had authority to proceed with the eviction action, "TCUC" now wishes to renege on its election. "TCUC" is estopped from taking this inconsistent position.

## **II. The July 9 election should be ratified by the court.**

Theresa Woody, Rhonda VanZandt and Tanya Tito (Tito) were expressly invited to attend and participate in the July 9, 2015, election.<sup>4</sup> "TCUC's" argument that these individuals could not have participated without waiving their claims is simply erroneous. Tito simply could have submitted an objection to TCUC stating that she did not agree that the July 9 election was proper but nonetheless was participating to preserve her options. The court routinely makes rulings in hearings that are subject to objections and

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<sup>2</sup> *Mortvedt v. State*, DNR, 858 P.2d 1140, 1142 (Alaska 1993).

<sup>3</sup> *Id.* (internal citations omitted).

<sup>4</sup> Exhibit A.

participation in a proceeding following a proper objection does not waive any claims.<sup>5</sup> Without this general rule legal matters could not proceed because the participation in any legal proceeding would waive any objections to what goes on within it. Tito's argument regarding her participation in the election constituting a waiver of any objection to it is contrary to the law and the proceedings that take place before the court on a daily basis.

"TCUC" next argues that Tito's seat was vacant and pursuant to TCUC's bylaws subject to an appointment by a majority of the Board. This is generally the case, however, the bylaws specifically state that three affirmative votes of the Board are required for any action.<sup>6</sup> Given that Ms. Conrad was the only one properly on the Board at the time of the election, it was necessary for the Board to be reconstituted before it could take any action.

A. The June 19 hearing was a valid meeting of the TCUC membership entitled to remove Board members by a vote of the membership.

The June 19, 2015, membership meeting was called by the membership of TCUC without the aid of counsel.<sup>7</sup> The meeting was properly called and noticed to every PO Box holder in Tok.<sup>8</sup> In any instance, it is well established that the legal efforts of citizens are entitled to a deferential standard, clearly less than the standard of a represented litigant.<sup>9</sup>

As the court will recall from the testimony submitted at the June 23, 2015, hearing, TCUC is the local government of Tok, to the extent one exists. At its core,

<sup>5</sup> *L.C.H. v. T.S.*, 28 P.3d 915, 926 f.n. 51 (Alaska 2001).

<sup>6</sup> See TCUC's bylaws, Chapter 1, Section 2 - Exhibit B to Conrad's First Amended Complaint.

<sup>7</sup> Affidavit of Zane D. Wilson.

<sup>8</sup> Exhibit B. AS 10.20.061(c) specifically authorizes the members to call special meetings.

<sup>9</sup> *Fyffe v. Wright*, 93 P.3d 444, 452 f.n. 17 (Alaska 2004) (internal citations omitted).

proceedings by the membership are political, and are not a trial conducted in the traditional sense of the law.

"TCUC" argues that the removal procedures followed by the membership do not apply to the removal of Board members.<sup>10</sup> Ironically, "TCUC's" counsel, Mr. Wickwire, rejected the membership's effort to remove the Board members at issue at the annual membership meeting claiming that the removal procedures that "TCUC" now says are inapplicable, applied.<sup>11</sup> That hypocrisy aside, "TCUC's" complaints about the "trial" are entirely beside the point. Pursuant to Chapter 1, Section 4 of the TCUC Bylaws - Removal of Directors: "Any director may be removed by majority of the members who vote on the issue, or by two-thirds of the Board of Directors, whenever, in their judgment, the best interest of the corporation be served by so doing."<sup>12</sup> A trial was not necessary and a trial was not required: all that was necessary was a membership meeting in which a vote was taken to remove these particular Board members.

AS 10.20.056 provides that the bylaws may contain provisions for the regulation and management of the affairs of the corporation consistent with the law and the articles of incorporation. There is nothing inconsistent with Chapter 1, Section 4 of the bylaws and the articles or the non-profit corporation act. As such, the bylaws control. In this instance, a vote of the membership took place and Board members were removed. It is not within the province of "TCUC" or this court to second guess the reasoning and rationale of the membership, as the bylaws explicitly provide that the members may remove any member of the Board of Directors "...whenever, in their judgment, the best

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<sup>10</sup> See "TCUC's" Submission, pg. 8.

<sup>11</sup> See June 23, 2015, Exhibit List of Lisa Conrad, Exhibit 10.

<sup>12</sup> See June 23, 2015, Exhibit List of Lisa Conrad, Exhibit 2.

of the corporation be served by so doing." The membership voted its overwhelming belief that the best of the corporation were served by the removal of Ms. VanZandt, Ms. Woody and Ms. Tito (to the extent that Ms. Tito was ever on the Board).

B. A lawful vote was taken to remove the Board members at issue.

"TCUC's" argument regarding no vote of the membership having taken place is simply erroneous. Exhibit B to TCUC's submission regarding the July 9 election reads as follows:

Madge Kelleyhouse was requested to repeat her motion from the April Annual Meeting, so she moved to exercise Section 4 of the Bylaws to remove the directors in Seats A, B, C, and E. Kathy Morgan suggested amending the motion to remove directors in Seats A, B, C, and D, since Lisa Conrad now fills seat E. Madge did so and Bill Drake seconded the motion. Jerry Jernigan moved to amend the motion to say that those seats be vacated. Motion was seconded and the motion to exercise Section 4 of the bylaws by vacating Director Seats A, B, C, and D passed with all in favor.

This vote is also confirmed by the testimony of Lisa Conrad at the June 23, 2015, hearing and Ms. Conrad testified that the vote was unanimous (10:13:51). This vote complies with the bylaws of TCUC, is valid, and should be enforced to bring an end this litigation.

**III. The complaints advanced by "TCUC" lack merit and, in any instance, are harmless error.**

A. The investigating committee was properly formed.

As stated above no trial was required to remove Board members and thus the specifics of what took place beyond the removal vote are irrelevant. Regardless, Ms. Conrad will respond to "TCUC's" complaints about the trial.

In reference to how the investigative committee was formed Ms. Conrad refers

the court to her testimony at the June 23, 2015, hearing. The investigative committee was demanded by the membership and, as a practical matter, the Board members who were to be charged by the investigative committee could not vote on whether or not to investigate themselves. The rule of necessity has been recognized to preclude a judge from being required to disqualify him/her from trying a case based on a personal interest because there is no other judge available to hear and decide the case.<sup>13</sup> The rule of necessity is applied in cases where to disqualify one from acting would be to disqualify all.<sup>14</sup> Here, Tito, VanZandt and Woody could not vote on whether or not an investigative committee should be formed to initiate an investigative proceeding against them. As such, the rule of necessity mandated that the remaining members take action, which they did.

As is their history, "TCUC" objects to everything and offers no solution to the membership other than leaving the challenged members on the Board despite a year of effort by the membership to remove them. Nothing will satisfy these individuals other than allowing them to remain on the Board despite the membership rejecting them as Board members and taking action at every possible step to have them removed.

B. The investigative committee complied with due process.

As Ms. Conrad testified at the hearing, Ms. Woody, Ms. VanZandt and Ms. Tito were advised that they could bring their request to have a non-member attorney represent them before the membership.<sup>15</sup> These individuals did not accept the opportunity to be represented. In any instance, the process was available to Tito *et al.*

<sup>13</sup> *Hudson v. Johnstone*, 660 P.2d 1180, 1183 (Alaska 1983).

<sup>14</sup> *Id.* (internal citations omitted).

<sup>15</sup> See June 23, 2015, testimony at 10.40.22.

to have representation at the meeting and the decision was made to not pursue that remedy. It is well recognized that a failure to exhaust administrative remedies precludes subsequent legal action. Where the administrative process offers a remedy, even if incomplete, the court requires exhaustion of administrative remedies. If there is no remedy at all and no available means to correct an error in administrative process, the court does not require exhaustion of administrative remedies.<sup>16</sup> Here, Tito *et al.* did not exhaust her right to request an attorney before the membership. Instead, she elected to not show up at the membership meeting and make a request which could have - and would have - addressed her current complaint. This was a strategic move by Tito because she had no interest in attending the meeting she now complains about because she was and is fully aware of the membership's viewpoint regarding her continued participation as a Board member. The court should not reward this kind of sandbagging and the exhaustion of administrative remedies doctrine precludes it.

- C. It has long been the law in Alaska that when an individual wants to complain about a trial or proceeding that they must establish both error and prejudice.<sup>17</sup>

In this instance, Tito has argued error but has not made any showing whatsoever regarding prejudice. As demonstrated by the unanimous vote of the membership to remove these Board members, the overwhelming support of the membership to call the membership meeting to remove these Board members, there is simply no possible outcome to any proceedings before the membership other than the removal of the Tito group. Such is the nature of politics.

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<sup>16</sup> *Hymes v. Deramus*, 222 P.3d 874, 882-883 (Alaska 2010).

<sup>17</sup> *Poulin v Zartman*, 542 P.2d 251, 261 (Alaska 1975).



Tito complains about confidentiality but ignores the fact that this matter has been the subject of multiple meetings and discussion for the last year and a half in the Tok community. There is simply nothing confidential remaining about this matter that could be disclosed by any individual. "TCUC" fails to discuss how they were actually harmed by any of the contentions that they have advanced and they can make out no such harm.

The crux of due process is the opportunity to be heard and the right to adequately represent ones interest.<sup>18</sup> Here, Tito *et al.* received notice of these proceedings and had an opportunity to participate in them. Tito elected not to attend the proceedings and instead choose to simply ignore them and complain about them. Tito received notice and an opportunity to be heard and that is all she was entitled to under the law.<sup>19</sup>

#### IV. CONCLUSION

"TCUC's" motion ignores the undisputed testament presented to this court and simply acts like a trial never took place. Similarly, "TCUC" ignores its past positions when those positions are no longer convenient to it, whether it be the applicably of the policies for removal of Board members or its decision to proceed with an initial ruling regarding the authority of the former Board to make decisions on behalf of TCUC. "TCUC" has failed to exhaust its administrative remedies, electing instead to not participate in matters before the membership knowing full well that the membership was intent on the removal. "TCUC" will take any position, inconsistent or otherwise, as

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<sup>18</sup> *Paula E. v. State*, OCS, 276 P.3d 422, 433 (Alaska 2012).

<sup>19</sup> *Id.*

necessary to maintain Tito *et al.* on the Board. But the membership cannot be ignored and, regardless of any other consideration before the court, the membership has met and voted to remove the Tito group from the Board. This act of removal by the membership is pursuant to the express provisions of the bylaws and moots the other issues presented by the Tito group. The court should fully endorse the Board elected at the July 9, 2015, meeting and dismiss this litigation as being mooted by the vote of the membership at that meeting to remove the Tito group from the Board. An appropriate order is lodged herewith.

DATED this 12 day of August 2015.

CSG, INC.

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

Zane D. Wilson, #9111108

**CERTIFICATE OF SERVICE** 12

This is to certify that on the 12 day of August 2015, a copy of the foregoing is being        faxed/        hand-delivered/ X mailed        via Court Courier Service to the following attorney(s) or party(s) of record:

Elizabeth P. Hodes  
Davis Wright Tremaine LLP  
188 West Northern Lights Blvd., Suite 1100  
Anchorage, AK 99503

Thomas R. Wickwire  
2775 Hanson Rd. Suite 1  
Fairbanks, AK 99709-3940

Heidi M. Holmes  
Burns & Associates  
100 Cushman Street, Suite 311  
Fairbanks, AK 99701

ME  
for CSG, Inc.

COOK SCHUHMANN  
& GROSECLOSE, INC.  
714 FOURTH AVE., SUITE 200  
POST OFFICE BOX 70810  
FAIRBANKS, AK 99707-0810

(907) 452-1855  
FACSIMILE  
(907) 452-8154

Sent from my iPhone

On Jul 6, 2015, at 6:10 PM, Nbfunmom < [nbfunmom@aol.com](mailto:nbfunmom@aol.com) > wrote:

Lisa,

Your invitation makes no sense. If you think the June 19 proceedings were valid, I do not understand how you would consider us eligible for election on July 9. If you agree with us that the June 19 proceedings were invalid, you would also agree that the July 9 purported election is invalid. Please explain.

Theresa

-----Original Message-----

From: Lisa Conrad < [lisaintok@gmail.com](mailto:lisaintok@gmail.com) >

To: nbfunmom < [nbfunmom@aol.com](mailto:nbfunmom@aol.com) >; aktommorow < [aktommorow@yahoo.com](mailto:aktommorow@yahoo.com) >; bellavixen35 < [bellavixen35@aol.com](mailto:bellavixen35@aol.com) >

Sent: Mon, Jul 6, 2015 1:26 pm

Subject: TCUC Elections

Hello Theresa,

I wanted to make sure that you know that you and the others (Rhonda and Tanya) who were involved in the court case, have the opportunity to run for election to the TCUC Board if you want to. I know that there have been suggestions made out in the community that you and the other two are not allowed to run, but Judge McConahy did not rule on that issue.

I want you to know that you are free to exercise your right to run for the board, and that as the court appointed Trustee of the Board, I will support your right to do that if you want to. So, if you do want to run for the Board, you should plan to attend the meeting and the election that will take place on Thursday, July 9<sup>th</sup>, 2015, at the Tok School Multi-purpose room.

Lisa Conrad  
Trustee for TCUC

Exhibit   A    
Page   1   of   1  

Conrad 000177

# **Tok Community Umbrella Corporation**

## **Special Membership Meeting**

**June 19<sup>th</sup>, 2015 at the Tok Civic Center 6pm**

This meeting is a Special Membership Assembly, for the purposes of holding a trial of three TCUC members for failing to comply with TCUC Articles and Bylaws that has been called by 140 members under AS10.20.061(c). A Special Membership Meeting is one that is called by the Membership and where Members can vote.

### **Agenda**

- **Explanation of the Membership Assembly**
- **Motions by Chair of the Investigatory Committee for Membership Ratification**
- **Verify that the Special Membership Meeting requirements of AS10.20.061(c) have been met**
- **Membership Selects Trial Manager by vote**
- **Membership Selects Presiding Officer by vote**
- **Reading of the Preferred Charges**
- **Trial before the Membership Assembly, (process as outlined in the Notice of Preferred Charges)**
- **Membership Vote on the Charges, by ballot**
- **Counting of the Votes**
- **Verdict read**
  - **If guilty, Membership votes on punishment and resolutions**
  - **If not-guilty, all rights of these members shall be reinstated immediately**
- **Adjournment**

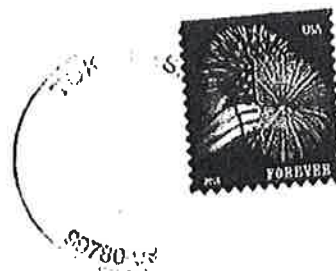
You MUST be a member in order to attend this meeting. This means, you must be a resident of Tok who lives inside the boundaries established in the Articles, and be over the age of 18. Non-members will not be allowed inside.

Exhibit B  
Page 1 of 14



Conrad 000131

Box 342  
Tok, AK 99780



BOXHOLDER  
TOK, AK 99780

Exhibit B  
Page 2 of 14

Conrad 000132

I, Bill Drake hereby state and certify that the 140 signatures  
on these 11 pages were collected on or before June 9<sup>th</sup>, 2015 in Tok Alaska.



Subscribed and sworn to before me  
this 9<sup>th</sup> day of June, 2015  
Deborah L. Sparks  
Notary Public  
My Commission Expires 7/8/15

Exhibit B  
Page 3 of 14

## Call for Membership Meeting of TCUC

We, the undersigned Members of the Tok Community Umbrella Corporation, who are Eligible to Vote, hereby call for a Special Membership Meeting based on the Authority of AS10.20.061(c), on the 19th of June, 2015. This meeting will be convened at the Tok Civic Center, for the purpose of holding a Membership Assembly Trial.

In order to post the meeting properly, at least 50 signatures of these Eligible Members, 18 years or older and who reside inside the area served by TCUC, must be collected by June 9<sup>th</sup>, 2015.

	Printed Name	Signature	Physical Address
1	Beth Smith	Beth Smith	1316 AK Hwy TOK AK
2	Lisa Shultz	Rosa Shultz	69 Butch Ruth Ave.
3	Maurice Shultz	Maurice Shultz	69 Butch Ruth Ave
4	DOUGLAS PINE	Doug	MOOSE NUGGET
5	William Artrial	William Artrial	14 Aspen Ave
6	Dennis Bishop	Dennis Bishop	000 East D St
7	Zack Knaebel	Zack Knaebel	Greatland Dr.,
8	SHAWN CHAMPAGNE	Shawn Champagne	1/2 mile Pringle Road
9	John BARKER	John Barker	1318.5 AK HIGHWAY
10	Frank Cook	Frank Cook	W. 1st St., Tok
11	LAUREL Wilson	Laurel Wilson	Mile 1316.2 AK Highway
12	MIKE FORTIER	Mike Fortier	912 WARBELOW TOK
13	Colin BROWN	Colin Brown	100 Scoby Way, Tok
14	Ruby Smith	Ruby Smith	George JR.
15	Jackie Howard	Jackie Howard	L4-5 Discovery, Tok
16	Terry Howard	Terry Howard	L4-5 Discovery, Tok
17	Dave Stancliff	Dave Stancliff	633 Midnight Sun Dr. Tok
18	Sue Stancliff	Sue Stancliff	" " " "

6/9/2015



## Call for Membership Meeting of TCUC

We, the undersigned Members of the Tok Community Umbrella Corporation, who are Eligible to Vote, hereby call for a Special Membership Meeting based on the Authority of AS10.20.061(c), on the 19th of June, 2015. This meeting will be convened at the Tok Civic Center, for the purpose of holding a Membership Assembly Trial.

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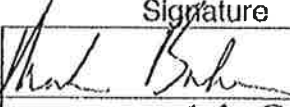
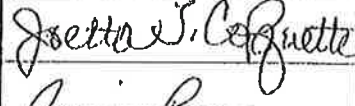
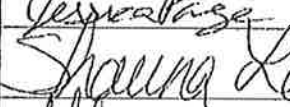
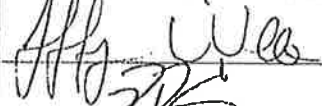
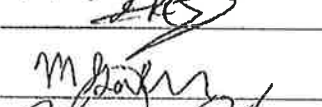
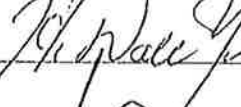
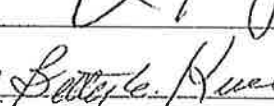
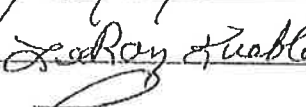
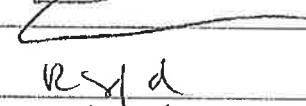

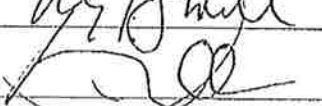
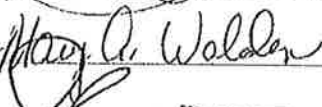



	Printed Name	Signature	Physical Address
1	Mike Cronk	<i>Mike Cronk</i>	100 Schiavelli St, TOK
2	Diane Wonsiller	<i>Diane Wonsiller</i>	#14 Makinzie, TOK
3	Geneva Luth Smith	<i>Geneva Luth Smith</i>	1/2 mile 1314 AK Hwy Tok
4	Deb Berg	<i>Deb Berg</i>	287 McKenzie Trail, TOK
5	Wes Colquette	<i>Wes Colquette</i>	Box/Mile 1320.3 AK Hwy, TOK
6	James Wotthke	<i>James Wotthke</i>	1 Discovery Lane, TOK
7	Alexander	<i>Alex</i>	1020 Sanford Dr, TOK
8	Ashley Johnson	<i>Ashley Johnson</i>	882 Center St, TOK
9	Elizabeth Cave	<i>Elizabeth Cave</i>	W. Aspen Ave Way
10	Sylvia Jacobson	<i>Sylvia Jacobson</i>	408 George Jr, TOK
11	Mike Kendall	<i>Mike Kendall</i>	Midnight Sun, TOK
12	DONALD YORK	<i>Donald York</i>	HP. 1321.5 EAGLE SUB, PAIRGLE RD., TOK
13	Heg Johnson	<i>Heg Johnson</i>	Birch Lane Tok AK
14	GLENN W. GABBARD	<i>Glenn W. Gabbard</i>	BLACKBURN AV. TOK AK.
15	Billy Lance Sr.	<i>Billy Lance Sr.</i>	W. Willow & Discovery
16	Kathryn Davis	<i>Kathryn Davis</i>	E. B. St. Tok AK
17	BERNADETTE GIRARD	<i>Bernadette Girard</i>	1.1 Seary Way TOK, AK
18	WAYNE CAVE	<i>Wayne Cave</i>	W ASPEN AVE TOK AK



## Call for Membership Meeting of TCUC

We, the undersigned Members of the Tok Community Umbrella Corporation, who are Eligible to Vote, hereby call for a Special Membership Meeting based on the Authority of AS10.20.061(c), on the 19th of June, 2015. This meeting will be convened at the Tok Civic Center, for the purpose of holding a Membership Assembly Trial.

In order to post the meeting properly, at least 50 signatures of these Eligible Members, 18 years or older and who reside inside the area served by TCUC, must be collected by June 9<sup>th</sup>, 2015.

	Printed Name	Signature	Physical Address
1	MARK BAKER		C9-10 TERRILLIGER WAY, TOK
2	Joetta T. Colquette		mile 1320.3 AK HWY, TOK
3	Jessica Page		Sled Dog Way, TOK
4	Shauna Lee		Sun Dog, TOK
5	Jeff Well		Borealis Ave., TOK
6	Robert F. GINGUE		MAYS WAY TOK
7	Mike Garber		W. Spruce Extension, TOK
8	Dale Young		BOREALIS, TOK
9	John Schoeden		mile 1316 AK Highway
10	Betty A Kuebler		Borealis Ave
11	LEROY KUTSKER		Borealis ave.
12	Larry Weber Jr.		#6 West Gillingway
13	Rachel Sanford		Shiavulli Rd
14	Jason Sanford		Schiavulli Rd
15	MARV BROWNEIL		mp 1314.5 AK HWY TOK 99781
16	David Callas		w 1st Ave Tok, Ak
17	MARY A. Wolden		721 Slana Ave
18	JERRY LANCASTER		1314 AK Hwy

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	Printed Name	Signature	Physical Address
1	DIANDE ACHMAN	Dianne Achman	MP 1317.6 AK Hwy Tok, AK
2	KATHY MORGAN	Kathyst Morgan	8th AVE, TOK, AK
3	Douglas Harmon	Doug Harmon	MP 1319.5 AK Hwy Tok, AK
4	Judith Harmon	Judith Harmon	MP 1319.5 AK Hwy Tok AK
5	Nancy Rawls	Nancy Rawls	MP 1325.5 AK Hwy Tok AK
6	Spike Jorgensen	Spike Jorgensen	Mile 13.5 AK Hwy Tok AK
7	Tim Kraze	T Kraze	mile 13.6 AK Hwy Tok
8	Sara Blackard	Sara Blackard	Sourdough Tok AK
9	DONALD BRUNNAN	Donald Brunnan	8th AVE, TOK, AK
10	Paul Jorgensen	Paul Jorgensen	Mile 13.5 AK Hwy Tok
11	Robin Davidson	Robin Davidson	Schiovalli Rd., Tok.
12	WILLIAM A ARPINO	William A. Arpino	1314 <sup>3</sup> ALASKA Hwy Tok
13	Nancy Arpino	Naz Arpino	1314 <sup>3</sup> AK Hwy Tok
14	Mike Fernigan	Mike Fernigan	1313.4 AK Hwy Tok.
15	ELIZABETH ALBRECHT	Elizabeth Albrecht	Tok, AK 99780 EPT 1st St
16	BRYCE C. CONRAD	Bryce C. Conrad	TOK, AK 99780 P. Chen Hwy
17	Debra James	Debra James	TOK AK 99780 2nd Ave
18	MARY MORRIS	Mary Morris	1st St & 2nd Ave Tok 99780

## Call for Membership Meeting of TCUC

We, the undersigned Members of the Tok Community Umbrella Corporation, who are Eligible to Vote, hereby call for a Special Membership Meeting based on the Authority of AS10.20.061(c), on the 19th of June, 2015. This meeting will be convened at the Tok Civic Center, for the purpose of holding a Membership Assembly Trial.

In order to post the meeting properly, at least 50 signatures of these Eligible Members, 18 years or older and who reside inside the area served by TCUC, must be collected by June 9<sup>th</sup>, 2015.

	Printed Name	Signature	Physical Address
1	MARGARET BUTLER	Margaret Butler	125 Tok Cutoff
2	Jackie Stienbarger	Jackie Stienbarger	MP 1319.8 AK Hwy.
3	Jan Fehrenbacher	Jan Fehrenbacher	146 Prospect Ave Way
4	Karla Rollo	Karla Rollo	MP 1318.5 AK Hwy
5	Suzette Tixer	Suzette Tixer	MP 1318.5 AK Hwy
6	JOHN SNYDER	John Snyder	1st street Tok
7	Karla Champagne	Karla Champagne	1/2 mile Pringle Rd.
8	David Young	David Young	910 Schiavulli St., Tok
9	David Poyfair	David Poyfair	East C Street Tok
10	ALAN PAGE	Alan Page	1320 AK Hwy
11	Shawn Komara	Shawn Komara	304 SUNDog
12	STRETCH BLACKBURN	Stretch Blackburn	SOURDOUGH BETWEEN SLANDER M.D. ST.
13	Leif Wilson	Leif Wilson	0.5 mile Sourdough Lane
14	Vanessa Thompson	Vanessa Thompson	Corner Borealis W C St Ext.
15	Randy Rallo	Randy Rallo	123 Greentail drive
16	Erica Burnham	Erica Burnham	101 Judy Ln AK 99780
17	BRIAN Thompson	Brian Thompson	03 West C St EXT
18	Kenny Heald	Kenny Heald	1314 Ak Hwy

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	Printed Name	Signature	Physical Address
1	Darrel Furkin	<i>[Signature]</i>	Cor. Willow + Scoby
2	Earl Kain	<i>[Signature]</i>	Red Fox Drive
3	Rose M. Jernigan	<i>[Signature]</i>	1313.2 Ak Hwy
4	Anthony M. Jernigan	<i>[Signature]</i>	corner 5 <sup>th</sup> + 2nd, Tok, AK
5	Jerry Jernigan	<i>[Signature]</i>	Hartsel Subdivision Tok, AK
6	Scott Mac Manus	<i>[Signature]</i>	1320. Alaska / Blackburn Rd
7	Judith Pong	<i>[Signature]</i>	Hazel Wood Upper Duplex
8	Robbie MacManus	<i>[Signature]</i>	906 Blackburn Road
9	Brenda Litwack	<i>[Signature]</i>	Blackburn Road
10	Roseann Litwack	<i>[Signature]</i>	END OF Blackburn Rd
11	MADLINE KELLEYHOUSE	<i>[Signature]</i>	100 8th Ave - Tok.
12	Danny GRANGER	<i>[Signature]</i>	1313 Alaska Hwy.
13	David G. Kelleyhouse	<i>[Signature]</i>	100 8th Ave. Tok
14	Candy Troupe	<i>[Signature]</i>	mile 1314 Ak Hwy
15	<del>XXXXXXXXXXXXXXXXXXXX</del>		
16	David Young	<i>[Signature]</i>	Miller Field Road - Tok
17	Pug McLaughlin	<i>[Signature]</i>	1316.8 Ak Hwy
18	Alex Page	<i>[Signature]</i>	Steel Box way



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	Printed Name	Signature	Physical Address
1	Lori Weisz	Lori Weisz	101 W. Willow St.
2	Tracee Weisz	Tracee Weisz	Gillian Way
3	Diane Ervin	Diane Ervin	M: 1.5 W 1 <sup>st</sup> Street
4	Tom Ervin	Tom Ervin	8th + W 1st St
5	Andrew Duncan	Andrew Duncan	8th & W 1st St
6	Tom Ervin JR	Tom Ervin JR	8th & W 1st St
7	Rachel Geller	Rachel Geller	8th & W 1st
8	Wayne Isaac Sr.	Wayne Isaac Jr.	#1 Stardust Way
9	Virginia Or	Virginia Or	#1 Stardust Way
10	Dillon Titus	Dillon Titus	M.P. 1315
11	Joseph Young	Joseph Young	M.P. 1315
12	Trish Northway	Trish Northway	M.P. 1315
13	<del>Kathleen Thomas</del>	<del>Kathleen Thomas</del>	
14	Rennard Smith	Rennard Smith	Victie St
15	Sheila Thomas	Sheila Thomas	E Burrell's
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	Printed Name	Signature	Physical Address
1	Sherry Dompierre	Sherry Dompierre	Sanford Drive
2	Tony Peet	Tony Peet	122 Tok cut-off
3	Tyson Roslansky	Tyson J. Roslansky	Sanford Drive
4	Virginia Mericle	Virginia Mericle	122.9 Tok Cut-off Tok AK.
5	Lindsey Paulsen	Lindsey Paulsen	West C. Street ext.
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Page 8 of 11

Date 6/9/2015

## Call for Membership Meeting of TCUC

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	Printed Name	Signature	Physical Address
1	Bronk Jorgensen	<i>[Signature]</i>	101 Tule, Lane
2	Kimberly Roth	<i>[Signature]</i>	427 Discovery Ln.
3	Alecia Buchanan	<i>[Signature]</i>	#3 Kimball St
4	Richard C Davis	Richard C Davis	East B Street.
5	John Bristol	John Bristol	Tok
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## Call for Membership Meeting of TCUC

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	Printed Name	Signature	Physical Address
1	MIKE JOHNSON	<i>Mike Johnson</i>	692 TOLLIVER ROAD
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*6/9/2015*



## Call for Membership Meeting of TCUC

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	Printed Name	Signature	Physical Address
1	Wm. (Bill) T. Drake	WTD Drake	Moose Nugget Rd.
2	BRISILLA DRAKE	Brisilla Drake	Moose Nugget Rd.
3	Teresa Paulsen	Teresa Paulsen	222 West C Street Ext.
4	Lacey Young	Lacey Young	910 Schiavulli St.
5	FREDERICK PAULSEN	Frederick Paulsen	222 WEST C ST.
6	Barbara Pinc	Barbara Pinc	11419 Moose Nugget Rd
7	MICHAEL MILLER	Michael Miller	MOOSE NUGGET RD TOK
8	Katherine Miller	Katherine Miller	Moose Nugget Road.
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6/9/2015

IN THE SUPERIOR COURT FOR THE STATE OF ALASKA  
FOURTH JUDICIAL DISTRICT AT FAIRBANKS

TOK COMMUNITY UMBRELLA	)	
CORPORATION,	)	
	)	
Plaintiff,	)	
	)	
v.	)	
	)	
TOK CHAMBER OF COMMERCE,	)	
INC.,	)	
	)	
Defendant.	)	

LISA CONRAD,	)	
	)	
Plaintiff/Intervener,	)	
	)	
v.	)	
	)	
TOK COMMUNITY UMBRELLA	)	
CORPORATION (TCUC),	)	
	)	
Defendant.	)	

Case No. 4FA-15-1930 CI

**AFFIDAVIT OF ZANE D. WILSON**

STATE OF ALASKA	)	
	) ss	
FOURTH JUDICIAL DISTRICT	)	

I, Zane D. Wilson, being first duly sworn upon oath, depose and state as follows:

1. I have personal knowledge of all matters set forth herein.
2. I attended the hearing on July 23, 2015. I did not hear the court set a July 9, 2015, deadline and I do not have any notes regarding the court's deadline of July 20, 2015 to file a position regarding the outcome of the July 9 election.
3. The membership of TCUC organized the June 19, 2015 proceedings without the assistance of counsel.

COOK SCHUHMANN  
& GROSECLOSE, INC.  
714 FOURTH AVE., SUITE 200  
POST OFFICE BOX 70810  
FAIRBANKS, AK 99707-0810

(907) 452-1855  
FACSIMILE  
(907) 452-8154

DATED this 12 day of August 2015.

ZANE D. WILSON

SUBSCRIBED AND SWORN to before me this 12 day of August 2015.



Notary Public in and for Alaska

My Commission Expires: April 13/18

**CERTIFICATE OF SERVICE**

This is to certify that on the 12 day of August 2015, a copy of the foregoing is being        faxed/        hand-delivered/ X mailed        via Court Courier Service to the following attorney(s) or party(s) of record:

Elizabeth P. Hodes  
Davis Wright Tremaine LLP  
188 West Northern Lights Blvd., Suite 1100  
Anchorage, AK 99503

Thomas R. Wickwire  
2775 Hanson Rd. Suite 1  
Fairbanks, AK 99709-3940

Heidi M. Holmes  
Burns & Associates  
100 Cushman Street, Suite 311  
Fairbanks, AK 99701

for Cook Schuhmann & Groseclose, Inc.

COOK SCHUHMAN  
& GROSECLOSE, INC.  
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Affidavit of Zane D. Wilson  
TCUC v Tok Chamber of Commerce  
Page 2 of 2

IN THE SUPERIOR COURT FOR THE STATE OF ALASKA  
FOURTH JUDICIAL DISTRICT AT FAIRBANKS

TOK COMMUNITY UMBRELLA )  
CORPORATION, )  
 )  
Plaintiff, )  
 )  
v. )  
 )  
TOK CHAMBER OF COMMERCE, )  
INC., )  
 )  
Defendant. )

LISA CONRAD, )  
 )  
Plaintiff/Intervener, )  
v. )  
 )  
TOK COMMUNITY UMBRELLA )  
CORPORATION (TCUC), )  
 )  
Defendant. )

Case No. 4FA-15-1930 CI

**ORDER GRANTING MOTION TO LATE FILE**

Lisa Conrad having moved the court to accept her late filed Statement of Position re  
July 9 Election and the court being fully advised therein;

IT IS HEREBY ORDERED that Ms. Conrad's Statement of Position is GRANTED.

DATED this \_\_\_\_\_ day of \_\_\_\_\_ 2015.

COOK SCHUHMANN  
& GROSECLOSE, INC.  
714 FOURTH AVE., SUITE 200  
POST OFFICE BOX 70810  
FAIRBANKS, AK 99707-0810

\_\_\_\_\_  
Michael P. McConahy  
SUPERIOR COURT JUDGE

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Order Granting Motion to Late File  
Lisa Conrad v. TCUC  
Page 2 of 2

IN THE SUPERIOR COURT FOR THE STATE OF ALASKA  
FOURTH JUDICIAL DISTRICT AT FAIRBANKS

TOK COMMUNITY UMBRELLA )  
CORPORATION, )  
 )  
Plaintiff, )  
 )  
v. )  
 )  
TOK CHAMBER OF COMMERCE, )  
INC., )  
 )  
Defendant. )

LISA CONRAD, )  
 )  
Plaintiff/Intervener, )  
v. )  
 )  
TOK COMMUNITY UMBRELLA )  
CORPORATION (TCUC), )  
 )  
Defendant. )

Case No. 4FA-15-1930 CI

**ORDER**

The membership having conducted a meeting on June 19, 2015, at which time they voted to remove Ms. Tito, Ms. VanZandt and Ms. Woody from the Board pursuant to Chapter 1, Section 4 of the bylaws and subsequently having elected a Board on July 9, 2015, the court recognizes the July 9, 2015, Board as the properly elected Board of TCUC. The June 19, 2015, vote of the membership and the July 9, 2015, election moots all other issues before the court and the July 9, 2015, Board is the properly elected Board of Directors for TCUC. This case is hereby dismissed with prejudice.

DATED this \_\_\_\_\_ day of \_\_\_\_\_ 2015.

\_\_\_\_\_  
Michael P. McConahy  
SUPERIOR COURT JUDGE

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& GROSECLOSE, INC.  
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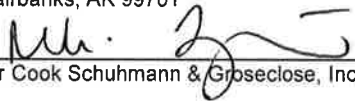
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Order  
Lisa Conrad v. TCUC  
Page 2 of 2