

STATE OF ALASKA
DEPARTMENT OF COMMERCE, COMMUNITY, AND ECONOMIC DEVELOPMENT
DIVISION OF BANKING AND SECURITIES

IN THE MATTER OF:)
Kenneth Cameron)
Respondent.)
_____)

ORDER NO. 19-71-S
ORDER TO CEASE AND DESIST,
IMPOSING CIVIL PENALTIES
AND
CONSENT TO ORDER

The Director of the Department of Commerce, Community, and Economic Development, Division of Banking and Securities (“Administrator”), has conducted an investigation into certain activities of Kenneth Cameron (“Respondent”), and has determined that Respondent violated certain provisions of the Alaska Native Claims Settlement Act Corporations Proxy Solicitation and Stock Act, Alaska Statute (AS) 45.55 *et seq.* (“ANCSA Corporations Proxy Solicitations Act”).

Respondent agrees that the Administrator has jurisdiction over Respondent and these matters pursuant to the ANCSA Corporations Proxy Solicitations Act.

Respondent wishes to resolve and settle this matter with the Administrator. As evidenced by the authorized signature on this Order, Respondent consents to the entry of this Order based on the Conclusions of Law and Order. Respondent waives his right to appeal under AS 45.55.920(d).

I. FINDINGS OF FACT

1. Respondent is the President and CEO of Shee Atika, Incorporated (SAI).
2. SAI is organized pursuant to the Alaska Native Claims Settlement Act

1 (ANCSA), 43 U.S.C. 1601 *et seq.*

2 3. SAI has certified to the Administrator that it has more than 500 shareholders
3 and total assets exceeding \$1,000,000.

4 4. SAI's annual meeting was held May 4, 2019.

5 5. A group of three SAI shareholders, who referred to themselves as the "Owner
6 Slate," ran for SAI's Board of Directors as independent candidates.

7 6. On or about April 14, 2019, an SAI shareholder published a post on a Facebook
8 page entitled "Sitka Chatters." The shareholder's post stated: "All votes for [the Owner Slate]
9 must [be] submitted on paper."

10 7. On or about April 14, 2019, Respondent published a post on the "Sitka Chatters"
11 Facebook page in response to the shareholder's post. Respondent's post stated: "All votes for
12 [the Owner Slate] must [be] submitted on paper' is a false statement."

13 8. Respondent did not file his Facebook post with the Administrator concurrently with
14 its distribution to shareholders.

15 9. Respondent did not file with the Administrator a dated, written proxy statement
16 containing the disclosures required under 3 AAC 08.355.

17 **II. CONCLUSIONS OF LAW**

18 1. Respondent is subject to the filing requirements of AS 45.55.139 because he is a
19 shareholder of SAI and SAI is subject to the filing requirements.

20 2. The Facebook post published by Respondent is a "proxy statement" as defined in
21 AAC 08.365(14) because it is a communication that was made available to shareholders under
22 circumstances reasonably calculated to result in the procurement, withholding, or revocation of
23 a proxy.

24 3. Respondent violated 3 AAC 08.307 by failing to file his proxy solicitation

1 concurrently with the Administrator when he distributed it to shareholders.

2 4. Respondent violated 3 AAC 08.355 by failing to file with the Administrator
3 required disclosures relating to proxy solicitation.

4 5. Respondent is subject to a civil penalty pursuant to AS 45.55.920(c) because he
5 violated 3 AAC 08.307 and 3 AAC 08.355.

6 **III. ORDER**

7 Pursuant to AS 45.55.920, and on the basis of the Findings of Fact and Conclusions of
8 Law, the Administrator ORDERS Respondent to:

9 1. CEASE AND DESIST from violating the ANCSA Corporations Proxy Solicitations
10 Act.

11 2. Comply with all provisions of the ANCSA Corporations Proxy Solicitations Act and
12 associated regulations.

13 3. Pay a civil penalty in the amount one thousand dollars (\$1,000), with one thousand
14 dollars (\$1,000) suspended for a period of five years from the date of this order. If Respondent
15 commits any violation of the ANCSA Corporations Proxy Solicitations Act during this period,
16 the suspended portion of the civil penalty will be immediately due.

17 This Order is a publicly disclosable document.

18 **IT IS SO ORDERED.**

19 Julie Anderson, Commissioner
20 Department of Commerce, Community and
Economic Development

21 DATED: 7/19/2019

/s/ Patrice Walsh
22 BY: Patrice Walsh, Director
23 Division of Banking and Securities
24

1 **Consent to Entry of Order**

2 I, Kenneth Cameron, state that I have read the foregoing Order, that I am aware of the
3 right to a hearing and appeal in this matter and have waived the same.

4 I admit to the jurisdiction of the Department of Commerce, Community and
5 Economic Development, Division of Banking and Securities (“Department”) and further
6 consent to entry of this Order by the Department as settlement of the issues contained in this
7 Order. I admit to violation of the ANCSA Corporations Proxy Solicitations Act.

8 I understand that the Department reserves the right to take further actions to enforce
9 this Order or to take appropriate action upon discovery of other violations of the ANCSA
10 Corporations Proxy Solicitations Act, and that I will fully comply with the terms and
11 conditions of this Order, the ANCSA Corporations Proxy Solicitations Act and associated
12 regulations.

13 I enter into this Order voluntarily and understand that this Order is a public document.

14 7/15/19
15 Date

/s/ Kenneth Cameron
Kenneth Cameron

16 SUBSCRIBED AND SWORN TO before me this 15 day of July, 2019 at
17 Sitka, AK.

18
19 /s/ Kori F. Lindstrom
Notary Public in and for Alaska

20 Kori F. Lindstrom
21 Notary Printed Name
22 My commission expires: 5/1/2022

23 Contact Person:
Adam Marks
24 Financial Examiner
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