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

		ORDER NO. 18-125-S
IN THE MATTER OF:		
		ORDER TO CEASE AND DESIST
ELLA BENNETT) IMPOSING CIVIL PENALTIES
) AND
) CONSENT TO ORDER
)
)
	Respondent.)
)

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 Ella Bennett ("Respondent"), and has determined that Respondent violated certain provisions of the Alaska Securities Act, Alaska Statute (AS) 45.55 *et seq*.

Respondent agrees that the Administrator has jurisdiction over Respondent and these matters pursuant to the Alaska Securities 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 her right to appeal under AS 45.55.920(d).

I. FINDINGS OF FACT

- 1. Respondent is a shareholder of Kootznoowoo, Incorporated (KI).
- 2. KI is organized pursuant to the Alaska Native Claims Settlement Act (ANCSA), 43 U.S.C. 1601 *et seq*.

- 4. Respondent was previously employed by the Tlingit & Haida Community Council Indian Tribes of Alaska (THCCITA). Her employment with THCCITA ended in November of 2017.
- 5. On or about February 22, 2018 Respondent submitted a "Director and Independent Nominee Questionnaire" ("Questionnaire") to KI in order to run for KI's Board of Directors. In the Questionnaire, Respondent stated that she had been employed by THCCITA from 2016 to 2017.
- 6. On or about April 1, 2018, KI submitted to Respondent, for her review and approval, a draft of "information and personal statements" regarding Respondent that KI planned to send to shareholders before KI's annual meeting. The draft stated that Respondent had been employed by THCCITA from "2015 to Present." Respondent handwrote professional accomplishments she desired KI to include in the materials to be sent to shareholders, but Respondent made no edits to her dates of employment with THCCITA.
- 7. On April 16, 2018, KI filed its proxy materials with the Administrator. The proxy statement for Respondent stated that the Respondent had been employed by THCCITA from "2015 to Present."

II. CONCLUSIONS OF LAW

- Respondent is subject to the filing requirements of AS 45.55.139 because she is a shareholder of KI and KI is subject to the filing requirements.
- 2. The document filed with the Administrator on April 16, 2018 is a "proxy statement" as defined in 3 AAC 08.365(14) because it is a communication that was made available to shareholders under circumstances reasonably calculated to result in the procurement,

withholding, or revocation of a proxy.

- 3. Respondent violated 3 AAC 08.315(a) by materially misrepresenting that she was a current employee of THCCITA when, in fact, her employment with THCCITA ended in November of 2017.
- 4. Respondent is subject to a civil penalty pursuant to AS 45.55.920(c) because she violated 3 AAC 08.315(a).

III. ORDER

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

- 1. Respondent to CEASE AND DESIST from violating the Alaska Securities Act.
- 2. Respondent to comply with all provisions of the Alaska Securities Act and associated regulations.
- 3. Respondent to pay a civil penalty in the amount five hundred dollars (\$500), with five hundred dollars (\$500) suspended for a period of five years. If Respondent commits any violation of the Alaska Securities Act during this period, the suspended portion of the civil penalty will be immediately due.
- This Order is a publicly disclosable document.

IT IS SO ORDERED.

	Mike Navarre, Commissioner Department of Commerce, Community and Economic Development
DATED: 6-18-2018	/s/ Patrice Walsh
	BY: Patrice Walsh, Acting Director Division of Banking and Securities

Ella Bennett Consent Order

STATE OF ALASKA DEPARTMENT OF COMMERCE, COMMUNITY, AND ECONOMIC DEVELOPMENT DIVISION OF BANKING AND SECURITIES 550 WEST SEVENTH AVENUE, SUITE 1850 ANCHORAGE, ALASKA 99501

Consent to Entry of Order

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

I admit to the jurisdiction of the Department of Commerce, Community and Economic Development, Division of Banking and Securities ("Department") and further consent to entry of this Order by the Department as settlement of the issues contained in this Order. I admit to violation of the Alaska Securities Act.

I understand that the Department reserves the right to take further actions to enforce this Order or to take appropriate action upon discovery of other violations of the Alaska Securities Act, and that I will fully comply with the terms and conditions of this Order, the Alaska Securities Act and associated regulations.

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

6-14-2018	/s/ Ella Bennett
Date	Ella Bennett

/s/ Shyla Germain
Notary Public in and for Alaska

Shyla Germain
Notary Printed Name
My commission expires: 7/12/2020

Contact Person:
Adam Marks
Financial Exami

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