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 Darren Cleveland (“Respondent”), and has determined that Respondent violated certain provisions of the Alaska Securities Act, Alaska Statute (AS) 45.55 et seq.

I. FINDINGS OF FACT

1. Respondent is a shareholder of Qanirtuuq, Inc. (“QI”).

2. QI is organized pursuant to the Alaska Native Claims Settlement Act (“ANCSA”), 43 U.S.C. 1601 et seq.

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

4. On or about May 16, 2016, Respondent posted notice of his candidacy for the QI Board of Directors as well as a proxy solicitation on his Facebook page.

5. Respondent did not file his disclosures or proxy materials with the Administrator when he posted them on his Facebook page.
6. On May 26, 2016, Respondent filed disclosures and proxy solicitations with the Administrator for the first time. Respondent was initially unfamiliar with the regulations governing proxy solicitations, but is now cooperating with the Administrator in complying with them.

II. CONCLUSIONS OF LAW

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

2. Respondent violated AS 45.55.139 and 3 AAC 08.312 by posting material relating to proxy solicitation on his Facebook page without also filing those materials with the Administrator.

3. Respondent violated 3 AAC 08.355 by failing to file disclosures with the Administrator.

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 comply with all provisions of the Alaska Securities Act, including associated regulations.

2. The proxies solicited by Respondent before May 26, 2016 for QI’s June 4, 2016 meeting are void, but may be counted for quorum purposes.

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This Order is a publicly disclosable document.

IT IS SO ORDERED.

Chris Hladick, Commissioner
Department of Commerce, Community and
Economic Development

DATED: June 2, 2016

/s/ Kevin Anselm
BY: Kevin Anselm, Director
Division of Banking and Securities

Consent to Entry of Order

I, Darren Cleveland, 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.

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

June 1, 2016                                 /s/ Darren Cleveland
Date                                    Darren Cleveland

SUBSCRIBED AND SWORN TO before me this 1st day of June, 2016 at
Anchorage , Alaska.

/s/ Karen Oberman
Notary Public in and for Alaska

Karen Oberman
Notary Printed Name
My commission expires: 1-17-17

Contact Person:
Leif Haugen
Securities Examiner
(907) 269-8144