Dear member of the Tanana-Yukon Historical Society (TYHS),

The TYHS Board of Directors have approved an amendment of the bylaws to add a dissolution clause that would govern how any remaining assets of the organization would be dispersed in the event TYHS ceases to exist. A dissolution clause in the bylaws is also necessary to comply with Internal Revenue Service guidelines for a nonprofit 501(c)(3) tax exemption, and the application for a State of Alaska gaming permit required to sell non-profit fundraising raffle tickets.

A little background:

For more than two decades, the TYHS held a quilt raffle every year, generating continuing interest in the TYHS and a very small amount of income. For lack of donated items to raffle, the last raffle was conducted in 2010 and – with no income - the State gaming permit was allowed to expire. There is now a desire to reacquire a permit and start raffling again. In order to do that, the bylaws must contain a dissolution clause.

Membership approval of the Board's recommended bylaw amendment is required to complete the amendment process. During the TYHS Annual Meeting now scheduled for December 12, 2026, you will be asked to approve or deny the amendment as described below. This notice is being sent to you more than the required twenty (20) days before voting, as described in Article IX of the TYHS bylaws.

Proposed ARTICLE X

Section 1. Upon termination or dissolution of the Tanana-Yukon Historical Society, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to that of the Tanana-Yukon Historical Society.

Section 2. These assets may include, but are not limited to, the distributable amounts of the Tanana-Yukon Historical Society Agency Endowment and Donor Endowment Funds held by the Alaska Community Foundation; other investments; and net proceeds from charitable gaming.

Section 3. The organization(s) to receive the assets of the Tanana-Yukon Historical Society hereunder shall be selected by the discretion of a majority of the managing body of the Tanana-Yukon Historical Society and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Tanana-Yukon Historical Society by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be

distributed, giving preference if practicable to organizations located within the State of Alaska.

Section 4. In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Alaska to be added to the general fund.

Section 5. Upon dissolution of the organization, any remaining net proceeds from gaming activity under AS 05.15 will be distributed to one or more existing permittees in accordance with 15 AAC 160.020(a)(5).