

STORYKNIFE

THE VOICE OF THE REGION

Yaarnin



Calista Corporation Number Eight for Alaska's Top 49ers
(Story on page 3)

ANNUAL MEETING

THE VOICE OF THE SHAREHOLDERS

More than 5,800 Shareholders voted by proxy and more than 400 people are estimated to have attended the first Annual Meeting in Bethel in 31 years. Shareholders voted on the election of three Board Directors, three binding resolutions and three advisory resolutions. A total of 55 percent, or 694,982 votes, of all outstanding shares were cast for this meeting.

Within each unit, the Director receiving the most number of votes cast is the elected director. Directors serve three-year terms. The elected Directors are as follows:

- George Guy was reelected for Administrative Unit 4
- Johnny Evan was newly-elected for Unit 5
- Reelected for Unit 6 is John Angaiak

There were three binding resolutions for consideration by Shareholders. A binding resolution requires a vote in favor by a majority of all outstanding shares or 629,669 votes in favor, and not just a majority of the votes that are cast. The results are as follows:

- **Failed:** Amend the Calista Corporation Bylaws to Provide Board of Director Term Limits (348,383 in favor; 171,668 opposed)

(Continued on page 4)



Shareholders and Descendants attend the Annual Meeting in Bethel. Photo courtesy Donna Bach.



CALISTA CORPORATION
www.calistacorp.com

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Revuez votre profil

Talent Bank



BOARD MESSAGE

Willie Kasayulie, Board Chairman

We are connected to each other through culture, family and our corporation, but with many miles separating us, at times we can feel disconnected. The Annual Meeting is our opportunity to strengthen ties to each other and our corporation. Voting gives you a voice and we use the results to gauge the direction Shareholders would like to see the company head. It is also a chance for us to welcome new leadership.

The Board would like to welcome the new Director for Unit 5, Johnny Evan. Originally from Tuntutuliak, Johnny lives in Napaskiak and has received numerous medals for his military service and has several years of experience in business.

Quyana to William Igkurak for your years of service on the Calista Board of Directors.

At this year's Annual Meeting, perhaps the most significant result is the vote concerning Descendant enrollment. While the Shareholders present in person or by proxy clearly favored the resolution,

it garnered less than 30 percent support of the outstanding shares. We will be carefully analyzing the matter because it will take considerable human and monetary resources to move it to a final binding vote. If we decide to put the measure on next year's Annual Meeting ballot, it will require more than 50 percent support of the outstanding shares to pass. Until the next Annual Meeting, Calista staff will provide the Board with an analysis of the process of Descendant enrollment so that we can make a full and informed decision. Our decision will be communicated with Shareholders in the coming months.

With another successful Annual Meeting behind us, we will move forward focusing on strengthening our corporation.



PRESIDENT'S MESSAGE

Andrew Guy, President & CEO

As we take time to reflect on this year's Annual Meeting, we are reminded about its important purpose. When we gather as Shareholders, Descendants and corporation leaders, we are able to discuss issues important to our personal lives and within our Region. There are many challenges our Region is facing, the high cost of living, subsistence resources, limited infrastructure and affordable health care, to name a few. While many of our struggles are unique to life in rural Alaska, we cannot forget other Regions face many of these same obstacles.

The Annual Meeting is our chance to tackle these issues head on as a corporation but once a year we also get together with the greater Alaska Native community to address issues we all face. The Alaska Federation of Natives (AFN) Convention is the largest and most important gathering in the Alaska Native community.

It's our chance to prominently display our rich culture, as well as address timely topics facing our people. While many of the same topics are addressed annually, each year, we face a new set of challenges. This year, big changes are on the horizon for health care coverage. When the Affordable Care Act goes into effect Jan. 1, 2014, it will bring changes to Alaska Native peoples and business owners. The law requires individuals to have health insurance or pay a tax penalty, but there is an Alaska Native/American

"The Annual Meeting is our opportunity to discuss the issues facing our Region, the AFN Convention is our chance to talk about statewide issues."

Indian exemption. Look for more information on this issue on our corporate website and Facebook page.

Additionally, this year we are putting a heavy emphasis on voting in state and national elections. It is important we stand up as an Alaska Native community and communicate to our congressional delegation and state leadership what is important to us. By voting for candidates who understand our struggles and have our interests at heart, we are helping secure a better future for Alaska Natives.

Coming together and opening the lines of communication as a Region and a community, allows us to strengthen our voice.



CALISTA CORPORATION NUMBER EIGHT FOR ALASKA'S TOP 49ERS

Calista moved up two spots from last year to secure the number eight position for Alaska's Top 49ers for 2012. Alaska Business Monthly magazine and the Alaska State Chamber of Commerce rate Alaska businesses based on gross revenue for 2012. Calista's 2012 gross revenue was \$404,231,000.

In 2012, Calista had the highest percentage of growth among all regional Alaska Native corporations. The corporation had the second highest percentage among all Alaska Native corporations.

Also in the issue, Calista President & CEO Andrew Guy was one of six CEOs featured as an Alaska Native business leader. In his interview, Andrew discusses Calista's success and how it benefits the Region's Shareholders and Descendants.



Calista CEO Andrew Guy poses with Alaska Business Monthly Vice President of Sales Charles Bell.

EMPLOYEE FEATURE: INTERN TO EMPLOYEE

CHARLOTTE PHILLIPS

Even with a college degree in your hand, finding a job right after graduation can be a tough task. For many of Calista's Shareholders and Descendants, an internship is a foot in the door for a job opportunity.

Charlotte Phillips spent her summer interning at Chiulista Services Inc., with Carla McConnell and Amanda Hoffman. The internship taught her a number of new job skills and helped sharpen her abilities.

"It helped me out a lot," said Charlotte. "It made me into the outgoing, fun person I am at work today."

The internship taught her professionalism and communication. During her internship she spent quite a bit of time communicating via email and by phone. Her talents and experience helped her land a job at Calista.

"I applied for the receptionist position here at the main office, got a call back the following day and was scheduled for an interview. My internship ended and it was perfect timing."

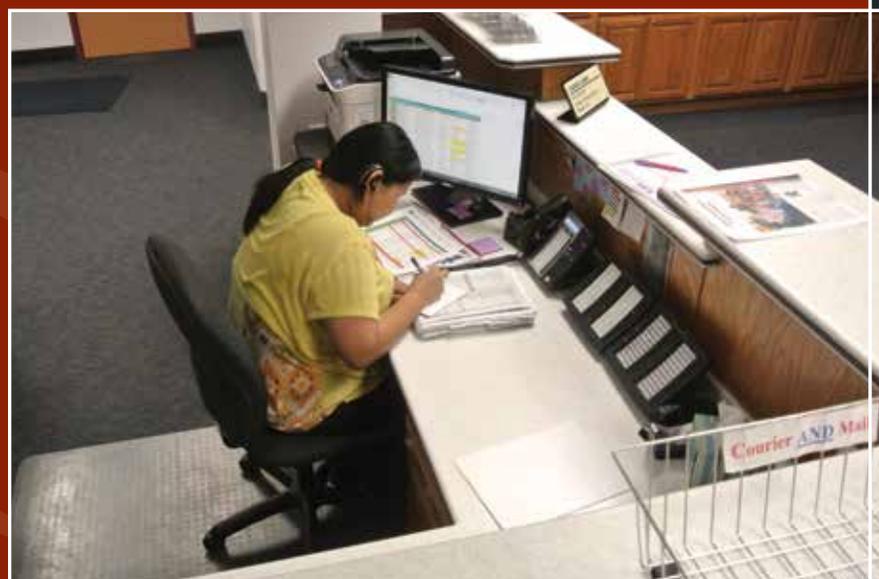
Charlotte is now one of the friendly faces you meet when you walk in the door at Calista Corporate Headquarters. It's a job she loves.

*"I love helping people,
I like to interact with everyone.
This job fits my personality."*

Charlotte credits her new position to the opportunities Calista provides Shareholders and Descendants. "Great company, great people and people who are willing to go above and beyond for your education."



*"Everything fell into place,
leaving me with a full-time
job with Calista."*



Charlotte hard at work at the front desk.

2013 ANNUAL MEETING of Shareholders



Calista Corporation has held 38 annual meetings in 29 Region communities since 1974.

Photos top to bottom, left to right: Board Members are sworn in. The Annual Meeting was a packed house at Bethel's gym. Nelson Angapak, distinguished Shareholder of the year, expresses thanks. Shareholders wait in line to register. Annual Meeting is a time for friends to catch up. Shareholder Award honorees Nelson Angapak, Peter Twitchell, Louise Leonard, ArXotica (represented by co-founder Cika Sparck) and Anna Quyarr Alexie (represented by granddaughter Helen Chimegalrea-Smith).

SEPTEMBER 28 AYAPRUN ELEMENTARY

Bethel, Alaska

ANNUAL MEETING

(Continued from cover)

- **Failed:** Amend the Calista Corporation Bylaws to Prohibit Board Member Employment in Calista Corporation or Subsidiaries (421,355 in favor; 131,871 opposed)
- **Failed:** Remove Calista Corporation Board of Director Member Arthur S. Heckman, Sr. (349,525 in favor; 165,180 opposed)

Additionally, there were three advisory resolutions. Advisory resolutions are non-binding but provide input to the Board of Directors from voting Shareholders. The advisory resolutions and results are as follows:

- Amend the Calista Corporation Bylaws to Timely Release of Annual Meeting Minutes (424,785 in favor; 124,972 opposed)
- Amend the Calista Corporation Election Policies and Procedures to Change Shareholder Resolution Requirements (272,395 in favor; 267,187 opposed)
- Amend the Calista Corporation Articles of Incorporation to Issue Certain Classes of Post-ANCSA Shares of Stock (372,702 in favor; 144,944 opposed)

2013 CALISTA CORPORATION SHAREHOLDER AWARDS

During the Annual Meeting we took time to recognize Shareholders making a difference in our communities.

Axel C. Johnson Distinguished Shareholder:
Nelson Angapak

Whether it's fighting for subsistence rights or researching land claims, for decades Nelson has been fighting for Alaska Native rights. He has worked with Calista Corporation and the Alaska Federation of Natives (AFN) to actively champion numerous efforts. On June 1, 2013 Nelson retired from AFN.

Calista Elder of the Year:

Anna "Quayarr" Alexie

Blessing the Region since her birth 98 years ago, Anna has been an avid subsistence gatherer in all seasons, known for her skills creating traditional Yup'ik regalia. Fluent in both Yup'ik and English, and partnering with her late husband, a lay pastor, she broke barriers and built bridges. A former teacher, one of her past students was Nelson Angapak.

Calista Culture Bearer:

Louise Matchian Leonard

Louise held on to her Cup'ik traditions and values through missionary schools and nursing college. She has served as a translator and worked at summer camps for at-risk youth, teaching traditional activities.

Calista Youth/Educator of the Year:

Peter Twitchell

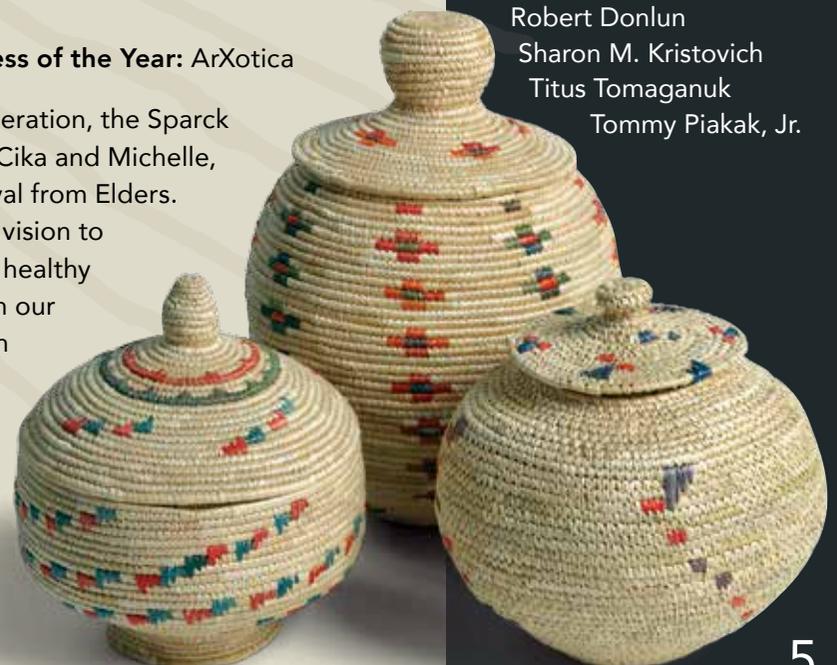
Peter has shown tremendous passion and belief as a counselor in substance abuse and anger management programs. He has worked for the Tundra Center, Orutsaramiut Native Council, and currently for the Yukon Kuskokwim Correctional Center under contract with Akeela.

Calista Business of the Year: ArXotica

Prior to full operation, the Sparck triplets, Amy, Cika and Michelle, sought approval from Elders. They shared a vision to create steady, healthy employment in our region through sustainable business practices.

PROXY PRIZE WINNERS

Adam John Nicolai
Adriane Nicole Walas
Agatha Ann Tinker
Alexie Alfred Alexie
Alice D. Moncher
Amelia Filey
Amy Agnes Vaska
Annie Andrew
Cyril Hunt
Daniel Phillip George
Danny Fredericks
David J. Friday
Debra Vickroy
Eleanor Rosalie Simon
Elsie Tommy
Emma E. Nicolai
Ernest James Evon
Esther Lois Venes
Evon Alexie Wassilie
Florence Mary Peter
Frank Henry Sumi
Frank Pete One
James Wayne Moses
Janice Marie Curliss
Jeanie A. Mellick
Jimmy Steven Tony
Johnny I. Owens
Joseph B. Merritt
Josephine Heckman
custodian for Luke
Joseph Heckman
Josephine Lena John
Katherine Passamika
Lucy Sipary
Martina S. Pitka
Marvin D. Lewis
Mary Jo Turner
Michael Albert Murphy
Michael Chris Nerby
Natalia Lucy Wallace
Nellie Night
Peter Panruk
Richard H. Romer
Robert Donlun
Sharon M. Kristovich
Titus Tomaganuk
Tommy Piakak, Jr.



BETHEL YOUTH “GET SCHOOLED” IN EDUCATION

In August, the students at Bethel Regional High School (BRHS) scored a new principal for a day and it wasn't your average sized educator. NBA superstar James Harden, an athlete for the Houston Rockets, visited the school as a reward for the students winning a nationwide education competition.

The nonprofit organization, Get Schooled, held a 14-week contest challenging students across the country to apply for student aid. BRHS students took the challenge and ran with it; more than 60 percent of the 2013 senior class completed financial aid applications, well above the national average of 40 percent.

It's an amazing achievement for a school that once struggled with a high dropout rate. Students and teachers have come together to put an emphasis on education. Bethel's four-year graduation rate is up to more than 65 percent and its five-year graduation rate is more than 70 percent.

On Friday, August 30 the students were rewarded for their dedication and commitment. NBA player James Harden played principal for the day plus there were some bonus students in the halls - MTV host Sway, rapper Kendrick Lamar and Taco Bell CEO Gred Creed also paid a visit to the town.

Having celebrity sightings in the halls is a memorable moment for the students, but the long-term benefits of their achievement will stick with them forever. The atmosphere at BRHS is now one



NBA star James Harden and rapper Kendrick Lamar visited Bethel in August. Photo courtesy of Get Schooled.

where students are committed to education. There's positive encouragement to head to college or receive training at a trade school. And there are plenty of resources to help make their education dreams become a reality. Calista Shareholder and Descendant students are eligible for Calista Heritage Foundation scholarships. Since 1994, more than \$3.3 million in scholarships have been awarded, benefiting more than 1,500 students.

The next deadline for applying for a Calista Heritage Foundation Scholarship is January 15, 2014. Apply online at calistaheritage.org

BREAKING GROUND: CALISTA ACQUIRES LEADING REMOTE HEAVY CONSTRUCTION COMPANY



It's a perfect partnership, a top-earning Native Corporation and an innovative construction company. Recently, Calista Corporation acquired STG Incorporated as its newest subsidiary.

STG Incorporated has a solid reputation for completing complex projects in some of the most remote locations in Alaska. The company is responsible for 80 percent of the utility-scale wind projects currently in operation across the state, including crane support for the Fire Island Wind project near Anchorage. For years, STG has been the premier pile foundations contractor for Western and Interior Alaska. The company also completed the 34-site tower and control buildings for DeltaNet Project for United Utilities, Inc.

"When we first founded the company in Kotzebue, known then as St. George Construction, our focus was operating as true Alaskans – with honesty, hard work and solutions to any challenge," said STG President Jim St. George.

The acquisition includes Alaska Crane, Ltd., Terra Foundations, Inc. and Gambell Properties, LLC. The company provides crane equipment and operators for practically any sized project; the equipment includes the largest crane in Alaska.

"STG stands out in Alaska as a proven company with dedicated employees, led by Jim and Sandy St. George," said Calista Corporation President/CEO Andrew Guy. "We continue to strengthen and grow with complementary acquisitions. That is one of our key obligations to our Shareholders."

"Our team is excited to join Calista's operations. We are tasked with continuing our strong Alaska Native hire rates while positively contributing to Calista's revenues," said St. George.

The STG companies will join Calista Corporation and its 30-plus other subsidiaries.





VILLAGE PROFILE: EEK

Eek was originally established along the Apokok River but continuous flooding and erosion forced the community to abandon the village in the 1930's and move to its new location. Eek now lies along the bank of the Eek River, 12 miles from the Kuskokwim River and 35 miles south of Bethel. A post office was built in 1949 and the city was incorporated in 1970.

This second class city is home to 339 people, according to the most recent census taken in 2012. Subsistence is very important to the people of Eek. For the Yup'ik Eskimos living in the community, salmon is often the primary source of food; all five species of salmon are found in the Eek River. Additional subsistence opportunities are available for wild game and vegetation. The community sees plenty of rain, annual precipitation is around 20 inches. Summer temperatures are mild, ranging between 40 °F to 60 °F. During the winter temperatures drop to between 6 °F to 25 °F and an average of 43 inches of snowfalls touches down in the community.

With its many months of winter, residents' main forms of transportation are snowmachine, and ATV, plane, boat and skiff, when weather allows. During the winter, trails from Eek run to Quinhaghak to the south, Tuntutuliak to the west and the Bethel area to the north. Eek hosts a year-round airport that is maintained by the Alaska Department of Transportation. During the summer months, barges bring in supplies.

Limited access and infrastructure create a need for energy solutions in Eek and many of the surrounding villages, but there is a movement in the Region to find renewable forms of energy. In 2012, the state of Alaska, with the support of Calista Corporation completed work on a wind system in Kongiganak, a village to the southwest of Eek. While there are no projects planned for Eek yet, Calista continues to advocate for developing all over the Region in an effort to help Shareholders and Descendants.



LEADERS FROM THE REGION: BETHEL REGIONAL HIGH SCHOOL STUDENTS

The students at Bethel Regional High School (BRHS) aren't afraid of competition or topics that are tough to talk about. The tragic issue of suicide is something that has touched the lives of almost everyone in rural Alaska. During the teen years, topics like drug and alcohol abuse, and suicide can be difficult to address but sometimes when the message comes from your peers it's easier to talk about.

This year, students at BRHS decided to take a stand against suicide in their community and make a commitment to saving their friends and family. Using a combination of creativity and technology they produced two award-winning videos.

The Student Council took first and second place in the Student Suicide Prevention Media Contest sponsored by Alaska Association of Student Governments, the Alaska Native Tribal Health Consortium and GCI.

The first place video titled "Be There For Others" showcases the weight that bullying can carry. Mean spirited students tease a classmate and with each insult the classmate is burdened with more weight. The finale of the video features a caring student helping to take some of the weight away with his kind words.

The second place video was filmed in the gym and is a powerful message about students coming together as a group to fight suicide. The video took some intricate planning, the students used their bodies to form the words "Stand" and then "Up."

Their entries became public service announcements airing around the state. Thanks to the contestants, their message of hope now extends far beyond the Calista Region.

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UPDATE YOUR

Talent Bank Profile

Calista Corporation is dedicated to helping Shareholders and Descendants find drug-and-alcohol free work environments. To help fulfill this mission Calista keeps applications from Shareholders and Descendants on file. When businesses and organizations notify Calista about job openings, the corporation human resources staff will review the applications in the Talent Bank and notify qualified candidates. With the candidate's approval, Calista will then forward resumes and applications to prospective employers.

If you are a Shareholder of the Calista Corporation or are a lineal Descendant, we strongly encourage you fill out or update your Talent Bank application. If you are applying for a specific position with Calista Corporation or one of our subsidiary companies, you will also need to fill out a Calista Corporation application. You only need to fill out the application once; it can be used for any future job opportunities with Calista or our subsidiaries that you may be interested in.

We are proud to be able to provide employment opportunities for people from our Region.

To fill out an application for the talent bank visit at www.calistacorp.com



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PERSONAL DATA

Shareholder Name _____

New Mailing Address _____

Phone (____) _____ SSN _____

Birth Date _____

Would you like Calista to send you new Will forms? Yes No

Calista Shares _____

Village Corporation Shares _____

Please change my address as I have indicated above. I understand that you cannot make address changes without my permission and signature, which I hereby give of my own free will and without constraint. I further authorize Calista and its subsidiaries to share this information.

Shareholder Signature _____

Date _____

Signature of Witness 1 _____

Signature of Witness 2 _____

(Two witnesses are required if Shareholder signs with an "X.")

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