



CALISTA CORPORATION  
www.calistacorp.com

# STORYKNIFE

THE VOICE OF THE REGION

*Yaarnin*



MAY/JUNE 2019 • CALISTA CORPORATION NEWSLETTER



## CEC SCHOLARSHIP DEADLINE

Next Fall Semester Scholarship Deadline is June 30!

**Apply Today!** The Calista Education and Culture scholarship program awards scholarships twice a year. The Fall 2019 semester Application deadline is June 30. (Official Transcripts also due by June 30.)

## DONLIN RECLAMATION PLAN

FIVE-YEAR RENEWAL PROCESS PROVIDES OPPORTUNITY FOR REGULAR INPUT FROM REGION

Earlier this year, the State of Alaska approved a reclamation and closure plan for the proposed Donlin Gold project. As landowners, Calista Corporation and The Kuskokwim Corporation (TKC) participated in the public process for the 568-page plan and will provide active oversight throughout the life cycle of the project.

Calista Vice President of Lands and Natural Resources Rosie Barr grew up hunting and fishing in communities near the Red Dog Mine, and later became NANA's Vice President of Lands. She still subsists in her home area, providing traditional food for her family.

CONTINUES ON PAGE 4

### ONLINE VOTING ON THE RISE



## UPTICK IN ONLINE PROXY VOTING

### EIGHT IN 10 NEW SHAREHOLDERS HAVE EMAIL

Calista Shareholders are changing the way they choose to vote. Calista's Annual Meeting of Shareholders has seen growth in online proxy voting since enrollment opened to Descendants. Last year, 62 percent of proxy votes were cast online.

Online proxy voting began in **2014 with only 2.5 percent** of Shareholders voting online. It rose to **12 percent in 2015**, then **19 percent in 2016**, **24 percent in 2017**, and it was over **62 percent in 2018**.

Before Descendant Enrollment, Calista had 13,000 Shareholders in 2016. That number has more than doubled to over 29,000 Shareholders. Last year these new Shareholders made a strong showing in their first year of voting. Fifty six percent of all Calista Corporation shares entitled to vote were voted in 2018. This number is impressive, especially because thousands of new Shareholders voted for the first time.

A change in our Shareholder population means a change in how we get information to you.

As the number of Shareholders doubled in size, so did the number of voting Shareholders 18-39 years old. This new generation of Shareholders prefers digital communications. Eight in 10 new Shareholders have email.

You play a role in leading Calista in the direction that reflects the values of our younger population. As a new generation of Shareholders entering the corporation, we want to encourage you to actively participate. We value your voices, and we want you the Shareholder to make decisions through voting.

Voting by proxy even gives you a chance to win in the form of cash prizes. Make your voice heard, enter to win prizes, and stay informed to lead the direction of your corporation.

Whether you receive your proxy form via email or by mail, you can still vote online. On average, it only takes a Shareholder about four minutes to complete the voting process from beginning to end at CalistaVote.com.

**"A CHANGE IN OUR SHAREHOLDER POPULATION MEANS A CHANGE IN HOW WE GET INFORMATION TO YOU."**



Robert Beans, Board Chair

**“AS SHAREHOLDERS, THE MOST IMPORTANT THING WE MUST DO IS VOTE.”**

## BOARD MESSAGE: USE YOUR VOICE

Robert Beans, Board Chair

Rural communities survive by working together. Each person brings to the table a skill or knowledge to build the strength of the community. Cooperation builds community. The main conflict is not between one another, but a battle to survive the elements and provide for our families and those who depend on us.

As Shareholders, the most important thing we must do together is vote. Voting shows leadership, a willingness to learn the issues and stand by your choice for the best path forward. That vote can be for a leader who exemplifies your ideals so Calista can continue on its successful path. You, the Shareholder, take your corporation into your own hands when you voice your ideas for the future.

Not only do you work on your behalf when you vote, you work on behalf of our future leaders, the younger generation. A community thrives when it includes the Youth in its growth. Being an example for your community includes showing the Youth how things are done, and how they can get involved.

When you receive your voting PIN via email or in the mail on the blue proxy form, log in to CalistaVote.com to make your voice heard. If too few Shareholders vote, the corporation will be forced to reschedule the meeting and that could cost over \$200,000. Reaching

quorum will allow the corporation to continue providing Shareholder benefits like donations, distributions and internships.

Each eligible voting Shareholder will be sent the materials to vote this year. The earlier you vote, the more chances you have to win prizes. You make your voice heard and have a chance to win. Overall, we all win when we all do our part.

In a rural community, we all know its future lies in our hands. No one knows our village more than we do. For a hometown to feel like home, we must do our part in making it a great place to live.



Andrew Guy, President and CEO

**“WITH 46 PERCENT OF VOTING SHAREHOLDERS 18-39 YEARS OLD, THE ONLINE PRESENCE OF A CORPORATION CONTINUES TO BECOME MORE AND MORE SEAMLESS—AND IMPORTANT—EVERY YEAR.”**

## PRESIDENT’S MESSAGE: STAY CONNECTED

Andrew Guy, President and CEO

46 percent of voting Shareholders are 18-39 years old. More than 7 in 10 Shareholders prefer to reach Calista by mobile device rather than a desktop computer. eight in 10 Shareholders have an email. Over 4,500 Shareholders currently have a MyCalista.com account, and nearly the same amount have opted-in to receive the Storyknife eNewsletter. The online presence of a corporation continues to become more and more seamless—and important—every year.

Calista reached a large segment of Shareholders through the Calista Connect Contest in March. The contest saw great results. Registrations to the MyCalista.com Shareholder portal grew from 88 new registrations in January and February, to 360 newly registered Shareholders in March. Calista saw four times as many Shareholders join MyCalista.com during the contest than the previous two months combined!

Another aspect of the Calista Connect Contest required Shareholders to opt-in to receive the Storyknife eNewsletter. One hundred twenty three Shareholders opted-in for the Storyknife eNewsletter in January and February, with a growth of 665 Shareholders signing up for the eNewsletter in March. Storyknife eNewsletter opt-ins grew by more than five times!

The MyCalista.com portal allows you to update your contact info, review your distributions history and confirm you have fast, efficient direct deposit for Calista distributions. The Storyknife eNewsletter keeps you connected to Calista with the latest news from your corporation. These two simple tools empower you as a Shareholder to stay in tune and grow alongside your corporation.

# LEADERS FROM THE REGION

## LISA JENKINS, CECI SCHOLARSHIP RECIPIENT

Three years ago, Lisa Jenkins from Atmautluak discovered her father had cancer. Lisa was only 16 years old, felt helpless and didn't know what to do. Inspired by her sister's career in nursing, Lisa wanted to do what she could for people in her village by studying to become a nurse.

"I was worried about having to ask my family for money, but the scholarship helped," Lisa says.

Lisa, a Calista Shareholder, is going to school at the University of Alaska Anchorage for a bachelor's degree in Nursing Science. Through Calista Education and Culture, Inc. (CECI), Calista Corporation's nonprofit arm, Lisa is receiving scholarships to support her higher education.

"If I didn't have the Calista scholarship, I'd probably have to take loans," says Lisa. "And I'm afraid to take loans."

Lisa hopes to graduate from the Nursing program in about four years. As a full-time student, Lisa takes 12 credits a semester. The CECI scholarship can be used for her tuition, books and fees. She applies each fall and spring semester. With a grade point average over 3.8, Lisa can receive up to \$1,250 for the semester.

"Last semester I had a 4.0 GPA. Since this time last year, it has pushed me more to do better," she says.

Lisa is living over 400 miles away from her home in Atmautluak—and sometimes may feel a bit overwhelmed with big city life—but she always seems to find a connection with fellow students "from the village."

"Having connections to other students through Native Student Services lets me know that I'm not doing this alone," Lisa says.

The community at school empowers her to share her own personal experience and learn from it.

"When my dad was first sick, they didn't really believe him," Lisa says. "He even had to wait a week to finally get checked up."

A week later, Lisa's dad went to Bethel for another appointment. That's when they discovered he had terminal cancer and medevaced him to Anchorage.

"I was broken after finding out my dad was terminal," she says. "This was a long drawn out process, and I know this might happen again. I can help change that."

Lisa is passionate to put her studies to practice not only for Alaska, but for our Region as well. Ultimately, she wants to be a traveling nurse in rural Alaska.

"That woke me up. I always knew I wanted to help people, but I didn't know how," says Lisa. "I just really love helping people, and I can't wait to do that."



Lisa Jenkins,  
CECI Scholarship Recipient

**"I WAS BROKEN AFTER FINDING OUT MY DAD WAS TERMINAL. THIS WAS A LONG DRAWN OUT PROCESS, AND I KNOW THIS MIGHT HAPPEN AGAIN. I CAN HELP CHANGE THAT."**

**— Lisa Jenkins, CECI Scholarship Recipient**

# DONLIN RECLAMATION PLAN

## FIVE-YEAR RENEWAL PROCESS PROVIDES OPPORTUNITY FOR REGULAR INPUT FROM REGION

During her career at NANA, Rosie worked with local communities on mine operations and protection of subsistence resources. She recently sat down with Storyknife to address frequently asked questions about Donlin's reclamation and closure plan.

### WHAT IS THE RECLAMATION AND CLOSURE PLAN FOR DONLIN?

It's a living document that assures Shareholders and residents of the Region that there is a plan and money in place for eventual closure of the mine.

The State of Alaska's rigorous permitting program requires a plan that describes how a mine will be closed and the land returned to stable condition after mining is finished, or if the mine needs to shut down prematurely. The plan includes financial bonding, such as a letter of credit, immediately available to the state in case of an unforeseen shutdown. These plans must be approved by the State of Alaska before a mine is built and are reviewed and updated at least every five years while it is operating.

Donlin Gold proposes the creation of a long-term investment fund similar to the Permanent Fund, except instead of providing dividend checks, it would pay for water management, treatment, and monitoring in perpetuity after mine closure. Calista supports Donlin Gold's proposal to invest the money in a trust fund so that we have assurance that this funding is dedicated to the mine's environmentally safe closure.

### WHY IS THE PLAN UPDATED EVERY FIVE YEARS?

This is a requirement of the State's rigorous system but in general, updating the plan is an opportunity to do better over time and adjust the plan to include new technologies and unexpected changes in site conditions. The mining industry makes continuous improvements to water treatment and management of waste rock. While Donlin is operating, we expect to learn more about the best methods for closure and gain more information on the local soil, vegetation, and the extent of our mineral resources.

Updating the plan also gives more opportunities for technical and financial analysis, and regulatory review, and it allows us to effectively respond to changes in our natural environment.

### WHAT ARE SOME IMPORTANT DETAILS IN THE PLAN?

First, reclamation will begin during mine operations, when Donlin Gold is ready to close specific sites such as waste rock storage areas. This allows us to evaluate aspects of the plan including the kinds of plants



Rosie Barr,  
Calista Vice President of Lands & Natural Resources

used for revegetation, and to reduce environmental impacts during mine operation.

Secondly, environmental monitoring will continue after closure. Donlin Gold is testing smelt right now to learn more about their life cycle, especially their spawning, but we'll learn more during operations, and mining and reclamation methods may change over time.

### WHY IS IT IMPORTANT TO HAVE A PLAN IN PLACE PRIOR TO THE MINE OPERATING?

Reclamation plans are needed before mining begins for the same reason that we need to plan before going on a hunting or boating trip. We are reminded by Elders and search and rescue groups to share travel plans with friends or family. Additionally, you need to calculate how much gas to take and pack extra food in case you get stuck in bad weather. If you don't think about these things until after you go, it's too late!

### ANYTHING ELSE SHAREHOLDERS SHOULD KNOW?

Kuskokwim River communities will be informed, engaged and given opportunities to provide input—including traditional knowledge—as the project moves forward. For example, advisory committees will be formed for residents to stay in the loop on environmental monitoring, barging and subsistence.

As landowners, both Calista and TKC will provide oversight during construction, mine operations, reclamation and closure. We will be watching for improvements in mining technology, reviewing results from environmental monitoring, and providing feedback to Donlin Gold and mine regulators. We want to ensure the mine operator, who is our partner, performs to the level that we require for the safety of the environment, subsistence and our Shareholders' lifestyle.



BEFORE RECLAMATION

AFTER RECLAMATION

# FULFILLING ITS PROMISE, DONLIN GOLD SEEKS SHAREHOLDER EMPLOYEES

Donlin Gold is actively recruiting Shareholders in the Calista Region interested in working at the project this summer and next year.

In April, Donlin Gold announced a new geotechnical field program starting in June and continuing through next July. Job openings are posted at [DonlinGold.com/careers](http://DonlinGold.com/careers).

The company estimates it will hire 100 workers to support the 2019-2020 geotechnical program, including mechanics, heavy equipment operators, laborers, drillers, drillers helpers, administrative assistants, environmental technicians, geologists, and warehouse personnel.

Careers with Donlin Gold give Shareholders the opportunity to balance well-paying jobs with a subsistence lifestyle. The work schedule is two weeks on, two weeks off, for some of the positions. Depending on the contractor, some positions are likely to entail different work schedules, such as 20 days on, 10 days off.

Donlin Gold prioritizes qualified Calista Corporation and The Kuskokwim Corporation (TKC) Shareholders, and their family members, for its job openings. Interviews have begun for positions needed to set up the field camp, others will begin soon. Donlin Gold says it or its contractors will gradually hire for more positions.

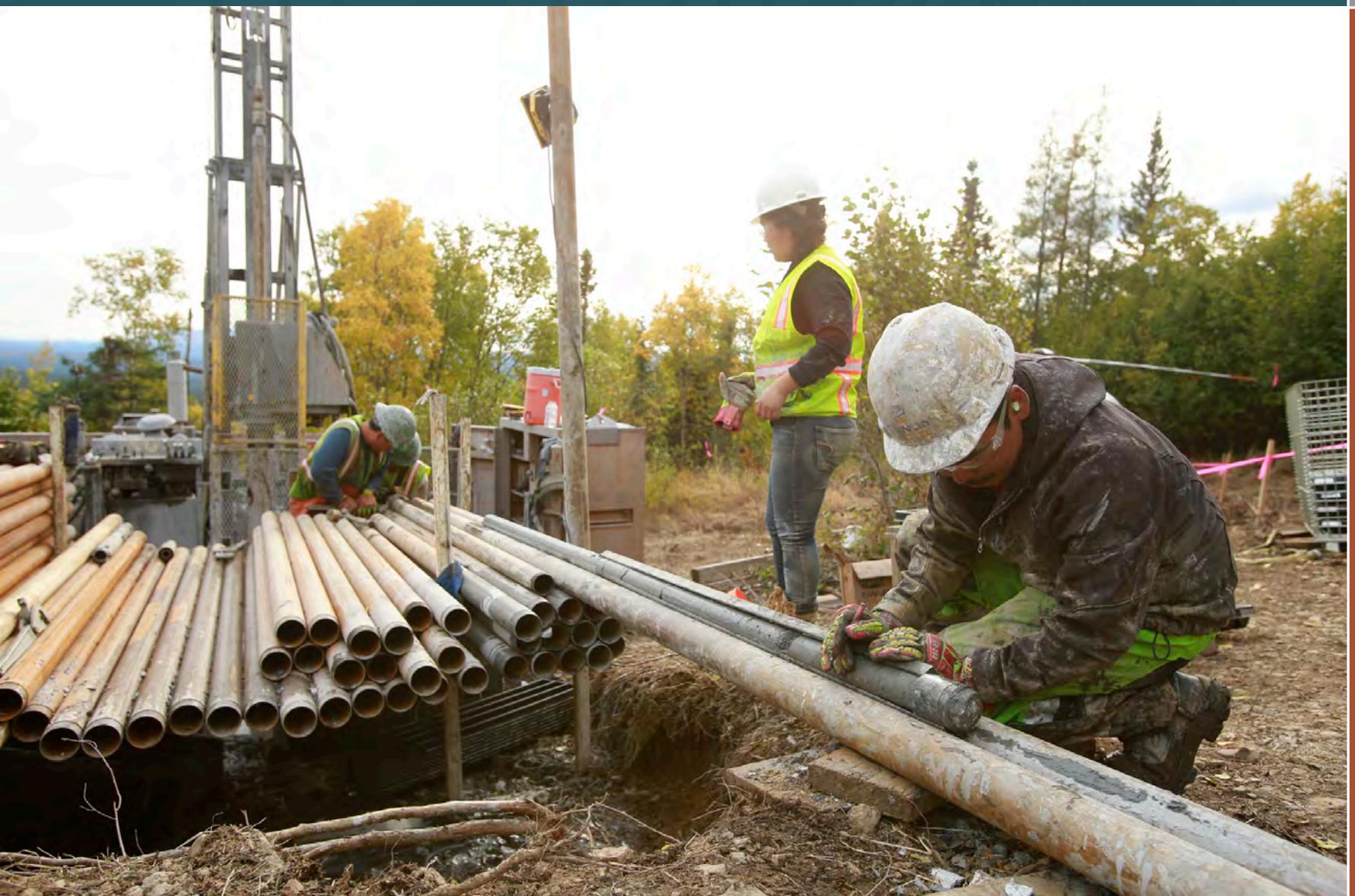
Donlin Gold has selected Boart Longyear as its geotechnical drilling contractor. Calista subsidiary Brice Civil Constructors is partnering

with Boart Longyear to provide shareholders who are drillers and drillers assistants for this effort.

Youth in the Region are encouraged to pursue education and training opportunities to qualify for positions at Donlin Gold, which enable them to work in the Region while maintaining a subsistence lifestyle.

Donlin, Calista, TKC and the Association of Village Council Presidents have developed resources for students and people interested in seeking career information. Programs at EXCEL Alaska are a great conduit for companies seeking to hire entry-level workers from the Region. EXCEL Alaska students learn employability skills and vocational skills which enabled several to be hired for this program, as well as Donlin Gold's past program in 2017. Yuut Elitnaurviat in Bethel also provides workforce training opportunities to Shareholders around the Region.

If you have questions about job openings, please contact Donlin Gold at 907-569-0458 or visit [DonlinGold.com/careers](http://DonlinGold.com/careers).



# VOTE ONLINE AT CALISTAVOTE.COM

- Calista Corporation's vote by proxy is now live for the 2019 Annual Meeting of Shareholders.
- If you vote by 5pm (Alaska Time) on June 7, 2019, you are eligible to win up to \$10,000.
- You will either receive your PIN in the mail, or by email if you signed up for electronic delivery.
- Your PIN and Annual Meeting Materials were sent out May 24.
- Your individual PIN to vote is printed on the back of the blue Proxy Voting Form.
- Go to CalistaVote.com to cast your online vote.
- Enter your PIN and last 4 digits of your Social Security Number to begin the voting process.
- Make your voice count at CalistaVote.com
- Video guide: <https://youtu.be/9gHJPWUu8cw>

VOTE ONLINE &  
WIN CASH  
*Prizes*



## 1ST PRIZE \$10,000

Online-only prize. Vote online at [www.CalistaVote.com](http://www.CalistaVote.com)  
We're giving away over **\$50,000** in total prizes.

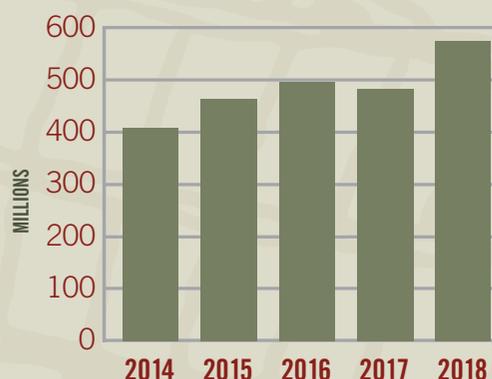
FIRST DEADLINE:  
**FRIDAY, JUNE 7 AT 5P.M.**



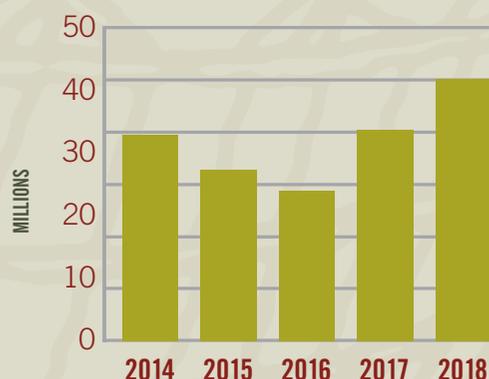
CALISTA CORPORATION  
[www.calistacorp.com](http://www.calistacorp.com)

**IN 2018, CALISTA CORPORATION EARNED OVER \$575 MILLION IN REVENUES AND ABOUT \$40 MILLION IN PRE-TAX INCOME. SHAREHOLDERS' EQUITY ALMOST \$300 MILLION.**

**REVENUES**



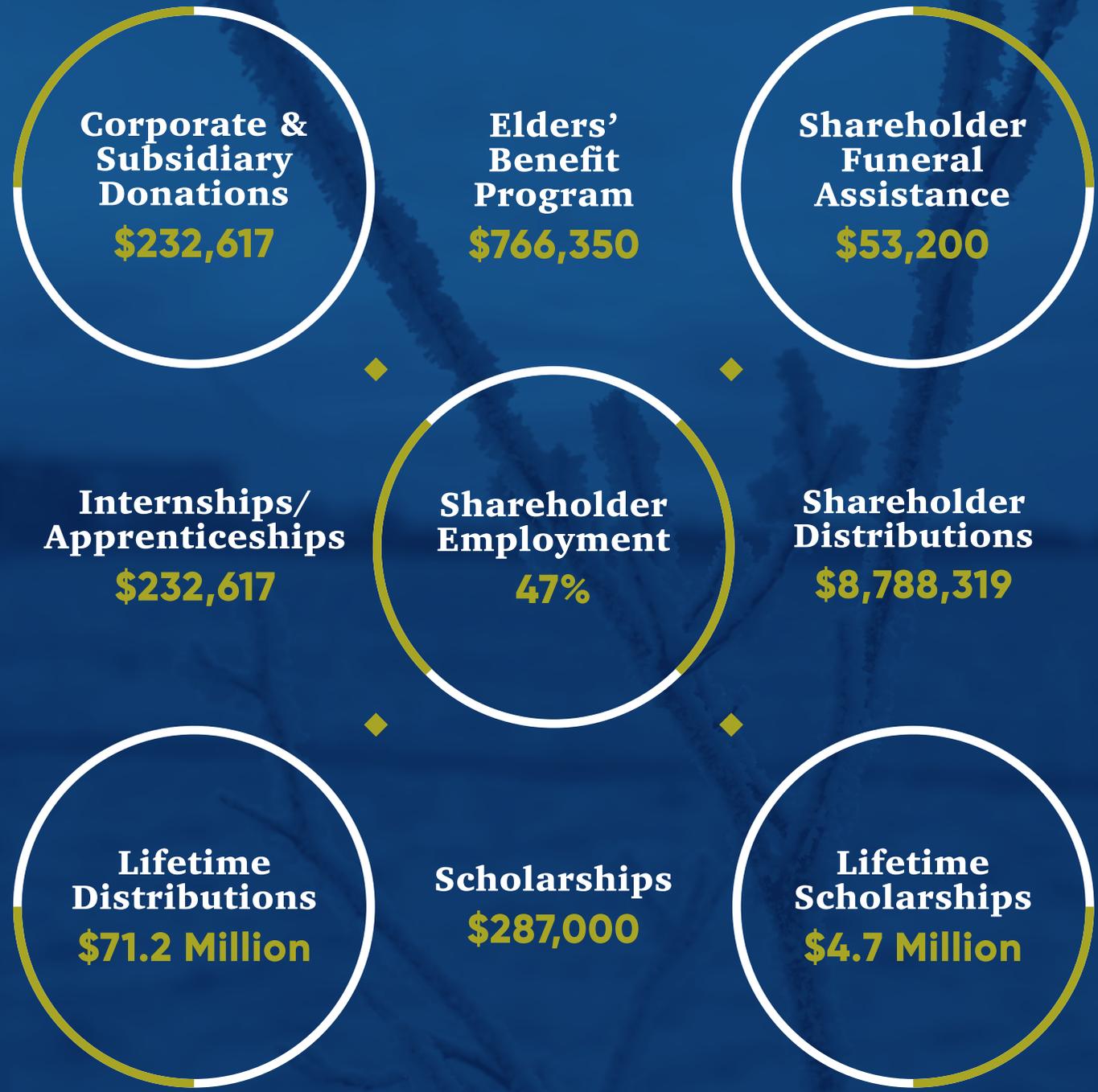
**PRE-TAX NET INCOME**



**SHAREHOLDERS' EQUITY**



# 2018 CORPORATE ACHIEVEMENTS



Revenues **\$575 Million**

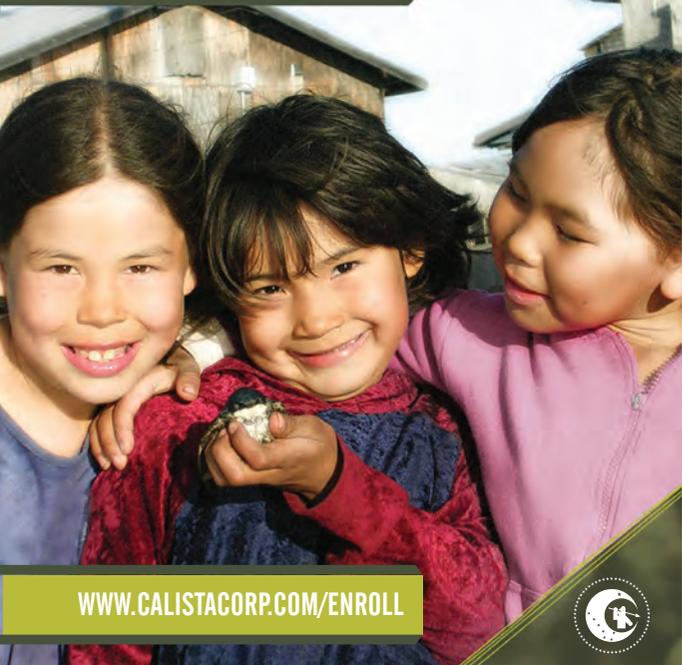
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**BECOME A SHAREHOLDER**



[WWW.CALISTACORP.COM/ENROLL](http://WWW.CALISTACORP.COM/ENROLL)



2019 CALISTA CORPORATION

## SHAREHOLDER VOTING PROXY PRIZES

ANNUAL MEETING OF SHAREHOLDERS: JULY 5, 2019

### ONLINE EARLY BIRD PRIZES

Deadline: 5 p.m. Alaska Daylight Time, Friday, June 7. Valid online proxies submitted by this deadline are eligible for the prizes below, in addition to the Early Bird, Regular Proxy, and Online Regular Proxy Prizes.

1st Prize **\$10,000**  
2nd Prize **\$2,500**  
5 Prizes of **\$1,000 EACH**

### EARLY BIRD PRIZES

Deadline: 5 p.m. Alaska Daylight Time, Monday, June 17. Valid paper proxies received or online proxies submitted by this deadline are eligible for the prizes below. Valid paper proxies are also eligible for the Regular Proxy Prizes. Valid online proxies are also eligible for the Regular Proxy and Online Regular Proxy Prizes.

1st Prize **\$10,000**  
2nd Prize **\$2,500**  
5 Prizes of **\$1,000 EACH**

### ONLINE REGULAR PROXY PRIZES

Deadline: 5 p.m. Alaska Daylight Time, Monday, July 1. Valid online proxies submitted at [www.calistavote.com](http://www.calistavote.com) by this deadline are eligible for the prizes below, in addition to the Regular Proxy Prizes.

1st Prize **\$5,000**  
2nd Prize **\$2,500**  
3rd Prize **\$1,000**

### REGULAR PROXY PRIZES

Deadline: 5 p.m. Alaska Daylight Time, Monday, July 1. Valid paper proxies received or online proxies submitted by this deadline are eligible for the prizes below.

1st Prize **\$2,500**  
6 Prizes of **\$1,000 EACH**



## VOTE AND YOU COULD WIN!

### PERSONAL DATA FORM - MAY/JUNE 2019

Shareholder Name \_\_\_\_\_

New Mailing Address \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_

Phone \_\_\_\_\_ Last 4 SSN \_\_\_\_\_

Birth Year \_\_\_\_\_

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 internally and in accordance with law.

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

Date \_\_\_\_\_

Signature of Witness 1 \_\_\_\_\_

Signature of Witness 2 \_\_\_\_\_

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