

## **DATROC SUBSISTENCE COMMUNITY ADVISORY COMMITTEE CHARTER**

**Purpose:** The purpose of the Subsistence Community Advisory Committee (“SCAC”) is to provide feedback to the Donlin Advisory Technical Review and Oversight Committee (“DATROC”) on subsistence hunting, fishing, gathering and other traditional harvest activities as it relates to the Donlin gold mine project (“Project”) within the Kuskokwim River drainage. The DATROC is composed of representatives of Donlin Gold LLC (“Donlin”), The Kuskokwim Corporation (“TKC”) and Calista Corporation (“Calista”).

**Objectives:** The objectives of the SCAC meetings include:

- (1) Receive and distribute information on Donlin’s plans, operations or monitoring activities
- (2) Communicate information of local subsistence activities and traditional knowledge as it relates to information shared by Donlin.
- (3) Provide a forum for stakeholders to discuss potential or issues of concern related to Donlin’s plans, operations or monitoring activities, on subsistence activities, wildlife or habitat.
- (4) Make recommendations to DATROC related to subsistence and assist DATROC into developing and periodically updating a subsistence plan for lands and waters affected by the Project.

**Membership:** SCAC members are appointed by the DATROC, with seats and term length as follows.

<b>Member</b>	<b>Term Cohort</b>	<b>Term Begins</b>	<b>Term Ends</b>	<b>Represents</b>
A: TKC Villages	III	2021	2025	Communities: Aniak, Chuathbaluk, Crooked Creek, Georgetown, Lower Kalskag, Napaimute, Red Devil, Sleetmute, Stony River, Upper Kalskag
B: TKC Villages	I	2021	2023	
C: Upper Kuskokwim	II	2021	2024	Communities: Lime Village, McGrath, Nikolai, Takotna, Telida
D: Lower Kuskokwim	II	2021	2024	Communities: Akiachak, Akiak, Bethel, Eek, Kwethluk, Napakiak, Napaskiak, Oscarville, Tuluksak, Tuntutuliak
E: Federal Subsistence RAC	I	2021	2023	Member of Federal Y-K Delta Subsistence Regional Advisory Council
F: ADF&G Advisory Committee	III	2021	2025	Member of Alaska Department of Fish & Game Local Advisory Committees located in the Kuskokwim River Drainage
G: Elder Member	II	2021	2024	Elder member, at-large seat
H: Young Adult Member	I	2021	2023	Young adult member, age 18-26, at-large seat
<i>Staff resource: DATROC coordinator</i>	N/A	N/A	N/A	Non-voting position; meeting support, documentation

### *Required Qualifications for Membership*

- (1) **Residency:** Lives in the geographic area for the designated seat
- (2) **Subsistence Knowledge:** Practices or has practiced subsistence in the region, with knowledge of subsistence tradition, customs, and wildlife resources
- (3) **Commitment:** Willingness to serve as an active, productive member of the committee
- (4) **Constructive:** Good communication skills, ability to work in a group, listen to other perspectives, and be solution-focused when discussing complex or difficult topics
- (5) **Availability for In-Person Meetings:** Willingness to travel to in-person meetings at least twice per year, when it is safe and feasible to do so, with the potential for one or more additional

meetings per year. If it is not safe or feasible to meet in person, attend meetings remotely or by phone.

- (6) No Criminal Background: No previous felony convictions.

#### Additional Desired Qualifications for Membership

- (1) Leadership: Skills and experience as a leader in the community.
- (2) Committee Experience: Previous experience serving on an advisory committee, council, governing body or other similar entity. Experience with meeting procedures.
- (3) Technical Experience: Previous experience reading complex technical documents, scientific reports, and studies.

#### Ineligibility for Membership

- (1) Currently employed by or serving as a board member of The Kuskokwim Corporation (TKC).
- (2) Currently employed by or serving as a board member of the Calista Corporation.
- (3) Currently employed by, serving as a board member of, or having any ownership interest in the following entities: NovaGold Resources, Barrick Gold Corporation, and any other direct interest in the Donlin Gold project. For purposes of community advisory committee membership, “ownership interest” does not include being a shareholder of Calista or TKC.
- (4) One or more felony convictions.

#### Required Disclosure

- (1) All applicants for membership shall disclose any conflicts of interest, potential conflicts of interest, and other information that may impact their eligibility, as part of their application. This includes current affiliation or direct interest in the organizations listed under “Ineligibility,” past affiliation or direct interest in these organizations, and any affiliation or direct interest of a spouse or immediate family member.
- (2) Disclosures of past affiliations or direct interest, or current affiliation or direct interest by an immediate family member, do not necessarily impact the eligibility the member or applicant. However, it is important to maintain transparency for all committee members, including disclosing relationships or interests that may be perceived conflicts of interest. The DATROC may take this information into account when considering an application.
- (3) Committee members shall promptly report any relevant changes to required disclosures to the DATROC Coordinator, throughout their term as a committee member.
- (4) The DATROC will periodically review committee members’ disclosures to ensure members remain eligible and do not have conflicts of interest that may impact their ability to serve.
- (5) The DATROC shall make any final determination of whether an applicant or committee member’s disclosures constitute an actual or perceived conflict of interest.

#### Committee Member Expectations

- (1) Attend all committee meetings (at least 2 in-person meetings per year). If it is not safe or feasible to meet in person, attend meetings remotely or by phone. Review the agenda and other materials provided to committee members before each meeting.
- (2) Contribute to the SCAC’s discussions by sharing Member’s knowledge, perspectives, and ideas.

- (3) Share information the Member has learned and heard from other community members about subsistence issues relating to the Project with the committee: questions, concerns, knowledge, and ideas.
- (4) Help recruit new members that would be good candidates from within the seat community or for other seats as vacancies arise on this or another committee.
- (5) Maintain an independent, open mind and stay focused on solutions.
- (6) Disclose any conflicts of interest, potential conflicts of interest and any relationship or other interest that may impact their eligibility.

*Note:* Serving on the SCAC does not mean the candidate must support the Project. Rather, SCAC members serve an independent advisory role and only represent themselves and voices of other community members when sharing feedback on behalf of others.

### **Meeting Procedures:**

- (1) Meetings. The SCAC will meet twice per year, in the spring and fall, during periods that do not conflict with important subsistence activities, with additional meetings scheduled as necessary. Meetings will be held in person when it is safe and feasible to do so. If it is not safe or feasible to meet in person, meetings will be conducted remotely or by phone.
- (2) Meeting agenda and materials. The DATROC Coordinator will provide an agenda and materials, in electronic and hardcopy format, to all members in advance of each meeting. Members are expected to review the materials before the meeting, and will be provided an agenda packet with sufficient time for review before the travel date(s) for the meeting.
- (3) Officers. The SCAC may appoint officers from its members, with duties as it determines.
- (4) Facilitation. SCAC meetings will be facilitated and supported by a DATROC Facilitator.
- (5) DATROC participation. DATROC members may attend SCAC meetings but shall not have a vote on any matter.
- (6) Quorum. The presence of a majority of SCAC members, at least five (5), shall constitute a quorum. No meeting of the SCAC may be held without a quorum.
- (7) Actions. Actions of the SCAC shall be by consensus to the greatest extent possible. If not possible, decisions of the SCAC shall be by the majority vote of the members present. SCAC actions shall be by resolution or motion and shall be on subjects authorized by this Charter. All SCAC actions shall be recorded and reported to the DATROC.
- (8) Meeting-related expenses. SCAC members will not be compensated for their services but will be reimbursed for reasonable expenses incurred to travel to and participating in-person SCAC meetings. Expenses will be reimbursed consistent with the SCAC travel policy. Travel expenses (such as flights, lodging, meals and local ground transportation) will be arranged directly by DATROC staff. If a member incurs a direct travel-related expense, the member may be reimbursed for that expense.
- (9) Location. SCAC meetings will be held in person in Anchorage or in the Region. However, if required by circumstances, SCAC meetings may be held by video or telephone conference.
- (10) Notice. All SCAC members shall receive at least fourteen (14) days advance notice of the time, place, and proposed agenda for meetings.
- (11) Roberts Rules of Order. SCAC meetings will be conducted using Roberts Rules of Order as a guide. However, strict adherence to Roberts Rules of Order shall not be required. Lack of such adherence will not be a basis for invalidating any SCAC action.

- (12) Order of Business. The SCAC shall transact business at its meetings in the order it determines. The SCAC may adopt or use a template agenda.
- (13) No Action Without Meeting. The SCAC may only act at a properly noticed and convened meeting.
- (14) Open Communications. The SCAC will operate in a manner that provides open communications among members. Meetings are open for the public to attend and observe. The committee is not required to include public comment during meetings, but time permitting, may allow the public to make comments about an agenda item, or provide comments on an item not on the agenda.

### **Vacancies and Removal of a Member**

- (1) Vacancies. The DATROC shall appoint new members to fill any SCAC vacancies. A member appointed to fill a vacancy shall serve the remainder of that seat's existing term.
- (2) Grounds for removal. Some circumstances, listed in (a), require automatic removal. Other circumstances, including but not limited to the examples in (b), will be evaluated on a case by case basis. In all cases, DATROC shall make the final determination about removal of a committee member.
  - a. Grounds for automatic removal:
    - i. Conviction of a felony.
    - ii. No longer meeting required qualifications for the seat.
    - iii. Appointment to the board or employment at any of the organizations listed under "Ineligibility for Membership."
    - iv. Conduct in committee meetings, or while serving in the committee member role, that poses serious risk to the safety of other members or staff.
  - b. Grounds for possible removal, to be evaluated on a case by case basis:
    - i. Participating in or arriving at the meeting under the influence of alcohol or drugs. All official committee functions are substance-free events.
    - ii. Having an actual or perceived conflict of interest, due to the member's other activities or affiliations outside the committee, or other disclosures.
    - iii. Conduct or circumstances that raise concerns about the member's ethics or fitness to serve.
    - iv. Conduct during meetings, or while acting in capacity as a committee member, that is disruptive or impacts the group's ability to conduct business.
    - v. Excessive absences or lack of communication to DATROC coordinator. A member may not miss two consecutive meetings unless a temporary leave of absence is approved. *Note:* this does not include excused absences, medical or emergencies that prevent attending a meeting, or technical difficulties attending a meeting remotely.
- (3) Removal process. If removal of a member becomes necessary, the issue is brought to DATROC by the DATROC Coordinator for consideration. The member may respond to the call for removal by providing DATROC a written statement or appearing at a DATROC meeting. If DATROC determines it is in the interest of the committee to remove this member, the member is first asked to voluntarily resign. If the member does not voluntarily resign, DATROC may remove the member and fill the vacant seat.