



Lhoosk'uz Dene First Nation



Ulkatcho First Nation



Saik'uz First Nation

Blackwater Gold Project

Environmental Life-of-Mine Committee (ELoMC)

Terms of Reference



July 2023

Nadleh Whut'en First Nation



Nazko First Nation



Stellat'en First Nation



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ACRONYMS AND ABBREVIATIONS

BC	British Columbia
BW Gold	BW Gold LTD.
DSP	Document Submission Plan
CEMP	Construction Environmental Monitoring Plan
CSFN	Carrier Sekani First Nations
DRIPA	Declaration of the Rights of <i>Indigenous Peoples Act</i>
EAC	Environmental Assessment Certificate #M19-01 issued on June 21, 2019
EAO	British Columbia Environmental Assessment Office
ELoMC	Environmental Life of Mine Committee (combined EMC and LoMC)
EMC	Environmental Monitoring Committee
EMA	Environmental Management Act
ELUP	Environmental Land Use Plan
EMLI	British Columbia Ministry of Energy, Mines and Low Carbon Innovation
ENV	British Columbia Ministry of Environment and Climate Change Strategy
WLRS	British Columbia Ministry of Water, Lands, and Resource Stewardship
FOIPPA	<i>Freedom of Information and Protection of Privacy Act</i> (1996)
IEM	Independent Environmental Monitor
Indigenous nations	Lhoosk'uz Dené Nation, Ulkatcho First Nation, Nadleh Whut'en First Nation, Stelat'en First Nation, Saik'uz First Nation, and Nazko First Nation
LDN	Lhoosk'uz Dene Nation
LoM	Life of Mine
LoMC	Life-of-Mine Committee
M-246	BW Gold approved Mines Act Permit (as amended from time to time)
MA	Mines Act
MoF	British Columbia Ministry of Forests
ToR	Terms of Reference
TSF	Tailings Storage Facility
UFN	Ulkatcho First Nation

1. BACKGROUND AND OBJECTIVES

On June 21, 2019, New Gold Inc. received Environmental Assessment Certificate (EAC) #M19-01 for the Blackwater Gold Project (the Project), an open pit gold and silver mine with associated ore processing facilities located 110 kilometres southwest of Vanderhoof in central British Columbia (BC).

On August 7, 2020, the Environmental Assessment Office (EAO) issued an order to transfer the EAC and Project to BW Gold LTD. (BW Gold) effective as of the sale date (August 21, 2020). BW Gold is a wholly owned subsidiary of Artemis Gold Inc.

Condition 19 of the EAC requires the establishment of an Environmental Monitoring Committee (EMC). The purpose of the EMC is to:

- facilitate information sharing;
- provide advice to BW Gold on the ongoing development and operation of the Project; and
- seek to provide consensus advice from EMC members to BW Gold on the implementation of EAC conditions, in a coordinated and collaborative manner.

For the EMC, seeking to achieve consensus is a prominent objective and a foundational aspect of Indigenous engagement. Seeking consensus aligns with the *Declaration of the Rights of Indigenous Peoples Act* (DRIPA) passed into legislation by the Province of BC.

On March 9, 2023, BW Gold Ltd. received Mines Act Permit M-246 for the major works construction of the mining project. Condition A.10(a-c) of the permit requires the establishment, coordination and maintenance of a Life of Mine Committee, by May 31, 2023. Similarly, in May 2023, BW Gold has been issued Environmental Management Act (EMA) – effluent (PE110652) and air permits (PA110650) by ENV, and the effluent permit contains condition 3.7, requiring BW Gold to establish, coordinate, and maintain a Life of Mine Committee (LoMC) in accordance with the requirements outlined in the Mines Act permit M-246. The LoMC membership groups are the same membership as the EMC. Consequently, instead of creating a parallel committee requiring additional time spent organizing and attending meetings discussing the same topics, the EMC terms of reference (ToR) are being revised to incorporate the LoMC requirements. The proposal of amending the EMC ToR to include the new LoMC requirements as opposed to creating a new parallel committee was presented by the EMC Chair at the February 2023 EMC meeting. The proposal was supported in concept by Uikatcho First Nation (UFN) and EAO with the provision that the Nations would need time to consider and to participate in a revised ToR review meeting. Lhoosk'uz Dene Nation (LDN) were also consulted on the plan to revise the EMC ToR to include the LoMC requirements in April 2023 and no concerns or issues were raised. The ToR were reviewed May 11th, 2023 and those designated representatives were in favor of combining the EMC and Environmental Life of Mine Committee (ELoMC) under one Committee, with no concerns raised for combining the two committee requirements. Source Environmental Associates (on behalf of the Carrier Sekani First Nations (CSFN)) gave BW Gold a letter which the Nations had received from the Province of BC dated April 16, 2019, for inclusion/consideration in the ToR update. The letter contained specific references to a Life of Mine (LoM) Framework including but not limited to the following:

- The LoM Framework will identify means to cover topics of key interest to the nations such as
 - Effluent management
 - Transmission line construction and maintenance
 - Road maintenance and any construction and/or decommissioning activities
 - Water balance modelling and annual reconciliation of LoM water balance
 - Source term updates and water quality modelling

- 5-year closure plan updates
- Care and maintenance plan reviews; and
- Site wide mitigation plans

The letter further identified that a key principle of the LoM framework is calibration and scalability of collaboration and seeking an appropriate scope of engagement. BW Gold has taken the April 16, 2019 letter and the LoM framework contained within it to inform this May 2023 ToR amendment. BW Gold has cross referenced Table 1 - Example ELoMC Calendar – Construction Phase and Table 2 Example ELoMC Calendar- Operations Phase to ensure that the above noted topics are included. The ToR update also addresses calibration and scalability of collaboration and seeking an appropriate scope of engagement of the committee and its members through Section 3.4 Communication and Coordination, Section 3.8 Annual Summary/Annual Effectiveness Survey/Evaluation and Section 3.9 Review and Amendment of Terms of Reference.

Through the combination of requirements in both the EMC and the LoMC conditions, BW Gold must invite the EAO; BC Ministry of Energy, Mines and Low Carbon Innovation (EMLI); BC Ministry of Environment and Climate Change Strategy (ENV); BC Ministry of Forests/Water,, Lands, and Resource Stewardship (MoF/WLRS); and Lhoosk'uz Dené Nation, Ulkatcho First Nation, Nadleh Whut'en First Nation, Stellat'en First Nation, Saik'uz First Nation, and Nazko First Nation (Indigenous nations) to participate in all ELoMC activities. The EMC requires that where a condition of the EAC (other than Condition 3) requires BW Gold to seek Indigenous nations' input on the review of a plan, program, or other document prior to its development, BW Gold is required to offer to convene a meeting of the EMC to discuss key issues that should be addressed in the document.

As part of both EAC condition 19 and MA condition A.10(c), BW Gold is required to develop a Terms of Reference setting out the operating parameters of the ELoMC in consultation with the EAO, EMLI, ENV, MoF/WLRS, and Indigenous nations. The Terms of Reference has been prepared to satisfy that requirement, including seeking and incorporating input from ELoMC co-chairs and members on the Terms of Reference.

2. COMPLIANCE OBLIGATIONS

Specific requirements for the EMC Terms of Reference under condition 19 of the EAC as well as requirements under MA permit conditions A.10(a-c) and EMA PE110652 condition 3.7 are reproduced below. EMA air permit PA110650 does not have a specific requirement for a Life of Mine Committee, but discussion of the data collected as part of PA100650 is also included in this Terms of Reference for completeness.

The Terms of Reference must include, at a minimum:

A.10(c)(i) - Membership, role and quorum definitions

- a. the mechanisms by which the Holder/Permittee [i.e., BW Gold] will facilitate the effective participation of Indigenous Communities;*
- b. consideration of joint chairing of meetings with Indigenous Communities or use of a mutually acceptable facilitator;*
- c. the minimum frequency with which the Holder/Permittee will canvass the ELoMC for topics to be discussed, and how the Holder/Permittee will document topics raised and when and how they will be addressed with the EMC, or provide a rationale for why they will not be discussed; (MA permit cond. A.10(c)(iii))*
- d. frequency, timing, and location of meetings; (MA permit cond. A.10(c)(ii))*
- e. methods for documentation of ELoMC meetings and how meeting minutes or notes will be finalized with ELoMC members;*
- f. identification of other agencies or organizations whose mandates pertain to the topics potentially discussed by the ELoMC, including federal agencies, and who will be invited to join discussions on those topics;*
- g. methods and means for the ELoMC to obtain relevant advice, technical support, and expertise;*
- h. how the ELoMC can coordinate with provincial processes;*
- i. an approach to regularly evaluate the effectiveness of the ELoMC, including a schedule for these evaluations;*
- j. the means by which the Holder/Permittee will coordinate the review of plans, programs or other documents required by this Certificate when review by some or all parties in the ELoMC is required by the EA Certificate/M-246 permit/EMA PE110652; (MA permit cond. A.10(c)(iv))*
- k. means by which the Holder/Permittee will ensure the views of ELoMC members are fully canvassed and discussed amongst the ELoMC, and how the Holder/Permittee will document how it has considered those views;*

A.10(c)(v) Dispute resolution mechanisms;

A.10(c)(vi) Reporting requirements to the Chief Permitting Officer and Chief Inspector.

A.10(c)(vii) Data sharing Standard Operating Procedure with Lhoosk'uz Dené Nation, Ulkatcho First Nation, and the Nadleh Whut'en, Stelat'en and Saik'uz First Nations, for material reports and plans

Although required by the ToR, the data sharing procedure will be provided as a separate appendix to the ToR and consulted on and approved separately than the ToR. This was discussed during the

May 11th ToR review meeting and no concerns were raised.

- I. how the following topics, at a minimum, will be addressed with the ELoMC, unless otherwise authorized by the EAO/EMLI/ENV:*
 - i. status of implementation of the requirements of the EA Certificate, M-246 MA permit, EMA PE110652 and EMA PA110650;*
 - ii. results of ongoing environmental monitoring and adaptive management required by the EA Certificate, M-246 MA permit EMA PE110652, and EMA PA110650 including all management plans required by those authorizations, with the exception of the Community Effects Monitoring and Management Plan (CEMMP) (Condition 37) and the Health and Medical Services Plan (Condition 40);*
 - iii. potential non-compliances, and potential for non-compliances, with the EA Certificate, M-246 MA permit, EMA PE110652 and EMA PA110650;*
 - iv. if an initial dilution zone is being proposed in relation to Water Quality Management (Condition 26), the proposal and rationale for that proposal;*
 - v. water balance modelling to facilitate understanding of the Holder's/Permittee's management of watersurplus to mine operation needs; and reconciliation of life on mine water balance (when and as required by permits and management plans)*
 - vi. Project tailings storage facilities (TSF) design, operations, and monitoring of the TSF for structural safety and limiting the amount of water stored that is surplus to mine operation needs;*
 - vii. water management during Closure planning;*
 - viii. surface water and groundwater quality management and updates to modelling and source terms;*
 - ix. remediation measures for accidents and malfunctions;*
 - x. care and maintenance, including how the ELoMC will be consulted on updates to the plan required in Condition 11;*
 - xi. access management;*
 - xii. effluent management*
 - xiii. road maintenance and any construction and/or decommissioning activities*
 - xiv. 5-year closure plan reviews;*
 - xv. Site-wide mitigation plans;*
 - xvi. Review of future Blackwater authorizations and permits*
 - xvii. compliance activities of the EAO/EMLI/ENV/MoF/WLRS related to the Project; and*
- m. when and how topics identified in I)(i through xii) will be addressed; and*
- n. how the Holder/Permittee will provide information to support the topics to be discussed by the ELoMC, including the timing of providing that information in advance of meetings.*

The Holder/Permittee of the M-246 MA permit must also ensure that the ELoMC scope of work includes the following:

- (i) Review of existing and proposed environmental management activities;*

- (ii) Review of existing and proposed environmental monitoring activities;*
- (iii) Review of implemented and proposed reclamation and closure activities,*
- (iv) Review of existing and proposed outcomes of annual end land use planning workshops, and*

The Holder/Permittee of EMA PE110652 must also ensure that the ELoMC scope of work includes the following
The Holder/Permittee of EMA Permit 110652 must also ensure that the Environmental Life of Mine Committee (ELoMC) scope of work includes the following:
(a) Review of existing routine effluent and receiving environment monitoring

data,

(b) Review of existing data collected a part of the Aquatic Effects Monitoring Program, and

(c) Review of regulatory compliance issues related to this authorization.

The Holder/Permittee of EMA PA110650 must also ensure that the ELoMC scope of work includes the following:

(a) Review of existing routine air discharge monitoring data,

(b) Review of regulatory compliance issues related to this authorization.

The holder/Permittee of Transmission Line Permits and authorizations and Management Plans must ensure that the scope of work includes the following:

(a) Review of compliance with TL authorizations (e.g. SRW, LoO's, OLTC's, etc)

(b) Review of implementation of TL Management Plans

Please note that the list above is comprehensive, and it is unlikely that the ELoMC will be able to cover all topics above in any given year. Consequently, agenda development will follow the steps outlined in Sections 3.3 and 3.4

3. TERMS OF REFERENCE

3.1 Committee Membership

The ELoMC will ensure membership is extended to the following groups, as follows:

- BW Gold (two members);
- EAO (two members);
- EMLI (two members);
- ENV (two members);
- MoF/WLRS (two members and an alternate depending on topic area);
- Ulkatcho First Nation (two members, unless otherwise agreed upon by all ELoMC Indigenous nation members);
- Lhoosk'uz Dené Nation (two members, unless otherwise agreed upon by all ELoMC Indigenous nation members);

- Nadleh Whut'en First Nation (two members, unless otherwise agreed upon by all ELoMC Indigenous nation members);
- Stelat'en First Nation (two members, unless otherwise agreed upon by all ELoMC Indigenous nation members);
- Saik'uz First Nation (two members, unless otherwise agreed upon by all ELoMC Indigenous nation members); and
- Nazko First Nation (two members, unless otherwise agreed upon by all ELoMC Indigenous nation members).

It is important for the Indigenous nations to participate in the ELoMC in a consistent manner. BW supports the participation of two (2) designated members from each Nation, unless all Nations support the addition of representation by specific Nations.

Each member group will appoint its own representative(s) to the ELoMC and may name alternates to serve when a member is unavailable. Member groups may replace members and alternates appointed to the ELoMC at any time by giving written notice to the other groups.

In order to promote continuity and effective transfer of knowledge within the ELoMC, member appointments will be for three years with the opportunity for reappointment to be decided by each member group.

A member or alternate may resign from the ELoMC by notifying the Secretariat in writing. Should a member resign, the member group they represented will appoint a replacement.

BW Gold will maintain and update a record of members, including contact information, and distribute it upon request to ELoMC members for their reference.

3.2 Roles and Responsibilities

3.2.1 *BW Gold*

BW Gold is ultimately accountable for the ELoMC as the EAC/M-46 Permit/EMA PE110652/EMA PA110650 holder and will support the ELoMC by:

- welcoming participation in the ELoMC and hosting meetings in a manner that invites participation and demonstrates respect for ELoMC members and their input;
- providing a Secretariat that is agreed upon by the ELoMC members to support the ELoMC. The secretariat is described in Section 3.2.4;
- working with Indigenous nations to identify ELoMC co-chairs;
- arranging for in-house or external technical experts to attend ELoMC meetings to provide specific subject matter expertise; and
- Dedicating sufficient time, as required, to engage with ELoMC members in a manner to satisfy the ELoMC requirements in EAC condition 19, M-246 permit conditions A.10(a-c) and EMA PE110652 condition 3.7, as well as discussion of monitoring and compliance requirements in EMA PA110650.

3.2.2 *Committee Members*

The role of an ELoMC member is to support the purpose of the committee as a whole by providing information and advice to BW Gold relating to Project development and operation, including by discussing

key issues that must be addressed in the plans, programs, and other documents required by EAC, MA and EMA permit conditions.

Members may also advise the ELoMC within their areas of expertise and within the mandate of their group or jurisdiction.

Committee members should make best efforts to work together towards ELoMC objectives including seeking consensus on matters pertaining to the ELoMC. To ensure the effective operation of the ELoMC, members will commit to participating actively in the work and discussions of the committee, and to giving other members adequate opportunities to express their views. The EAO/EMLI/ENV/MoF/WLRS are not moderators for dispute resolution of ELoMC matters, however where consensus is not reached by the ELoMC, members can work with the EAO/EMLI/ENV/MoF/WLRS to seek processes or consensus. As needed and by request of the ELoMC, BW Gold will support the cost of engaging a professional third-party facilitator to support with setting ELoMC meeting agendas, running meetings and/or addressing topics where consensus cannot be reached.

Should a member be unable to attend a meeting, the member will brief alternate members of their team as required to prepare them for the meeting. A quorum for the ELoMC is defined as Chair, Secretariat and co-chairs (or their designate(s), which could be representing consultants) from LDN, UFN or Nazko First Nation, one of the co-chairs or members from CSFN and at least one member from EAO, EMLI, WLRS/MoF or ENV to be present for each ELoMC meeting.

If a quorum cannot be present during the meeting, it may be re-scheduled/cancelled with agreement from the co-chairs either at the beginning of the meeting or received over a call or via email. This decision may be made in advance of a meeting, during a meeting, or following a meeting should participating committee members proceed with a discussion outside the scope of the ELoMC. If any key decisions are being made (e.g. changes to the ToR) the Chair and Secretariat will follow up the ELoMC meeting with an email outlining the decisions/changes being proposed and provide a 10-day review period for co-chairs (or their designates) to provide feedback should they be unable to attend that specific ELoMC meeting where the decision was discussed.

3.2.3 *Committee Co-Chair*

Meetings of the ELoMC will be co-chaired by one (or more) of the Indigenous nations and BW Gold, unless otherwise agreed by the member groups. The approach to co-chairing of meetings will be decided upon by the ELoMC in order that it facilitate a best-fit scenario for all members.

The overall responsibility of the co-chairs is to lead and facilitate ELoMC meetings, reviews, and other activities to ensure that the committee functions effectively and achieves its primary objectives (i.e., information sharing, providing advice to BW Gold on the ongoing development and operation of the Project, and the implementation of EAC/MA M-246, EMA PE110652 and EMA PA110650 requirements). The co-chairs will participate in committee discussions to the same extent as any other member. The co-chairs are responsible for:

- Welcoming members' participation and feedback to the extent members would like to participate;
- creating a respectful atmosphere for reaching consensus and providing input to the ELoMC; and
- facilitating meetings and follow up work to help to achieve consensus on ELoMC recommendations.
- Delegating a designate (where possible) when they are unable to attend a ELoMC meeting and communicate this change to the ELoMC Secretariat.
- Based on attendance (predicted or present) at the meeting, determine if the scheduled meeting

will proceed as planned, or be re-scheduled or cancelled. This decision is to be based on agreement between co-chairs.

3.2.4 *Committee Secretariat*

The Secretariat will operate under the direction of the co-chairs and serve as the main point of contact for ELoMC members. The Secretariat will support the co-chairs and ELoMC by:

- managing co-chair rotations;
- maintaining an ELoMC calendar;
- notifying ELoMC members of meeting details;
- being responsible for meeting logistics;
- receiving and distributing meeting and review materials to members, and alternates when they are attending for a member, and providing information to other provincial processes, as appropriate (see Section 3.6);
- in November of each year (and collectively decided by the ELoMC membership), soliciting nominations from Indigenous Nations to serve as co-chairs during the following year;
- tracking actions arising from meetings;
- developing and distributing meeting agendas; and
- preparing meeting minutes and tracking comments and relevant action items / outcomes.

3.2.5 *Alternates*

The function of alternate members is to attend ELoMC meetings when member(s) are unavailable, so that each member group is represented at as many meetings as possible. If an alternate replaces a member(s) at a meeting, the alternate will ensure the member(s) is briefed as soon as possible on the business conducted at the meeting, including any ELoMC consensus-based decisions or recommendations.

Upon notification by any group (Indigenous community or regulatory agency) to the ELoMC Secretariat and/or BW Gold, alternates will receive notifications of meetings, meeting minutes, and any other committee-related documentation, and may choose to attend any ELoMC meeting;

3.2.6 *Other Participants/Conflict and/or Dispute Resolution Mechanism*

ELoMC members will bring technical resources when expertise is required by ELoMC members. The ELoMC may be supported from time to time by subject matter experts, representatives from government agencies, or other individuals or groups to provide specialized advice, based on ELoMC members' requirements. In the event of a dispute between any of the Parties arising out of this ToR, the Co-Chairs will be the first point of resolution, failing which, the Parties will endeavor to resolve such dispute by referral to appropriate senior members of their respective organizations.

3.2.7 *Sub-groups*

It may sometimes be valuable for some members of the ELoMC to form sub-groups to deal with specific topics or technical areas of interest. These sub-groups can discuss and review topics in more detail on behalf of the main committee. Such sub-groups, as deemed required by the ELoMC, will be formed at the explicit agreement of the broader ELoMC.

All relevant correspondence between members of the sub-group will be copied to the rest of the EMC members, and the findings of the sub-group will also be communicated to the EMC at the next meeting.

3.3 Meetings

At the agreement of all ELoMC members, the ELoMC will hold a minimum of six meetings per year with a target for 12 meetings per year, with the provision that meetings can be canceled if co-chairs or their designates agree there is no need to meet. There is also an allowance for special meetings to address additional issues that may arise, such as revisions needed to the approved ToR. ELoMC members will also determine what situations would trigger additional meetings. For example, compliance notification or potential for non-compliance may trigger the need for an ELoMC meeting.

The meeting format will be determined by the ELoMC members. The ELoMC will attempt to meet face-to-face at least once a year to promote engagement. While face-to-face meetings may be preferred more often, due to the geographically dispersed membership of the ELoMC, telephone or videoconferencing will be made available to allow members to participate in meetings remotely should they not be able to attend in person.

Meetings will be proposed on the written request of the member groups. Any meeting request should be directed to the Secretariat to relay to the rest of the ELoMC. Where possible, reasonable notice of meetings will be provided by email to ELoMC members by the Secretariat with the goal of notification of four weeks before each meeting. The meeting notice will include a draft meeting agenda (see Section 3.5.1).

ELoMC meetings will be conducted within the framework of an agenda developed as described in Section 3.5.1, and will comprise a discussion of one or more topics, including member's views on management plans, monitoring programs, compliance information and other documents required by the EAC, M-246 permit, EMA PE110652 and EMA PE110650 (see Section 3.5). ELoMC members will feel welcomed to participate in the manner and extent that they would like to participate. The committee will seek to reach consensus on recommendations for each topic. At the end of each meeting, the ELoMC Chair and Secretariat will provide a recap of the outstanding action items from previous meetings.

The secretariat will record consensus recommendations and topics where consensus was not reached. In the case full consensus is not reached, the Secretariat will note the member's comments and concerns that did not follow the consensus position. BW Gold is responsible for providing target timelines for responses to address areas of disagreements considering input from the Nations.

Attendance requirements can be determined by the co-chairs if there is adequate representation to address the agenda topics and/or an ELoMC member(s) has confirmed verbally or in writing that they support the meeting proceeding in their absence.

3.4 Communication and Coordination

The Secretariat will be the ELoMC's main point of contact for ELoMC communications. All member groups will make reasonable efforts to respond to communications from other members within 10 calendar days of receiving a communication. The secretariat will attempt to contact members if a deadline is approaching and no email response was received. Should an ELoMC member identify that additional information is needed from BW Gold or one of the other member groups to carry out its responsibilities, the Secretariat will communicate a clear request for this information to the relevant member group, allowing 7 calendar days (if appropriate) for a response before any upcoming committee meeting.

Finalized meeting agendas (developed as described in Section 3.5.1) will be provided to EMC members a target of five (5) calendar days before the meeting or as otherwise agreed to by the ELoMC members,

along with the distribution of any meeting materials for review to be distributed a target of two (2) calendar days prior to the meeting (including plans, programs, or other documents required by the EAC/M-246 or EMA permits), allow members to prepare and obtain technical advice if necessary. Where appropriate, materials distributed to the ELoMC must include a copyright disclaimer. Materials provided to the ELoMC are subject to the BC *Freedom of Information and Protection of Privacy Act* (FOIPPA). BW Gold and ELoMC members will endeavor to ensure that traditional knowledge and traditional land use information discussed by the ELoMC remains under the ownership of the respective Nation(s) and shall not be disclosed to the public.

Meeting agendas will be informed by the EAC Document Submission Plan (DSP; Condition 10 of the EAC), LoM committee condition Scope of Work requirements and the calendar of proposed meetings and draft topics (Section 3.5.3), which will identify proposed dates or timelines for submission of plans, programs or other documents required by the EAC, M-246 permit or EMA permits, and the consultation requirements identified in Condition 4 (Consultation) of the EAC.

3.5 Topics for Discussion

3.5.1 Meeting Agenda Development

Prior to sending out a draft agenda to the committee, the Secretariat will canvas Co-Chairs for agenda topics, subject to the schedule in the DSP, Project activities (e.g., pre-construction, during construction, commencement of operations), LoM committee condition Scope of Work requirements and the calendar of proposed meetings and draft topics (Section 3.5.3). ELoMC Co-Chairs will provide the Secretariat with details of any topic they wish to discuss at an upcoming committee meeting, as early a date as possible. Agenda topics must either be related to the objectives of the ELoMC, including but not limited to the topics listed in Section 3.5.2, or to the functioning of the ELoMC itself. ELoMC members can bring up topics they feel fit the objectives of the ELoMC purpose and objectives to the attention of the ELoMC Chair and Secretariat. In addition, should ELoMC members wish to use the ELoMC to discuss other topics, this will be allowed if the ELoMC members agree the discussion is an efficient use of time and resources. If individuals do not agree that specific topics should be on the agenda, they may express that to the Secretariat anonymously, if that is preferred. In general, agenda items should follow the ELoMC mandate and be approved by all members through the approval of the agenda.

With the target of approximately twenty-one (21) calendar days prior to a meeting, the Secretariat will develop the agenda, in consultation with the co-chairs, and send out the draft agenda for the upcoming meeting (taking into consideration required topics (Section 3.5.2), topics submitted by members, the calendar of proposed topics (Section 3.5.3) and any topics noted for follow-up discussion in previous meetings. The Secretariat will also re-canvas members for any additional topics that they wish to add to the agenda.

Meeting agendas should start with the opportunity for an ELoMC member to provide an Opening Prayer, should a member wish as well as the Chair will begin with a land acknowledgment to recognize the unique relationship that Indigenous Nations have had and continue to have with the land, air and waters for time immemorial where the mine will be constructed.

The Secretariat, in consultation with the co-chairs and ELoMC member input, will finalize the agenda. Topics may be deferred to a future meeting if ELoMC members agree, for example, if an subject matter expert is unavailable for the chosen meeting date and time to present. Requests for agenda topics will be documented and tracked, and sufficient time will be allocated to address the ELoMC member's agenda topics requested to the extent possible. During the review of each meeting agenda, the topics raised by ELoMC members that may be outside the ELoMC mandate will be considered by the ELoMC.

As noted in Section 3.2.2., as needed and by request and agreement of the ELoMC co-chairs, BW Gold will support the cost of engaging a professional third-party facilitator to support with setting ELoMC meeting agenda, running meetings and/or addressing topics where consensus cannot be reached.

3.5.2 Required Discussion Topics

ELoMC discussion topics will, at a minimum, include those topics set forth in EAC condition 19(I), M-246 MA permit Conditions A.10(a-c) and EMA PE110652 Condition 3.7 as reproduced in Section 2. The Secretariat and EMC Chair will maintain an up-to-date annual ELoMC schedule which will be available to all ELoMC members through a shared folder system with all ELoMC materials.

The timing for discussing topics will be informed by ELoMC members' requests, the schedule in the DSP, the meeting agendas (as described in Section 3.5.1), Table A.1 of Schedule A, and the proposed calendar (Section 3.5.3).

To avoid duplication, Table A.1 may be updated and circulated to the EMC for review and feedback to take advantage of synergies with permitting processes. It is expected that some of these synergies will be identified during the permitting pre-application phase and as part of the development of the DSP.

BW Gold and the EMC will work together to identify a pragmatic approach and schedule for document review in recognition of EMC members' time and resources to provide meaningful comment.

3.5.3 Calendar for Proposed Meetings

The following calendars are proposed for meetings during construction and mine operations, and are intended to satisfy the EAC Conditions, M-246 and EMA permit requirements. Notwithstanding, not all EAC, M-246 and EMA permit conditions have been included and additional ELoMC meetings may be required. Topics on the proposed calendar have been suggested to organize review tasks and may be moved around based on discussion by the ELoMC. The calendars for the construction periods (early works and major works) will be drafted by the ELoMC Secretariat and circulated for comment by the ELoMC prior to the commencement of these project phases.

The calendar of proposed meetings for the upcoming year should be set by members at the first ELoMC meeting.

Table 1 - Example ELoMC Calendar – Construction Phase

Meeting Date	EAC/M-246/EMA Permit Condition or Meeting Topic
January	<ul style="list-style-type: none"> ■ EAC C12 - Summary of previous year Independent Environmental Monitor (IEM) site inspections ■ EAC C17- Annual Conceptual Monitoring Plan; Aboriginal Environmental Monitoring Plan ■ EAC Condition 17 – Aboriginal Group Monitor, Monitoring Plan Summary of reports ■ EAC C10 – DSP - Review of Tracking Table for annual EAC plan updates ■ Review and confirm Annual EMC calendar for the year
February	<ul style="list-style-type: none"> ■ EAC C13/M-246 – Draft Construction Environmental Monitoring Plan (CEMP) annual report ■
March	<ul style="list-style-type: none"> ■ EAC Condition 22-23/M-246 – Wildlife/Caribou Monitoring and Mitigation Plan annual report summary ■ EAC Condition 21/EMA Air permit - Air Quality and Noise and Vibration annual report summary

Meeting Date	EAC/M-246/EMA Permit Condition or Meeting Topic
April	<ul style="list-style-type: none"> ■ EAC C26,27,28, 30/EMA effluent permit - Aquatic Effects Monitoring Plan annual summary ■ EAC C18/M-246 – Cultural and Spiritual Resources/ Archaeological Management and Impact Mitigation Plan ■ EMA permits monitoring requirements: <ul style="list-style-type: none"> ○ PE110652 - Review of existing routine effluent and receiving environment monitoring data/ M-246 – Mine Site and Discharge Monitoring annual summary ○ PA110650 – review of monitoring data and discussion of any recommended updates to the Waste Management Plan, the Incinerator Operating Plan (every 5 years), the Air Quality and Fugitive Dust Management Plan, and the Trigger Response Plan
May	<ul style="list-style-type: none"> ■ EAC C29/M-246/EMA Erosion and Sediment Control/freshet prep ■ Mine Site ■ Transmission Line ■ Transmission Line- review of permits and authorization compliance ■ Transmission Line – Review of Management Plan Implementation
June	<ul style="list-style-type: none"> ■ EAC 36 /M-246/ EMA permits – Accidents and Malfunctions/Permit Compliance review ■ EAC C12 - Update from IEM on H1 inspections/findings/corrective actions ■ M-246 – Mine Emergency Response annual summary
July	<ul style="list-style-type: none"> ■ Propose onsite meeting/workshop focused on: ■ EAC C 25/M-246 End Land Use Plan & Workshops/Reclamation Research Trials Update
August	<ul style="list-style-type: none"> ■ M-246 – Vegetation/ Invasive Plant Management Plan Annual Summary
September	<ul style="list-style-type: none"> ■ EAC C41/ /M-246 Environmental Land Use Plan (ELUP) – Country Foods Monitoring Program ■ M-246 Soil Management Plan annual summary
October	<ul style="list-style-type: none"> ■ EAC C24/M-246 ELUP - Review of Fish and Wetlands Offsetting Works
November	<ul style="list-style-type: none"> ■ M-246 - Fuel Mgmt. and Spill Control Plan ■ M-246 – Chemicals and Materials Storage Plan ■ M-246/EMA permit – Waste and Emissions annual summary
December	<ul style="list-style-type: none"> ■ Access Management Update ■ Chair/Co-Chair/Secretariat consultation/nomination ■ Planning for following year ELoMC meetings ■ Resolving any outstanding issues from current year ■ Set Annual ELoMC calendar for following year ■ Evaluations for the ELoMC

Table 2 Example ELoMC Calendar- Operations Phase

Meeting Date	EAC Condition or Meeting Topic
January	<ul style="list-style-type: none"> ■ EAC C12 - Summary of previous year IEM site inspections ■ EAC C17- Annual Conceptual Monitoring Plan; Aboriginal Environmental Monitoring Plan ■ EAC C 17 – Aboriginal Group Monitor, Monitoring Plan Summary of reports ■ EAC C10 – DSP - Review of Tracking Table for annual EAC plan updates ■ Review and confirm Annual EMC calendar for the year ■
February	<ul style="list-style-type: none"> ■ EAC C13/M-246 – Draft CEMP annual report

Meeting Date	EAC Condition or Meeting Topic
	<ul style="list-style-type: none"> ■
March	<ul style="list-style-type: none"> ■ EAC Plans 33/34 Mine Waste and Water Management, Post Closure WQ Management ■ M-246/EMA – MLARD annual summary
April	<ul style="list-style-type: none"> ■ EAC Condition 22-23/M-246 – Wildlife/Caribou Monitoring and Mitigation Plan annual report summary ■ EAC Condition 21/EMA Air permit - Air Quality and Noise and Vibration annual report summary ■ EMA permits monitoring requirements: <ul style="list-style-type: none"> ○ PE110652 - Review of existing routine effluent and receiving environment monitoring data/ M-246 – Mine Site and Discharge Monitoring annual summary ○ PA110650 – review of monitoring data and discussion of any recommended updates to the Waste Management Plan, the Incinerator Operating Plan (every 5 years), the Air Quality and Fugitive Dust Management Plan, and the Trigger Response Plan ■
May	<ul style="list-style-type: none"> ■ EAC C26,27,28, 30/EMA effluent permit - Aquatic Effects Monitoring Plan annual summary ■ EAC C18/M-246 – Cultural and Spiritual Resources/ Archaeological Management and Impact Mitigation Plan ■
June	<ul style="list-style-type: none"> ■ EAC C35/M-246 Tailings Dam Safety Transparency Plan/Tailings DSI review ■ M-246 - Geotechnical reporting of interest
July	<ul style="list-style-type: none"> ■ Propose onsite meeting/workshop focused on: ■ EAC C 25/M-246 End Land Use Plan & Workshops/Reclamation Research Trials Update
August	<ul style="list-style-type: none"> ■ EAC C41/ /M-246 ELUP – Country Foods Monitoring Program ■ M-246 – Vegetation/ Invasive Plant Management Plan Annual Summary
September	<ul style="list-style-type: none"> ■ EAC 36 /M-246/ EMA permits – Accidents and Malfunctions/Permit Compliance review ■ EAC C29/M-246/EMA Erosion and Sediment Control/freshet prep ■ Mine Site ■ Transmission Line
October	<ul style="list-style-type: none"> ■ EAC C24/M-246 ELUP - Review of Fish and Wetlands Offsetting Works
November	<ul style="list-style-type: none"> ■ M-246 - Fuel Mgmt. and Spill Control Plan ■ M-246 – Chemicals and Materials Storage Plan ■ M-246/EMA permit – Waste and Emissions annual summary
December	<ul style="list-style-type: none"> ■ Access Management Update ■ Chair/Co-Chair/Secretariat consultation/nomination ■ Planning for following year ELoMC meetings ■ Resolving any outstanding issues from current year ■ Set Annual ELoMC calendar for following year ■ Evaluations for the ELoMC

3.6 Documentation and Reporting

Minutes of each ELoMC meeting will be compiled by the Secretariat and reviewed by the co-chairs. The minutes will accurately reflect the meeting discussion with sufficient detail to serve as a reference. The minutes will also clearly capture what decisions were taken, recommendations identified, action items

agreed upon, and to whom they were assigned. Consensus recommendations of the ELoMC members (or a sub-group of ELoMC members) and action items from meetings will be captured, reviewed and, to the extent possible, agreed upon by ELoMC members.

The Secretariat will circulate draft meeting minutes for review and approval of all ELoMC members. Members can indicate their approval of meeting minutes to the Secretariat, with or without changes, within 14 calendar days of receiving the minutes or in the timeframe possible for ELoMC members. If substantive changes to the minutes are required, the revised minutes will be distributed to the members for re-review. If an ELoMC member requires additional time to review draft meeting minutes, upon receipt of draft minutes, the ELoMC member will notify the Secretariat and their respective co-chair and additional time will be granted to the extent possible.

ELoMC members will provide written or verbal responses to the action items assigned to them as well as any written or verbal comments or questions raised on plans, programs or other documents that are within the purview of the ELoMC. Indigenous nations may provide verbal and/or written contributions based on their preferred method of engagement.

3.7 Alignment with Other Provincial Processes

The ELoMC may serve a role in sharing information with other committees or providing inputs into other provincial processes. Under the direction of the ELoMC members, the Secretariat and Chair will serve as the co-main points of contact and liaison to other committees and processes, and will be responsible for distribution of outside information to committee members and of information from the ELoMC to outside entities, as appropriate and as deemed reasonable by the ELoMC co-chairs, Chair and Secretariat. Any information supplied to the ELoMC by one of the member groups will not be made available to any other committees or processes without the express written permission of the relevant member group.

The co-chairs and ELoMC members will collaborate with EMLI/ENV/EAO and MoF/WLRS to avoid duplication during permit reviews, with a view to identifying synergies as described in Section 3.5.2.

3.8 Annual Summary/Annual Effectiveness Survey/Evaluation

On an annual basis, the ELoMC members will review and consider:

- the ELoMC's activities, proposed calendar of meetings for the upcoming year and priorities;
- if the ELoMC has succeeded in fulfilling its mandate including engagement of Indigenous Nations;
- the successes, challenges or shortcomings of implementing the commitments and arrangements in this document;
- any actions required to address challenges or shortcomings identified by the ELoMC; and
- the effectiveness of the ELoMC.

The ELoMC members will discuss and evaluate the effectiveness of the ELoMC at the meeting on the annual review. Subject to the ELoMC's members input, direction and feedback, the Secretariat may distribute a survey to ELoMC members to complete to assist with the annual review.

Additionally, and based on discussion of the ELoMC, the Secretariat and/or Chair may prepare an annual summary evaluation report(s) or presentation(s) outlining:

- Summary of topics discussed by the ELoMC;
- Topics where consensus was reached;
- Topics where consensus was not reached and summary of differing perspectives; and

- Feedback on the ELoMC process.

3.9 Review and Amendment of Terms of Reference

Concurrent with the evaluation described in Section 3.8, the ELoMC will review this terms of reference and recommend changes for the purpose of improving the effectiveness of the ELoMC or achieving efficiencies.

An ELoMC member may also provide a written request to BW Gold for a change to the Terms of Reference. BW Gold will discuss and consult with ELoMC co-chairs and then present the proposed change to the other ELoMC members and then provide the amended Terms of Reference to EAO/EMLI/ENV/MoF/WLRS for review and approval as required and appropriate, to EAO//EMLI/ENV/MoF/WLRS' discretion.

3.10 Costs

Each regulatory agency shall be responsible for its own costs incurred in participating in the ELoMC. Costs for Indigenous Nation members' participation will be the responsibility of BW Gold, or as established in commercial agreements (e.g. Participation or any capacity funding agreements in place) directly with Indigenous Nations. The total annual cost for ELoMC participation by the Indigenous Nation's ELoMC members will be agreed on with the nations and BW Gold.

SCHEDULE A: ENVIRONMENTAL LIFE OF MINE COMMITTEE DISCUSSION TOPICS

Table A-1: ELoMC Required Discussion Topics, Related EAC, M-246 Permit and EMA Permits Condition and Timing

Topic	Related Conditions /Plans	How Topic Will Be Addressed	Timing ¹
Facilitate effective participation of Aboriginal Groups.	All EAC conditions, MA Permit condition A.10(a-c), EMA PE110652 condition 3.7, EMA PA110650 monitoring requirements	Based on respectful dialogue and honest efforts to seek consensus.	Annual review (in December. of each year).
Status of implementation of the requirements of the EAC.	All EAC conditions	Status of EAC conditions is tracked in the Condition 5 annual report. This report is distributed to the ELoMC annually, March 31.	March 31, annually
Status of implementation of the EMA PE110652 requirements – (a) Review of existing routine effluent and receiving environment monitoring data, (b) Review of existing data collected a part of the Aquatic Effects Monitoring Program, and (c) Review of regulatory compliance issues related to this authorization.	EMA Permit Annual Report (AR)	ELoMC presentations	Annual update presentations on environmental monitoring and management results, including adaptive management commencing at the start of construction as proposed through Table 1 - Example ELoMC Calendar – Construction Phase and Table 2 Example ELoMC Calendar- Operations Phase
Status of implementation of the EMA PA110650 requirements	EMA Permit Annual Report (AR)	ELoMC presentations	Annual update presentations on environmental monitoring and management results, including adaptive management commencing at the start of construction as proposed through Table 1 - Example ELoMC Calendar – Construction Phase and Table 2 Example ELoMC Calendar- Operations Phase

Topic	Related Conditions /Plans	How Topic Will Be Addressed	Timing ¹
<p>Status of implementation of the M-246 MA permit requirements</p> <p>(i) Review of existing and proposed environmental management activities;</p> <p>(ii) Review of existing and proposed environmental monitoring activities;</p> <p>(iii) Review of implemented and proposed reclamation and closure activities,</p> <p><i>(iv) Review of existing and proposed outcomes of annual end land use planning workshops,</i></p>	<p>M-246 Permit Annual Reclamation Report (ARR)</p>	<p>ELOMC presentations</p>	<p>Annual update presentations on environmental monitoring and management results, including adaptive management commencing at the start of construction as proposed through Table 1 - Example ELOMC Calendar – Construction Phase and Table 2 Example ELOMC Calendar- Operations Phase</p>
<p>Results of ongoing environmental monitoring and adaptive management required by the EAC.</p>	<p>All EAC conditions and plans <u>except</u> Condition 37, Community Effects Monitoring and Management Plan, and Condition 40, Health and Medical Services Plan</p>	<p>Monitoring and adaptive management must be described as defined in EAC Condition 3.</p>	<p>Annual update presentations on environmental monitoring and management results, including adaptive management commencing at the start of construction as proposed through Table 1 - Example ELOMC Calendar – Construction Phase and Table 2 Example ELOMC Calendar- Operations Phase</p>
<p>Potential non-compliances, and potential for non-compliances, with the EAC, MA Permit and EMA permits.</p>	<p>All EAC ,MA Permit and EMA permit conditions</p>	<p>BW Gold will include a standing agenda item for each meeting of the ELOMC to communicate potential non-compliances and the actions it is taking to prevent non-compliances.</p>	<p>At the next ELOMC meeting following identification by BW Gold. This may involve participation from the IEM as well.</p>
<p>Compliance activities of the EAO related to the Project.</p>	<p>n/a</p>	<p>EAO will report on compliance activities.</p>	<p>To be identified by EAO.</p>

Topic	Related Conditions /Plans	How Topic Will Be Addressed	Timing ¹
Water balance/water quality modelling to facilitate understanding of BW Gold's management of water surplus to mine operation needs.	M-246 Permit C.4(c)(i), EAC Condition 33, Mine Waste and Water Management Plan	BW Gold will present on the updated water balance/water quality modelling after annual reconciliation and as required by M-246 permit condition	ELoMC meeting annually during construction and operations as outlined in Table 1 - Example ELoMC Calendar – Construction Phase and Table 2 Example ELoMC Calendar-Operations Phase in Feb, March or June, annually. There may be different depths of consultation required.
Project tailings storage facilities design, operations, and monitoring of the TSF for structural safety and limiting the amount of water stored that is surplus to mine operation needs.	M-246 Permit B.4(c)(i, ii), EAC Condition 33, Mine Waste and Water Management Plan, C35 Tailings Dam Safety Transparency Plan	BW Gold will present on these items and the Mine waste and Water Management Plan	ELoMC meeting annually during construction and operations as outlined in Table 1 - Example ELoMC Calendar – Construction Phase and Table 2 Example ELoMC Calendar-Operations Phase in Feb, March or June, annually. There may be different depths of consultation required.
Water management during Closure planning.	M-246 C.5(g)(i), EMA PE110652 C3.11, EAC Condition 34, Closure and Post-Closure Water Quality Management Plan	BW Gold will review the proposed closure water management plan and any amendments or updates to the water balance or water quality modelling made within the previous 12 months	ELoMC meeting annually during construction and operations as outlined in Table 1 - Example ELoMC Calendar – Construction Phase and Table 2 Example ELoMC Calendar-Operations Phase.
Care and maintenance, including how the EMC will be consulted on updates to the Care and Maintenance Plan.	M-246 Permit D.11, EAC Condition 11, Care and Maintenance Plan	BW Gold will review the Care and Maintenance plan, and plan updates every five years at an ELoMC meeting.	ELoMC meeting annually during construction and operations as outlined in Table 1 - Example ELoMC Calendar – Construction Phase and Table 2 Example ELoMC Calendar-Operations Phase at least 1x every 5 years.
Access management.	EAC Condition 13, Construction Environmental Management Plan (CEMP)	BW Gold will review proposed access management measures included in the CEMP.	ELoMC meeting annually during construction and operations as outlined in Table 1 - Example ELoMC

Topic	Related Conditions /Plans	How Topic Will Be Addressed	Timing ¹
			Calendar – Construction Phase and Table 2Example ELoMC Calendar-Operations Phase at least 1x every 5 years.
Surface water and groundwater quality management and updatesto modelling.	M-246 Permit C.4(a)(i)(a-d),C.4(b)(i-v) C.4(c) (i-iii), C.4(d)(i-v), EMA PE110652, C3.8, 3.10, EAC Condition 33, Mine Waste and Water Management Plan	BW Gold will review surface water and groundwater quality management plans, including model updates.	ELoMC meeting annually during construction and operations as outlined in Table 1 - Example ELoMC Calendar – Construction Phase and Table 2Example ELoMC Calendar-Operations Phase at least 1x every 5 years.
Remediation measures for accidents and malfunctions.	EAC Condition 36, Accidents and Malfunctions Administration and Communication Plan	BW Gold will review proposed remedial measuresto be included in the Accidents and Malfunctions Administration and Communication Plan.	ELoMC meeting annually during construction and operations as outlined in Table 1 - Example ELoMC Calendar – Construction Phase and Table 2Example ELoMC Calendar-Operations Phase at least 1x every 5 years. This may involve participation from the IEM as well.

¹ Subject to the timelines identified in EAC, M-246 MA permit or EMA Permit conditions, that do not preclude topics being raised before permitting commences.

² The FOIPPA governs complaints from private citizens.