

TULSEQUAH CHIEF MINE
MEMORANDUM OF UNDERSTANDING

BETWEEN:

TAKU RIVER TLINGIT FIRST NATION, with a mailing address of PO Box 132,
Atlin, B.C. VOW 1A0

("TRTFN")

AND:

HIS MAJESTY THE KING IN RIGHT OF THE PROVINCE OF BRITISH COLUMBIA, as represented by the **MINISTER OF ENVIRONMENT AND CLIMATE CHANGE STRATEGY** and the **MINISTER OF ENERGY, MINES AND LOW CARBON INNOVATION**

(the "Province")

AND:

TECK METALS LIMITED, a corporation incorporated under the laws of Canada having its head office at 3300-550 Burrard Street, Vancouver, BC V6C 0B3

("Teck")

(each a "Party", and collectively the "Parties")

INTRODUCTION

- A. Taku River Tlingit ("TRT") people are stewards of the areas within British Columbia and Yukon that TRT have used and occupied since time immemorial ("TRT Territory"). TRT people are represented in this Agreement by TRTFN. TRT hold asserted or determined Aboriginal rights, including Aboriginal title, as recognized and affirmed by the *Constitution Act, 1982* ("TRT Rights") within TRT Territory.
- B. TRT's relationship with the TRT Territory is sacred. TRT Indigenous law affirms TRT and TRTFN's authority and responsibility to protect and care for TRT Territory and all that lives and thrives there, and to promote the protection and recognition of TRT Rights, including ensuring TRT Indigenous laws and stewardship principles inform resource, environmental and cultural management activities.

- C. Traditionally, and through to the present, TRT harvest and rely on resources within TRT Territory to sustain themselves and their way of life as an Aboriginal people, and intend to continue to do so to perpetuate their way of life for future generations.
- D. The TRT vision for land and resources, as described in *Ha Tlatgi Ha Khustiyxh siti, Our Land is Our Future*, includes ensuring that lands, waters and resources are managed in ways that respect Tlingit laws, knowledge and values.
- E. The Tulsequah Chief Mine (the “**Mine**”) is located within TRT Territory, approximately 100 km southwest of Atlin, British Columbia, on the Tulsequah River approximately 10 km upstream of its confluence with Taku River.
- F. The Mine was historically used to mine copper, lead, and zinc from 1951 to 1957 by predecessors of Teck.
- G. Chieftain Metals Inc. has or had various interests in the Mine. On September 6, 2016, Chieftain was placed into receivership. The receiver has since been discharged.
- H. The Mine is a ‘closed’ Mine within the meaning of the *Mines Act* (British Columbia). In 2020, SNC-Lavalin and SRK Consulting Ltd. developed, at the request of the Province, a Closure and Reclamation Plan for the Tulsequah Chief Mine Site, Near Atlin, BC which outlined options for Mine water discharge (the “**2020 Closure Plan Options**”).
- I. With cooperation from Teck, from 2020 to 2023, early work identified in the 2020 Closure Plan Options was undertaken by the Province in collaboration with TRT through their economic arm, Atlin Taku Economic Limited Partnership, to improve site stability and accessibility and water and aquatic effects monitoring (the “**Interim Reclamation Work**”).
- J. Teck voluntarily contributed over \$3.26 million in funding for the Interim Reclamation Work.
- K. Through collaborative efforts with the State of Alaska and other U.S. stakeholders, monitoring of the Tulsequah and Taku Rivers (“**Joint Monitoring Program**”) has been undertaken. The details of the Joint Monitoring Program are publicly available and have found, amongst other matters, that Alaskan water quality standards were not exceeded in the Taku River downstream of the B.C. – Alaska border. In the Tulsequah watershed, naturally occurring mineral deposits and Mine discharge appear to have had a localized influence on some sediment and water samples, which exceed some of the Province’s water and sediment quality guidelines.

- L. The Parties have been engaged in separate bilateral discussions regarding short and long-term site management and reclamation activities. The Parties believe their shared interests and greater collaboration with respect to reclamation of the Mine can be achieved through this tri-partite non-binding Memorandum of Understanding (“MOU”).

THEREFORE, the Parties wish to confirm in this MOU the critical principles, actions, and collaborative efforts they wish to pursue with respect to the reclamation of the Mine:

1. RECLAMATION AND SITE MANAGEMENT PRINCIPLES

- 1.1 The Parties have all expressed a desire to see reclamation and other site management activities at the Mine advance and to support development of a more comprehensive reclamation and site management plan which seeks to improve current site and downstream conditions, particularly with respect to water quality (“Reclamation Plan”).
- 1.2 The Parties acknowledge the following values, principles and objectives have been identified by one or more of them as important in their implementation of this MOU:
- (1) advancement of reconciliation in the manner set out in Call #92 of the Truth and Reconciliation Commission’s Calls to Action, which call on governments such as the Province, and the corporate sector such as Teck, to apply the United Nations Declaration on the Rights of Indigenous Peoples as the framework for advancing reconciliation;
 - (2) recognition and respect of TRT Rights, TRT Indigenous laws, and TRTFN jurisdiction, governance, authority, and responsibilities;
 - (3) conduct of reclamation activities that are environmentally and socially sustainable and support the TRT ability to sustain their khustiyxh (way of life), including by reducing constraints to present and future TRT citizens’ access to and use of the land, including in and around the Mine;
 - (4) alignment with the Wóoshtin wudidaa: Atlin Taku Strategic Land Use Plan and in consideration with the principles expressed in the Taku Indigenous Protected Conserved Area declared by TRT Clan Director Council in January 2023;
 - (5) consensus based decision-making between TRT and Teck in relation to closure plan development informed by Indigenous ecological knowledge and western science, based on the best available information, and which errs on the side of caution when information is limited;

- (6) avoidance of environmental, social, economic, and cultural risks and impacts to TRTFN, TRT Territory and TRT Rights, with any unavoidable impacts mitigated and/or offset in compliance with applicable TRT Indigenous laws, including effectively remediating impacted lands, waters, and resources within a reasonable time;
 - (7) recognition of cumulative impacts on TRTFN, TRT Territory, and TRT Rights, and promotion of measures to address such impacts in the short and long-term;
 - (8) provision of meaningful economic, employment and business opportunities and benefits to TRTFN and TRT citizens;
 - (9) consideration of health and safety risks associated with conducting reclamation activities, including long-term site access, monitoring, and maintenance;
 - (10) open communications and long-term relationship building;
 - (11) generally consistent with the reclamation, closure and site management criteria contemplated in the 2020 Closure Options Plan, including avoiding long-term water treatment and site presence in respect of reclamation activities.
- 1.3 The Parties will review the Guiding Principles from time-to-time to discuss whether their actions are effectively implementing them, and whether any changes are required to the Guiding Principles to assist them in advancing their efforts and the advancement of reconciliation between them.

2. INTERIM SITE INVESTIGATION AND RELATED ACTIVITIES

- 2.1 Teck agrees to voluntarily undertake and fund the interim site investigation work as contemplated in section 2.2 (**Interim Work**) and development of the Reclamation Plan, in active collaboration with TRTFN.
- 2.2 To support the development of the Reclamation Plan, Teck has identified the need to undertake certain site investigative and other work as further summarized in Schedule B: Tulsequah Chief Mine Project Description Proposed Investigation Activities, March 2024.
- 2.3 Teck will seek to conduct the Interim Work in accordance with a schedule, developed collaboratively with TRTFN. Teck will conduct the Interim Work collaboratively with TRTFN, and in accordance with the agreed upon Engagement Activities and other plans developed in accordance with the 2023 TRTFN – Teck Letter Agreement.

3. COMMUNICATIONS

- 3.1 The Parties will organize regular tripartite meetings to review the progress of the Interim Work and alignment with the Guiding Principles. The Parties will work collaboratively on providing joint and regular updates to other stakeholders who have expressed an interest in Mine management, including the State of Alaska, and Alaskan Indigenous tribes, while respecting TRTFN's right to carry out bilateral political discussions, customs and protocols with its Alaskan neighbours and relations.

4. FURTHER RECLAMATION AND SITE MANAGEMENT ACTIVITIES

- 4.1 Concurrent with the conduct of the Interim Work, Teck will work collaboratively with TRTFN to develop the Reclamation Plan.

- 4.2 The Parties will discuss and seek to reach agreement on the options afforded through further agreement making, or by applicable law, to support the timely and efficient implementation of the Reclamation Plan. To support these future discussions, the Parties have identified the following options as warranting further discussion and careful consideration:

- (1) *Independent Remediation*: The Parties anticipate that Teck could conduct and fund implementation of the Reclamation Plan by carrying out independent remediation as contemplated in accordance with the *Environmental Management Act* (British Columbia). The Parties will need to identify which, if any, further regulatory approvals may be necessary to conduct independent remediation, including authorizations to address concerns regarding trespass or issues related to the ownership status of the Mine.
- (2) *Complementary Agreement*: The Parties have identified several matters related to the conduct of the Reclamation Plan, the resolution of which could aid in the effective conduct of reclamation activities, and which would not usually be addressed through independent remediation or other regulatory processes. The Parties will discuss whether reaching additional agreement(s) on any of the following, or other related matters would be beneficial in advancing their shared interests:
 - (a) agreement on acceptable reclamation and remediation outcomes with reference to the Guiding Principles, and any agreement on post-independent remediation site presence or activities;
 - (b) protection for Teck against any re-development of the Mine site post-reclamation and remediation activities;

- (c) review of innovative reclamation or stewardship practices or technologies, and development of a knowledge hub, which could be used to support best practices in mining reclamation and closure management;
- (d) training, employment, or contracting opportunities for TRTFN and its citizens that could be developed in relation to reclamation activities at the Mine;
- (e) funding support for TRTFN participation in reclamation and post reclamation site management activities; and
- (f) alignment of the Reclamation Plan or activities to contribute to the objectives of the Wóoshtin wudidaa: Atlin Taku Strategic Land Use Plan.

5. GENERAL PROVISIONS

5.1 The MOU is intended to express the Parties desire to have a longer-term Reclamation Plan established, including possible subjects for any future Tulsequah agreement(s).

5.2 The Parties agree that this MOU:

- (1) does not create legally binding obligations on the Parties;
- (2) does not create, recognize, define, deny, limit, amend, or prejudice any TRT Rights;
- (3) does not alter or limit the Parties constitutional jurisdiction or obligations, or statutory authority or obligations, or limit any position any Party may take in future negotiations or legal proceedings with respect to those;
- (4) does not constitute any admission of fact or liability;
- (5) does not constitute a permit or authorization under the *Mines Act* of the *Environmental Management Act*;
- (6) does not represent or warrant any acknowledgment or agreement between the Parties regarding Mine reclamation or other environmental or cultural management activities or decisions;
- (7) is without prejudice to any position any of the Parties may take in any future Mine regulatory or legal proceedings.

5.3 The Parties further agree that this MOU does not limit or affect the abilities, powers, obligations or rights of any person having administrative or regulatory authority under any applicable law, including the *Environmental Management Act* and the *Mines Act*.

5.4 The Parties key contacts for the implementation of this MOU are:

(1) For TRTFN:

Rodger Thorlakson
Lands and Resources Manager
Government to Government Co-Chair
250-651-7900 ext. 204
lands.mgr@gov.trtfn.com

(2) For the Province:

Andrew Rollo
Executive Director, Tulsequah Reclamation
Ministry of Energy, Mines and Low Carbon Innovation
236-478-3641
Andrew.Rollo@gov.bc.ca

(3) For Teck:

Scott Maloney
Vice President Environment
604-699-4721
Scott.maloney@teck.com

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IN WITNESS WHEREOF the Parties have executed this MOU as set out below:

Signed on behalf of Taku River Tlingit
First Nation by its authorized signatory

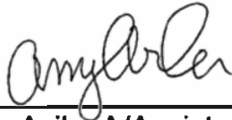


Rodger Thorlakson

September 17, 2024

Date

Signed on behalf of His Majesty the
King In Right of the Province of British
Columbia as represented by the
Minister of Environment by



Amy Avila, A/Assistant Deputy Minister

September 17, 2024

Date

Signed on behalf of His Majesty the King
In Right of the Province of British
Columbia as represented by the Minister
of Energy, Mines and Low Carbon
Innovation by

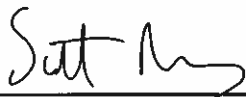


George Warnock, Assistant Deputy
Minister

September 17, 2024

Date

Signed on behalf of Teck Metals Limited



Scott Maloney, Vice President Environment

September 13, 2024

Date