

Težtan Biny Gagaghut'i (Težtan Biny Agreement)

The Province of British Columbia ("**Province**"), Tšilhqot'in Nation and Taseko Mines Limited ("**Taseko**") have together negotiated a resolution to a long-standing conflict over the New Prosperity mineral tenures in the Težtan Biny (Fish Lake) area of Tšilhqot'in territory.

The arrangement reached by the parties comprises several agreements, of which the main ones are:

- The **Težtan Biny Gagaghut'i** (the "**Težtan Biny Agreement**") – formed among the Province, the Tšilhqot'in Nation and Taseko – sets out the overall structure of the agreement and resolution of the long-standing conflict;
- The **Težtan Area Agreement** – formed between the Province and the Tšilhqot'in Nation – requires the Tšilhqot'in Nation's consent for any mining project to proceed in an area (the "**Težtan Area**") that includes the New Prosperity mineral tenures (the "**Mineral Tenure Area**") – see attached map;
- The **Proponent-Tšilhqot'in Consent Agreement** – formed among the Tšilhqot'in Nation, Taseko and a new company incorporated by Taseko to hold the mineral tenures (the "**Holding Company**") – prohibits mining activities in the Mineral Tenure Area without the Tšilhqot'in Nation's free, prior and informed consent. In the event the Tšilhqot'in Nation chooses to consider a potential mining project, this agreement sets out a clear process for the Tšilhqot'in Nation to exercise its consent rights at key stages of mining exploration, development, operation and closure, and includes procedural safeguards for the holder of the New Prosperity mineral tenures (the "**Proponent**"); and
- The **Pathways and Principles Document** – formed between the Tšilhqot'in Nation and the Province – will guide land use planning processes in the Težtan Area and Dasiqox Nexwagwez'an.

Key aspects of the arrangement are summarized below. The Težtan Biny Agreement, the Težtan Area Agreement and the Pathways and Principles Document are publicly available. The Proponent-Tšilhqot'in Consent Agreement itself is confidential, although key elements of that agreement are included in the summary below.

No mining activity without Tšilhqot'in Nation's free, prior and informed consent

The arrangement reached by the parties ensures that the development of a mine and certain other activities in the Težtan Area cannot proceed unless the Tšilhqot'in Nation consents to it. That consent requirement is provided in two agreements.

The first is the Težtan Area Agreement between the Tšilhqot'in Nation and the Province. The Težtan Area Agreement requires the Tšilhqot'in Nation's consent for any mine in the Težtan Area that is a reviewable project under the *Environmental Assessment Act* to proceed. The Province has prescribed the Težtan Area Agreement under s. 7 of the *Environmental Assessment Act* (see [OIC 285/2025](#)).

The Province has authorized the Minister of Indigenous Relations and Reconciliation to negotiate an agreement with the Tšilhqot'in Nation, pursuant to the *Declaration on the Rights of Indigenous Peoples Act*. That agreement will set out the process through which B.C. and the Tšilhqot'in Nation will address the requirement for Tšilhqot'in Nation consent in any potential environmental assessment process for a reviewable mining project in the Težtan Area (see [OIC 283/2025](#)).

The second agreement is the Proponent-Tšilhqot'in Consent Agreement, which provides that the Proponent must secure the free, prior and informed consent of the Tšilhqot'in Nation in order to engage in certain activities, as further described below. The agreement also specifies that Taseko will not be the proponent of a mining project in the Mineral Tenure Area. The Holding Company will always be bound by this agreement. Taseko may divest some or all of its interest in the Holding Company at any time, including to other mining companies that could advance a project with the consent of the Tšilhqot'in Nation. If the Tšilhqot'in Nation chooses to advance a potential mining project, Taseko must sell its shares prior to mine construction.

Under the Proponent-Tšilhqot'in Consent Agreement, the Tšilhqot'in Nation and the Proponent will meet once per year, unless and until the Tšilhqot'in Nation adopts a land use plan for the Mineral Tenure Area that permits mining. If the land use plan designates mining as a permitted use of the Mineral Tenure Area, or if the Tšilhqot'in Nation otherwise wishes to consider mining within that area, then the Tšilhqot'in Nation and the Proponent will engage in a collaborative visioning process to inform the process by which a future mine in the Mineral Tenure Area may be investigated, designed and permits will be sought. That visioning process will include discussions of what an acceptable mine in the Mineral Tenure Area might look like, the various activities and studies that might be required to advance the development of such a mine, the potential impacts on the Tšilhqot'in Nation's Aboriginal rights and values, and on the environment, as well as potential mitigations for those impacts, and potential benefits of a mine to the Tšilhqot'in Nation.

Following the collaborative visioning process, the Proponent can seek to advance a mine proposal. The mine proposal, however, can only proceed if the Tšilhqot'in Nation provides its free prior and informed consent at certain strategic decision points where potential significant impacts on the environment and/or the Tšilhqot'in Nation's Aboriginal rights could occur. A description of those decision points – referred to as “**Consent Gates**” – can be found below. The agreement describes, for each of the Consent Gates, the processes to be undertaken by the parties and the information that must be considered at each decision point.

- **Ground Disturbing Activities Plan:** Following the collaborative visioning process, the Proponent may provide a detailed, multi-year plan for conducting activities that would cause non-transitory, material disturbance (“**Ground Disturbing Activities**”) in connection with exploration and other pre-development investigative activities in the Mineral Tenure Area, and the T̓silhqot̓in Nation will determine whether or not to consent to that plan. The agreement sets out the matters and level of detail that must be addressed in the Ground Disturbing Activities Plan, as well as the applicable timelines and considerations for the T̓silhqot̓in Nation’s decision.
- **Environmental assessment decision:** The agreement provides that the Proponent may not construct or operate a mine in the Mineral Tenure Area unless the T̓silhqot̓in Nation consents to the issuance of an environmental assessment certificate. The agreement sets out considerations for the T̓silhqot̓in Nation’s decision. The T̓silhqot̓in Nation’s consent is also required for any substantial amendment to an environmental assessment certificate.
- **Post-closure reclamation objectives and site design:** The T̓silhqot̓in Nation’s consent is required for the determination of post-closure reclamation objectives for the project. The agreement sets out the process and considerations for the T̓silhqot̓in Nation’s decision-making.
- **Determination of reclamation completion:** The agreement requires the consent of the T̓silhqot̓in Nation for the Proponent to apply to relinquish its mineral tenures after mining and reclamation are complete and sets out a process and considerations for the T̓silhqot̓in Nation’s decision.

The Proponent-T̓silhqot̓in Consent Agreement also addresses other activities for which the T̓silhqot̓in Nation’s consent is not strictly required, but for which the Proponent must work with and seek consensus with the Nation. Those activities include exploration activities pursuant to an approved Ground Disturbing Activities Plan, permitting for early works, the information and materials that must be filed with the BC Environmental Assessment Office in an environmental assessment process, permits for operations and amendments to reclamation plans. The agreement sets out a detailed process for seeking consensus on these activities.

Under the Proponent-T̓silhqot̓in Consent Agreement, the T̓silhqot̓in Nation commits to making decisions in a manner that is procedurally fair to the Proponent, including by sharing relevant information, providing fair opportunities for the Proponent to share its position, making decisions in good faith, providing reasons, raising key issues, meeting timelines and following the processes and tests set out in the agreement. The agreement permits the T̓silhqot̓in Nation to make decisions through binding community ratification processes but sets out obligations of the T̓silhqot̓in Nation if such processes are used.

Taseko provides an interest in the New Prosperity mineral tenures for the T̓silhqot̓in Nation's benefit

Pursuant to the Te̓ztan Biny Agreement, Taseko has transferred 22.5% of the shares of the company holding the New Prosperity mineral tenures into a trust for the benefit of the T̓silhqot̓in Nation.

The trust will distribute the 22.5% interest to the T̓silhqot̓in Nation if the Nation consents to a Ground Disturbing Activities Plan.

Land use planning process for the Te̓ztan Area and Dasiqox Nexwagwez̓an

The Te̓ztan Biny Agreement provides that the T̓silhqot̓in Nation and the Province will commence land use planning processes for determining the land uses for each of the Te̓ztan Area and Dasiqox Nexwagwez̓an. In October 2014 the T̓silhqot̓in Nation declared Dasiqox Nexwagwez̓an – which includes the Te̓ztan Area – as an expression of its self-determination.

The land use planning process for the Te̓ztan Area and Dasiqox Nexwagwez̓an will proceed through four phases. The planning processes and principles will be guided by the Pathways and Principles Document. The Parties are committed to an open and transparent planning process for Dasiqox Nexwagwez̓an that is relationship-based, with affected parties at its core. The planning process for Dasiqox Nexwagwez̓an will invite broad participation of affected third party interest holders, neighbouring First Nations, local government, industry, and the public to build on shared values and solutions.

The Te̓ztan Biny Agreement specifically addresses two potential outcomes of the land use planning process in respect of the Mineral Tenure Area: the “**Conservation Path**” and the “**Tenure Continuation Path**”.

If the Conservation Path is pursued, the T̓silhqot̓in Nation and the Province would seek to place the Mineral Tenure Area under long-term conservation. To achieve that outcome, the T̓silhqot̓in Nation and Taseko (or its successor) would need to agree on a price for the buy-out of Taseko's remaining interest in the mineral tenures, and that amount would need to be raised and paid. While the Province would not contribute funds for that purpose, it has committed to collaborating with the T̓silhqot̓in Nation to seek funding from third parties.

The Tenure Continuation Path refers to any determination by the T̓silhqot̓in Nation that the Mineral Tenure Area will not be put into long-term conservation. On that path – as with any scenario arising from the land use planning process – the Te̓ztan Area Agreement and the Proponent-T̓silhqot̓in Consent Agreement will require T̓silhqot̓in Nation consent to any mining activity, as further described in the section above, entitled, “*No mining activity without the T̓silhqot̓in Nation's free, prior and informed consent*”.

The Te̓ztan Biny Agreement provides for the surface interest in the lands covering the mineral tenures becoming “Provisional Category ‘A’ Lands” within the meaning of the Nenqay Deni Accord and the Gwets'en Nilt'i Pathway Agreement. The Nenqay Deni Accord

contemplates the development of a collaborative structure for the efficient and practical management of lands and resources for any activities or development that require provincial authorization.

The T̓silhqot̓in Nation and the Province will also identify other potential areas within the Teztan Area that may be established as Provisional Category 'A' Lands.

As part of the land use planning process, the T̓silhqot̓in Nation and the Province will work to establish the Mineral Tenures Area as full Category 'A' Lands, in a manner that does not transfer ownership of the subsurface to the T̓silhqot̓in Nation and does not terminate or impair the mineral tenures.

Province Seeks to Implement Measures to Support Planning Process

To support the land use planning process, the Province has implemented the following measures to preserve the *status quo* within the Mineral Tenure Area and the broader Teztan Area:

- **No Registration Reserve:** No further mineral or placer claims may be registered in the Teztan Area until May 31, 2035.
- **No disposition of Crown land:** The disposition of Crown land within the Mineral Tenure Area, a smaller area within the Teztan Area that corresponds to the area where Taseko Mines hold mineral tenures, is prohibited until May 31, 2035.
- **No forestry:** Until May 31, 2035 in the Mineral Tenures Area, no forestry operational plans may be approved and no *Forest Act* agreements or special use permits may be issued, except for permits related to reforestation.
- **Extension of the New Prosperity mineral tenures:** The expiry dates for the mineral claims and the mining lease in the Mineral Tenure Area are extended – without the obligation to complete assessment work or make payments in lieu (in the case of the mineral claims) or make lease payments (in the case of the mining lease) – such that the mineral claims and lease will each have, at the end of such period of extension, the same amount of time until expiry as they did when the parties initially started their resolution discussions in 2019.

For further details see [OIC 284/2025](#).

After the eighth anniversary of the Teztan Biny Agreement the Parties will seek agreement on which measures should be requested to be extended.

Funding for the T̓silhqot̓in Nation

The Province has transferred to the T̓silhqot̓in Nation \$10 million to support cultural revitalization efforts and \$1.5 million to support the Nation's land use planning process.

Funding for Taseko

As part of the Teẓtan Biny Agreement, the Province has made a one-time payment of \$75 million to Taseko. This payment supports the resolution of long-standing issues and enables key components of the agreement to move forward.

Termination of litigation, release of claims and dispute resolution

As provided for in the Teẓtan Biny Agreement, the parties are taking steps to terminate all litigation among Taseko, the Province and the T̓silhqot̓in Nation. Under the Agreement, the parties have also released all potential claims against each other in relation to the mineral tenures, subject to certain exceptions.

To implement the Teẓtan Biny Agreement, the parties will form a steering committee, comprised of senior executives from each party, and a leaders' table formed by certain T̓silhqot̓in Chiefs, provincial Ministers, and Taseko's President and CEO. Any disputes among the parties will be addressed first to these bodies and may ultimately be referred to arbitration if necessary.

The T̓silhqot̓in-Proponent Consent Agreement also provides for a dispute resolution process that can culminate in arbitration. The agreement provides that neither that process nor any judicial review in the courts can lead to mining activity without the T̓silhqot̓in Nation's free, prior and informed consent.

Map of the Težtan Area

