

April 29 & 30, 2014, Toronto

# Inaugural Optimizing Mining Development Projects in Ontario

Effectively managing regulatory, legal and First Nations concerns during the development process

*Workshop Included: Re-visiting the Financing of Exploration and Development*



**Course Leader**  
Sandra  
Gogal,  
Miller  
Thompson LLP



**Course Leader**  
Robert N.  
Spiegel,  
Stikeman Keeley  
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Pasternack LLP



Radha D.  
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Bennett Jones  
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Janne Duncan,  
Norton Rose  
Fulbright  
Canada LLP



Michael J.  
Fortier,  
Torys LLP



David Mchaina,  
Nuinsco  
Resource  
Limited



Robert J. Potts,  
Blaney  
McMurtry LLP



Andres  
Recalde,  
Torex Gold  
Resources Inc.

## participating organizations

Bennett Jones LLP  
Blaney McMurtry LLP  
Cassels Brock & Blackwell LLP  
Detour Gold Corporation  
IAMGOLD Corporation  
Miller Thompson LLP

Nuinsco Resource Limited  
Norton Rose Fulbright Canada LLP  
Stikeman Keeley Spiegel Pasternack LLP  
Torex Gold Resources Inc.  
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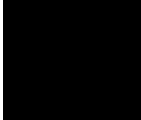
Jim Robertson,  
Detour Gold  
Corporation



John A. Terry,  
Torys LLP



France M.  
Tenaille,  
Cassels Brock  
& Blackwell LLP



Denis  
Miville-  
Deschenes,  
IAMGOLD  
Corporation

## who should attend

Mining sector VPs, Directors & Managers in exploration, project development; First Nations consultation & collaboration; regulatory affairs; in-house counsel; lawyers

## course highlights

- Managing emerging business and legal risk
- Requirements for meaningful consultation
- Creating a consultation protocol
- Best practices to achieve successful partnerships
- Business development and community capacity building
- Strategies to plan, assess and manage the environmental impacts of mining projects
- Evaluating environmental sustainability initiatives
- Ensuring expertise in effective community engagement at the local level
- Financing trends in the mining industry

## COURSE LEADERS

### SANDRA GOGAL

Sandra Gogal is a Partner at **Miller Thompson LLP**. Her practice focuses on natural resource development, primarily in the mining and hydro sectors, providing both strategic business and legal advice to clients in developing projects on treaty and aboriginal claimed lands.

### ROBERT N. SPIEGEL

Robert Spiegel is President and CEO of NSR Resources Inc. and Tintina Mines Limited. He has served as a member of the board of directors and counsel since 2002. He is a Partner at **Stikeman Keeley Spiegel Pasternack LLP**.

### JANNE DUNCAN

Janne Duncan is a Partner, **Norton Rose Fulbright Canada LLP**. Her practice focuses on many aspects of corporate and securities law including initial public offerings, M&A transactions, and corporate governance.

### MICHAEL J. FORTIER

Michael Fortier is a Partner in the Environmental, Health and Safety Practice at **Torys LLP**. With a strong background in corporate and real estate law, Michael now practises environmental, health and safety (EHS) law exclusively.

### DAVID MCHAINA

David Mchaina is Vice-President of Environment & Sustainable Development at **Nuinsco Resources Limited**, with over 25 years of progressive professional experience in areas including mining engineering, and environmental impact assessment.

### DENIS MIVILLE-DESCHENES

Denis Miville-Deschenes is Senior VP-Project Development at **IAMGOLD Corporation**.

### ROBERT J. POTTS

Robert (Bob) Potts is a Partner at **Blaney McMurtry LLP**. He is an experienced litigation counsel with a varied practice and extensive client list. Bob has successfully acted for clients in disputes involving real estate and business contracts.

### ANDRES RECALDE

Andres Recalde is Director Community & Government Relations at **Torex Gold Resources Inc.** He has over 15 years of field experience listening and managing expectations of communities and other stakeholders.

### JIM ROBERTSON

Jim Robertson is Vice-President, Environment & Sustainability at **Detour Gold Corporation**.

### JOHN A. TERRY

John Terry is a Partner at **Torys LLP**. His civil litigation practice focuses on public, business and international trade and investment law.

### FRANCE M. TENAILLE

France Tenaille is a Partner at **Cassels Brock & Blackwell LLP** in the Business Law Group and the Mining Group. Ms. Tenaille's practice focuses largely on mergers and acquisitions.

## CO-LECTURERS

### RADHA D. CURPEN

Radha Curpen is a Partner at **Bennett Jones LLP** and co-chair of the firm's aboriginal law practice. Radha negotiates with regulatory authorities and First Nations regarding environmental projects.

# COURSE PROGRAM

## ASSESSING THE NEW RISKS: OVERVIEW

Risk management in the mining industry has many unique challenges due to a mix of complex ownership, regulatory and contractual issues, and it has become increasingly important as a result of increased commodity price volatility, increasing labour costs, greater requirements to engage with Aboriginal communities, heightened environmental concerns and evolving legislation and regulations. This discussion details effective risk management practices for the mining industry.

- Preparing for emerging risks impacting the industry
- Risk assessment process in the mining industry
- Managing emerging business and legal risk
- Linking risk appetite to strategy
- Steps taken to identify political, social and environmental risks

## DETERMINING HEIGHTENED REQUIREMENTS OF THE DUTY TO CONSULT

The provincial and federal crown have a legal duty to consult with and potentially accommodate First Nations whose Aboriginal rights may be infringed upon by development projects in their traditional territory. Effective consultation allows First Nation participation in decision making with respect to their land and to benefit from the social and economic rewards of such opportunities.

- The courts' balancing of commercial and Aboriginal interests
- Scope of the duty to consult
- Requirements for meaningful consultation
- Role of accommodation and impact benefit agreements in meeting duty to consult
- Dispute-resolution process for Aboriginal-related issues in mining

## SUPPLEMENTARY COURSE MATERIAL

Federated Press is now providing delegates with access to an innovative new database containing at least 25 interactive multimedia presentations by leading experts including approximately 20 hours of lectures on the topics covered by this course, including all slides and speakers' papers. See the list of presentations on page 4.



## AV Proceedings

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## HOW TO UNDERTAKE AND MANAGE CONSULTATIONS

Mining companies are not only legally bound to consult with affected Aboriginal communities, but in today's business climate, it is essential that they attempt to build buy-in for their projects. Obtaining the social license to operate, which means having Aboriginal consent to commence work, is often the largest non-technical risk to a project. When consultation is effective it is an immense benefit to all parties involved. This discussion details the practical issues for creating effective consultations with Aboriginal groups.

- Developing a consultation model or policy
- Current challenges in consultations
- Creating a consultation protocol
- Legal aspects of the consultation framework

## DESIGNING PARTNERSHIP AGREEMENTS WITH FN COMMUNITIES

Entering into a partnership arrangement with Aboriginal groups may be the best strategy for taking advantage of mining project opportunities. There has been a growth in the use of innovative forms of partnerships involving Aboriginal partners. This session looks at the characteristics and uses of Aboriginal partnerships for the purposes of mining activity.

- Tax implications for partnerships involving First Nations
- Sourcing capital: financing Aboriginal limited partnerships
- Mining partnership documentation
- Exit strategies and transferability of interests

## CAPACITY BUILDING & SKILLS DEVELOPMENT IN FN COMMUNITIES

One of the main challenges facing mining companies is the lack of skilled workers, as the mining industry worldwide is facing an impending labour shortage. Mining companies could address this through taking longer term approach with FN communities, whereby they jointly promote education and skills development within Aboriginal groups. Collaboration such as this demonstrates the potential win-win possibilities to be derived from FN partnerships. This session will address strategies for capacity building and skills development.

- Establishing efforts to promote education and skill development
- Developing business skill set of First Nation communities
- Training initiatives for First Nation communities
- Ensuring effective Aboriginal business participation

## KEY ENVIRONMENTAL REGULATORY AND SUSTAINABILITY DRIVERS AFFECTING MINING PROJECT DEVELOPMENT

Environmental and sustainability challenges are some of the most significant ones facing proponents of new mining projects in Ontario (and elsewhere). This discussion highlights important aspects of the environmental regulatory landscape in Ontario affecting such projects, as well as critical considerations in developing a sustainability program for those projects. The discussion will also explore their connection to the concept of social license.

- Strategies to plan, assess and manage the environmental impacts of mining projects
- Environmental permitting issues, including some common pitfalls
- Continuous disclosure obligations for reporting issuers
- Developing an effective sustainability program and reporting on its performance

## ENVIRONMENTAL CASE STUDY: COLLABORATION IN FN COMMUNITIES

Every mining venture must bear in mind the importance of addressing the environmental impact of their operations for sustainable growth. This case study will provide practical insight in the management of environmental issues associated with mining projects and best practices for collaborating with First nation communities to address critical issues.

- Addressing environmental concerns of Aboriginal communities
- Managing uncertainties of long-term impacts of mining
- Mine closure and remediating issues: minimizing environmental impact
- Effective water management strategies for mining projects

## DEVELOPING DISPUTE RESOLUTION CONTINGENCIES

Many multi-national mining exploration and development companies operate in areas suffering from conflict and chronic instability. Control and access to the resources that they seek to extract are often key drivers of conflict and instability. However, companies can do much to mitigate the emergence of these tensions. This discussion details key dispute resolution issues.

- Building capacity for responsible community engagement and conflict-sensitive mining
- Realizing these global commitments at the community level, where exploration and mining projects have the most tangible impact
- Establishing effective community engagement at the local level
- Implementing constructive and conflict-sensitive engagement strategies with local communities

## WORKSHOP

### RE-VISITING THE FINANCING OF EXPLORATION AND DEVELOPMENT

Mining is a capital-intensive business, and the inability to fund necessary or desirable capital expenditures could have a severe detrimental effect on growth and profitability. Without access to capital, mining companies are forced to slow or halt their exploration and development operations. In recent years, mining companies have faced a number of financing challenges, along with new opportunities for raising funds for projects. This session will examine the current issues for financing new mining projects on First Nations lands.

- Financing trends in the mining industry
- Barriers to financing and how to overcome them
- Tailoring financing needs to fit your organization's bottom line
- Effective deal structuring to minimize risk

# MULTIMEDIA

Your registration includes an interactive multimedia CD-ROM comprising the following presentations from recent Federated Press courses and conferences. They are presented in their entirety with complete audio and accompanying slides.

For an additional \$175 to the registration fee, you can receive the multimedia proceedings of this course on CD-ROM, containing all presentations given at this event. If not registered for the event, the cost of this CD, is \$599.

To receive the presentations described below as well as the presentations given at the event, the cost is \$799.

## Case Study: Step-By-Step Review of a Mining Investment in Brazil Through a Foreign Intermediary

Leandro Reis  
*Deloitte & Touche LLP*

## Corporate Structuring for First Nation Businesses: Limited Partnerships & Joint Ventures

David Allardice  
*Miller Titerle LLP*

## Mining Acquisition Agreements

Jason MacIntosh  
*Bennett Jones LLP*

## Mining & Aboriginal Peoples: Consultation, Accommodation and Participation Agreements – Impact Benefit Agreements in Aboriginal Law

Tracy Pratt  
*Fasken Martineau DuMoulin LLP*

## Determining the Best Contracting Models in Developing Your Mining Project

Richard Wong  
*Osler, Hoskin & Harcourt LLP*

## Key Clauses to Be Aware of in Mining Agreements: Understanding the legalities of Contract Mining Agreement

Ann Watterworth  
*Cassels Brock & Blackwell LLP*

## Mining contracts – The Basics

Michael D. Amm  
*Torys LLP*

## Transfer Pricing in the Mining Industry

Sean Kruger  
*Ernst & Young LLP*

## Structuring Resource Ventures

Kevin T. Chan  
*PricewaterhouseCoopers LLP*

## Effective Negotiating Strategies & Key Agreements for Aboriginal Businesses

Neil Reddekopp  
*Ackroyd LLP*

## Resource Sector Inbound Investment

Alan Bowman  
*Goodmans LLP*

## Mining industry maintenance case study

Christian Quirion  
*Agnico-Eagle Mines Limited Division Laronde*

## Case Study: Optimizing Asset Reliability at Quebec Cartier Mining

Roger Zavagnin  
*Ivira Corporation*

## Land Development Approvals Process: From Land Acquisition to Building Permit

Catherine A. Lyons  
*Goodmans LLP - Toronto*

## Develop with Care: Environmental Guidelines for Urban and Rural Land Development in BC

Marlene Caskey  
*Ministry of Environment, Environmental Stewardship Division*

## Sound Principles for Land Development

Stefan Moores  
*MDC Moores Development Corporation*

## Offtake Agreements

France Tenaille  
*Cassels Brock & Blackwell LLP*

## Streaming Transactions & Royalty Agreements

Sheldon Vanderkooy  
*First Quantum Minerals Ltd.*

## Project Financing Agreements

Alison Lacy  
*Torys LLP*

## Negotiating Preliminary Agreements

Richard Fridman  
*Davies Ward Phillips & Vineberg LLP*

## Challenging Issues in Land Development

Oleg Verbenkov  
*Pacific Land Resource Group Inc.*

## Development Financing in Challenging Times

Gary Morrison  
*Ernst & Young Corporate Finance (Canada) Inc.*

## Sound Planning Practices: The District of Squamish Oceanfront Land Development Project

Cameron Chalmers  
*District of Squamish*

## Managing Environmental Issues in Land Acquisition and Development

Tony Crossman  
*Miller Thomson LLP*

## Land Development Approvals Process

Dennis H. Wood  
*Wood Bull LLP*

**Registration:** To reserve your place, call Federated Press toll-free at 1-800-363-0722. In Toronto, call (416) 665-6868 or fax to (416) 665-7733. Then mail your payment along with the registration form. Places are limited. Your reservation will be confirmed before the course.

**Location:** Novotel Toronto Centre Hotel, 45 The Esplanade, Toronto, ON, M5E 1W2

**Conditions:** Registration covers attendance for one person, the supplementary course material as described in this document, lunch on both days, morning coffee on both days and refreshments during all breaks. The proceedings of the course will be captured on audio or video. Multimedia proceedings with all slides and handouts can be purchased separately on a CD-ROM which will also include the course material.

**Time:** This course is a two-day event. Registration begins at 8:00 a.m. The morning sessions start promptly at 9:00. The second day ends at 5:00 p.m.

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