

Yukon Mine Site Reclamation and Closure Policy

Financial Guidelines

April 2014



Table of Contents

EXPLANATORY NOTES1

GUIDELINES SUMMARY 2

FINANCIAL GUIDELINES

CASH 3

LETTER OF CREDIT & BANK LETTER OF GUARANTEE 4

PLEDGE OF ASSETS 6

SURETY BOND 8

INSURANCE 9

SECURITY HELD PURSUANT TO TRUST INDENTURE 11

LIABILITY ESTIMATE FOR SECURITY 13

DISCOUNT RATE 15

INTEREST & RETURNS EARNED ON SECURITY 16

ADJUSTMENTS & CONVERSIONS OF SECURITY 17

STATEMENT TO MINE OWNERS ON SECURITY 18

NOTICE OF MATERIAL CHANGE19

RELEASE OF SECURITY ON TRANSFER OF LICENSE 20

TEMPORARY CLOSURE 21

APPENDIX A 23

SAMPLE: IRREVOCABLE STANDBY LETTER OF CREDIT 24

SAMPLE: SURETY BOND 26

APPENDIX B 28

WEB REFERENCES 29

EXPLANATORY NOTES

The financial guidelines provide details on the terms of various forms of security. They also provide greater policy detail regarding discretionary forms of security. They address details on the procedures and timing for calculating, managing, reviewing and adjusting security.

The scope of the guidelines applies to security provided in association with a production license issued or transferred under the *Quartz Mining Act*. The guidelines also apply to security required pursuant to the water license issued under the *Waters Act*, to the extent reflected in the water license.

The financial guidelines include three features: purpose, context and practice. Statements on purpose set out the intended audience and the financial instrument or matter being addressed. Statements about context are normally derived from the Yukon Mine Site Reclamation and Closure Policy and/or legislation, and provide a legal and policy context within which practices can be considered. As to statements on practice, these may include requirements that exist pursuant to legislation or provide greater policy detail. These may also include statements on preferred practices on the part of the Yukon government in relation to the instrument or financial matter at hand.

GUIDELINES SUMMARY

| Guideline Topic | Purpose |
|--|---|
| Cash | To inform administrators and mine owners about applicable policy and procedures associated with cash and cash equivalents provided as security under the <i>Quartz Mining Act (QMA)</i> and <i>Waters Act (WA)</i> . |
| Letter of credit | To inform administrators, mine owners and financial institutions about the provisions of a letter of credit or bank letter of guarantee when they are provided as security under the QMA and WA. |
| Pledge of assets | To inform administrators and mine owners about the policy and procedures associated with the use of a pledge of assets as security under the QMA and WA. |
| Surety bond | To inform administrators, mine owners, surety issuers and brokers about the policy and procedures associated with the use of surety bonds as security under the QMA and WA. |
| Insurance | To inform administrators, mine owners, and insurance issuers and brokers about the policy and procedures associated with the use of insurance as a form of security under the QMA and WA. |
| Security held pursuant to a trust indenture Liability estimate for security | To inform administrators, mine owners and third party trustees about the policy and procedures associated with the terms and investment of security held in trust by a third party to meet requirements of the QMA and WA. To explain the calculation of the liability estimate for reclamation and closure in order to determine the amount of security. |
| Discount rate | To inform administrators and mine owners about the discount rate that will be used for net present value calculations. |
| Interest and returns earned on security | To inform administrators and mine owners about the policy regarding interest and returns earned on security. |
| Adjustments and conversions of security | To inform administrators and mine owners about the procedures associated with adjustments and conversions of existing security. |
| Statement to mine owners on security | To inform administrators and mine owners about the policy and procedures associated with annual reporting to the mine owner on security held by the Yukon government. |
| Notice of material change | To inform administrators and mine owners about the circumstances for providing the Yukon government with notice of material change when material change has the potential to affect security held by the Yukon government. |
| Release of security on transfer of license | To inform administrators and mine owners about the policy and procedures associated with the treatment of security in the transfer of a license. |
| Temporary Closure | To inform administrators and mine owners about the policy and procedures associated with security in the event of a temporary closure, and to set out the circumstances and procedures by which the Minister may determine whether or not a temporary closure is imminent and additional actions are warranted. |

CASH

Guideline #F-01

Date Issued: January 2, 2008

Purpose

To inform administrators and mine owners about procedures when cash and cash equivalents are used as security under the *Quartz Mining Act* and *Waters Act*.

Context

Cash equivalents include bank drafts, certified cheques, term deposit certificates, guaranteed investment certificates and bonds. All are forms of acceptable security.

Practice

Cash provided to the Yukon shall be held in accordance with the *Financial Administration Act*.

Bank drafts and certified cheques from a bank shall be made payable to the Government of Yukon. Postdated cheques are not acceptable unless agreed to by the Yukon as part of an arrangement for periodic instalments.

Eligible cash equivalents shall include GICs and term deposits and are to be held to the order of Government of Yukon. Bonds issued by a province of Canada or the Government of Canada and treasury bills must be transferred to the name of the Government of Yukon. Certificates shall be turned over to the Yukon for safekeeping.

The interest or yield on investments (e.g. GICs and bonds) will be the interest or yield payable on the investment of the issuing institution. No further interest or yield will be deemed payable by the Yukon government.

The mine owner is responsible for all instructions to the issuing institution upon maturity of a security, as well as any fees and taxes associated with the security. Securities such as term deposits, guaranteed investment certificates and bonds that mature with no other instruction provided by the mine owner shall be converted to cash and invested by the Yukon according to the *Financial Administration Act*.

Other cash equivalents such as certain corporate bonds, certificates from other institutions, including those outside of Canada, may be considered as security. Risk as established through credit ratings shall be considered in determining whether or not such cash equivalents will be eligible.

LETTER OF CREDIT & BANK LETTER OF GUARANTEE

Guideline #F-02

Date Issued: January 2, 2008

Purpose

To inform administrators, mine owners and financial institutions about the provisions of a letter of credit or bank letter of guarantee when they are provided as security under the *Quartz Mining Act* and *Waters Act*.

Context

Both an irrevocable letter of credit and bank letter of guarantee are acceptable forms of security when issued by a bank or financial institution organized or authorized to transact business in Canada under the *Bank Act* (Canada).

Practice

A letter of credit issued by a foreign institution may be considered if it is backstopped by a bank or financial institution authorized to transact business in Canada under the *Bank Act*.

A “standby” letter of credit or letter of guarantee must be irrevocable. Unlimited, partial drawings should be permitted.

The sole beneficiary named in a letter of credit or letter of guarantee must be the Government of Yukon, or the Minister (as indicated), Government of Yukon. A letter of credit or letter of guarantee must identify the mine for which the security is furnished and the applicable quartz production and/or water license.

The letter of credit or letter of guarantee must enable a designated officer of the Minister to, upon written request, obtain the required funds pursuant to the letter without any requirement for proof of jurisdiction or claim by the Yukon.

The letter of credit or letter of guarantee should provide for automatic renewal.

The terms established in the letter of credit or letter of guarantee must satisfy Yukon government requirements respecting notification in the event of changes, manner and circumstances for payment and pertinent material changes in financial status. Any changes in terms must be approved by all parties involved, including the Yukon government, in order for the security to remain acceptable.

Amendments to a letter of credit or letter of guarantee may be made to:

- adjust for increases or decreases in the amount of security required to cover the total outstanding liability which may change from time to time, including as a result of progressive reclamation; and

- reflect changes to the name of the mine owner.

While requiring the consent of all parties, such amendments may be requested by the Yukon government from time to time.

All fees and Charges associated with a letter of credit or letter of guarantee are the responsibility of the mine owner.

A letter of credit sample is included in Appendix A.

PLEDGE OF ASSETS

Guideline #F-03

Date Issued: January 2, 2008

Purpose

To inform administrators and mine owners about the policy and procedures associated with the use of a pledge of assets as security under the *Quartz Mining Act* and *Waters Act*.

Context

Consideration may be given to alternate (non-cash) forms of security for lower risk components of a project, provided these forms meet certain criteria that protect the Yukon government's interests and objectives.

Practice

A pledge of assets will be considered for financial security pursuant to the Yukon Mine Site Closure and Reclamation Policy, subject to the following provisions:

- Subject to confirmation by the Yukon government that there are no other liens which would rank in priority to the Yukon's charge on the asset and thereby diminish the Yukon's ability to realize on the asset;
- Subject to limited exceptions, the assets must be located in the Yukon;
- A pledge of assets will only be taken over those assets for which a security interest can be perfected under the Personal Property Security Act, or comparable legislation when assets are located elsewhere in Canada;
- The company may not allow further charges on the asset that would have the effect of diminishing the Yukon's charge;
- The condition, location and value of assets are subject to verification by the Minister at any time;
- Where the assets involve equipment used for mining, milling, processing and transportation:
 - the equipment should not be unacceptably contaminated for its intended use;
 - must remain in good working order; and
 - is used for its intended purpose.
- The assets are not required for environmental or public health and safety maintenance in the event of a closure;

- The Yukon government is satisfied the arrangements meet Yukon objectives and interests, including but not limited to:
 - Risk management;
 - Satisfactory progress by the mine owner in progressive reclamation;
 - The applicant/licensee's past corporate performance; and
 - Matters pertaining to the company's solvency as reported to the pertinent Securities Commission.
- Assets are assessed for their market value within the 12 months prior to their being taken as security by the Yukon government;
- The value of assets for the purposes of security will be established net of the costs of retrieval and transportation to a viable market, including remediation of any contamination of equipment to allow its transportation to a viable market;
- The assets must be appraised by an independent 3rd party, operating at arm's length from the Yukon government and the mine owner, and that is acceptable to the Yukon. The appraiser's report should:
 - identify asset type, size, capacity, serial number, condition, expected life, residual value and estimated costs for retrieval and transportation to a viable market; and
 - address further matters as required by the Minister.
- A revised appraisal may be required any time that overall financial security arrangements are being considered by the Yukon;
- The mine owner pays the costs of 3rd party valuation and perfecting under the Personal Property Security Act or other legislation;
- The mine owner should provide the Yukon government with timely notice of:
 - Registration of additional charges or changes in existing charges, or:
 - Addition of a new perfection or changes to existing perfections;
 - Taking possession of pledged assets by another secured party.

Adjustments to security may be required to account for changes in value or status, under the Personal Property Security Act (Yukon) or other legislation, of the pledged assets. Any costs associated with such adjustments remain the responsibility of the mine owner.

A pledge of assets is not acceptable security for high-risk reclamation and closure components, as determined by the Minister, nor for post-closure monitoring and maintenance.

SURETY BOND

Guideline #F-04

Date Issued: September 25, 2013

Purpose

To inform administrators, mine owners, surety issuers and brokers about the policy and procedures associated with the use of surety bonds as security under the *Quartz Mining Act* and *Waters Act*.

Context

A surety bond where the terms are acceptable to the Minister is acceptable security.

A surety bond involves three parties or more - the insurance provider, the principal (mine owner) and the obligee (Yukon government).

Practice

The surety bond must be issued by a company licensed under the *Insurance Act* (Yukon) and *Insurance Companies Act* (Canada) to issue surety bonds in Canada.

The surety bond must be issued for at least one year with an automatic renewal clause. The mine owner is responsible for any fees, charges, premiums or other amounts associated with the surety bond.

A change or rider endorsement may be made to a surety bond where:

- Adjustments are required to increase or decrease the amount of security based on changes in liability or to account for progressive reclamation; or
- Where there is a change in the name of the mine owner.

Where there is any intent to limit the application of a surety bond to certain aspects (e.g. cost overruns and contingencies) of an approved reclamation and closure plan, this should be stated in the surety provisions. Any disputes should be subject to recovery by the surety without preventing the work from proceeding. An example of a surety bond is included in Appendix A.

INSURANCE

Guideline #F-05

Date Issued: January 2, 2008

Purpose

To inform administrators, mine operators, and insurance issuers and brokers about the policy and procedures associated with the use of insurance as a form of security under the *Quartz Mining Act* and *Waters Act*.

Context

Consideration may be given to alternate (non-cash) forms of financial assurance for lower risk components of a project, provided these forms meet certain criteria that protect the Yukon government's interests and objectives. In these situations, insurance may be an acceptable form of financial security, in whole or in part, and is usually suited to cost uncertainties associated with reclamation and closure, such as failures, cost overruns and contingencies.

Insurance may be available on the market in helping a mine owner cap liability, securing post-remediation liabilities, securing creditors, or for directly securing uncertain liabilities when a mine owner wants to free up operating capital or credit.

Practice

The insurance company must be licensed to issue insurance pursuant to the *Insurance Act* (Yukon) and the *Insurance Companies Act* (Canada).

The purpose and form of the insurance should be such that the enforceable pledges of funding are used to guarantee coverage should specified reclamation and closure liabilities arise, including in the event of default by the insured.

The insurance policy should make reference to the mine site, the production and/or water licenses issued, and the approved reclamation and closure plan and should specify the liabilities being addressed by the insurance. The policy must include the Yukon government as an additional named insured.

Limits to liability in the policy must not prevent continuous coverage for the term of the policy as well as any periods required for monitoring, reporting and verification periods associated with the plan or until such time as a Certificate of Completion has been issued under Section 134 of the *Quartz Mining Act* and/or cancellation of a water license under the *Waters Act*.

The policy should allow that limits to liability associated with concealment and fraud may be set aside in the event the Yukon government notifies the insurer of pertinent facts and circumstances respecting contamination and site conditions.

Provisions respecting limits to liability of the policy in the event of intentional non-compliance on the part of the insured shall be limited to situations where the non-compliance constitutes an offence under the laws of the Yukon.

The policy continues in effect in the event of directions and actions of inspectors pursuant to Sections 146 and 147 of the *Quartz Mining Act* and/or actions pursuant to Sections 35 and 37 of the *Waters Act*.

The policy should be irrevocable without written consent of the Yukon government, and establish that amending, revoking or terminating the policy requires the written consent of the Yukon government. The policy should further establish that release of monies requires written notification of the Minister. Provisions for assignment should require the written authorization of the Yukon government. Provision must be made that in the event of disputes, work shall proceed and be paid for through the policy as required according to the timetable set out in the approved reclamation and closure plan. Any disputes should be subject to recovery by the insurer and/or insured without preventing the work from proceeding. Any arbitration involving the Yukon government should be conducted within the Yukon.

The policy must remain satisfactory at all times to the Yukon. The policy should reserve right of action against the insurer to the Yukon government, which action should be specified to take place in the Yukon pursuant to the applicable laws of the Yukon.

In the event of default or non-performance of the reclamation and closure measures required by the approved reclamation and closure plan and secured by the insurance, the insurer may seek agreement with the Yukon government, to perform the work in lieu of payment of any portion or all of the insured value.

In the event the Minister no longer finds the policy a satisfactory form of security, the mine owner shall be provided written notice of the need for alternate security. The mine owner should provide alternate forms of security within 90 days.

SECURITY HELD PURSUANT TO TRUST INDENTURE

Guideline #F-06

Date Issued: January 2, 2008

Purpose

To inform administrators, mine operators, and third party trustees about the policy and procedures associated with the terms and investment of security under the *Quartz Mining Act* and *Waters Act* and held pursuant to a trust indenture.

Context

Security may be held in a trust pursuant to a trust indenture where the Yukon government is named as beneficiary of the trust.

Practice

To be eligible to hold security on behalf of a mine owner, a third party must be a trust company licensed under the *Trust and Loans Companies Act* (Canada).

The beneficial use of the trust must be to meet security requirements associated with licenses issued under the *Quartz Mining Act* and *Waters Act*.

The Yukon government should be named as beneficiary of the trust. The mine owner (settler) may be named as a beneficiary.

The trust must establish that payments to the settler shall be made only with the prior written consent of the Yukon government. Prior to providing consent, the Yukon government may assess whether or not any further verification of effectiveness of the reclamation or closure strategy is required. Prior to providing consent, the Yukon government will evaluate what security should be maintained.

The terms of the trust should establish that security will be released by the trustee once the Yukon government has indicated that the security is no longer required.

The trust agreement must be irrevocable without written consent of the Yukon government, and shall establish that amending, revoking or terminating the trust agreement require written consent on the part of the Yukon government.

A trust agreement must be in place between the mine owner (settler) and the party holding the trust (trustee). This agreement shall limit investment to permitted investments as defined in the Pension Benefits Standards Regulation, *Pension Benefits Standards Act*, 1985 (Canada), subject to maximum weightings in the following asset classes:

- 100% fixed income;
- 20% real return assets (real estate and inflation-linked bonds); and
- 70% equities.

The portfolio of investments shall be structured to provide sufficient liquidity to meet the timetable for planned reclamation and closure expenditures. The mine owner is responsible for all fees, charges and taxes associated with the trust. The trust funds amount shall take into consideration investment policy, rates of return, as well as anticipated taxes and fees. The terms of the trust agreement shall establish that an audited financial statement on the trust will be provided annually to the Yukon government.

LIABILITY ESTIMATE FOR SECURITY

Guideline #F-07

Date Issued: January 2, 2008

Purpose

To explain the calculation of the liability estimate for reclamation and closure in order to determine the amount of security.

Context

The *Quartz Mining Act* and *Waters Act* specify the circumstances under which the Yukon government can draw on security furnished by a licensee. For instance, costs incurred by the Yukon government where an inspector has issued direction to the operator to prevent unnecessary danger to persons, property or the environment, can be recovered from security. The actions taken and costs incurred may not necessarily pertain to reclamation and closure or be addressed in an approved reclamation and closure plan. As well, the *Waters Act* provides that security may be drawn upon to compensate an entitled person adversely affected by the issuance of a water license. The *Quartz Mining Act* and *Waters Act* should be consulted for a complete understanding of the Yukon government's authority to draw on security.

Practice

As a matter about the policy, the security held will remain commensurate with the outstanding reclamation and closure liability. This liability is the cost to reclaim and close the mine were it to close at any time.

The liability estimate for security will be based on the cost to implement the approved reclamation and closure plan. Considerations taken into account will include:

- The cost for a third party to complete the work;
- When there is a need, based on risk, for the costs of mitigative contingencies;
- The net present value for reclamation and closure costs that will be incurred at the time of decommissioning, where operations are reasonably expected to continue for more than two years;
- Retained earnings; and
- Progressive reclamation completed and verified.

The liability estimate may be prepared by an independent third party as agreed to in advance by the mine owner and the Yukon government. Alternatively, the mine owner may submit an estimate for review by the Yukon government. Estimates for engineered structures and designs must be sealed by a professional engineer licensed to practice in the Yukon. Where appropriate other professional estimates may be required where specialized work is necessary (e.g. biological studies).

Security shall be reviewed at least every 24 months. Adjustments to security may be made to account for progressive reclamation or failure to meet reclamation objectives; changes in liabilities, knowledge, technology and risk; to account for costs associated with a temporary closure; to account for changes to the net present value of security; or a material change reported by the mine owner, deemed by the Minister to significantly increase or decrease liability during the period covered by an approved reclamation and closure plan.

DISCOUNT RATE

Guideline #F-08

Date Issued: January 2, 2008

Purpose

To inform administrators and mine operators about the policy and procedures associated with the discount rate to be used in calculating net present value.

Context

At any point in time, outstanding liability shall include the net present value (NPV) of security for post-closure reclamation, monitoring, and maintenance programs to support the reclamation and closure work done up to that point in time, plus reasonable contingencies. Security held for reclamation and closure work scheduled within two years will not be subject to discounting.

Practice

The discount rate that will be used in NPV calculations shall be the most recent Government of Canada benchmark bond yields as published by the Bank of Canada. The bond term chosen shall be the longest term published that does not exceed the expected duration of the post-closure reclamation, monitoring and maintenance programs.

In updating net present value, calculations shall be based on the market value of the security being held two years (to the closest month's end) from the effective date of the establishment of the security, and on two year intervals thereafter.

INTEREST & RETURNS EARNED ON SECURITY

Guideline #F-09

Date Issued: January 2, 2008

Purpose

To inform administrators and mine operators about the policy and procedures associated with the treatment of interest and returns earned on security.

Context

The Yukon government will ensure that security held will be commensurate with the outstanding mine reclamation and closure costs.

Practice

When earnings are to be retained as part of the security, the Yukon government will consider the interest and returns projected to be earned on security. The earnings shall be the amount of interest payable by the investment, where this is known. In the event security is held in the form of equities an indicative S&P/TSX index may be used to project earnings. Adjustments shall be made based on actual earnings at the time security is reviewed by the Yukon government.

Retained earnings should accrue to the total security held, except where these earnings increase the amount held beyond the security required by the Yukon government.

The mine owner is responsible for any fees, commissions and taxes payable on interest and returns earned on security.

When cash security has been provided to the Yukon government, the interest and returns shall be paid annually to the mine owner.

ADJUSTMENTS & CONVERSIONS OF SECURITY

Guideline #F-10

Date Issued: January 2, 2008

Purpose

To inform administrators and mine owners about the procedures associated with adjustments and conversions of security.

Context

Unless specified otherwise, every 24 months the mine owners will submit to government a revised estimate of outstanding liability.

Progressive reclamation may reduce the amount of financial security required.

If outstanding liability increases, mine owners will provide additional financial security.

The Yukon government may enter into an administrative agreement with the mine owner to adjust security. This administrative agreement may include the development of a security schedule that will be adjusted as reclamation work is implemented.

Practice

A mine owner may request to change either the amount or form of security. The Minister shall consider whether the proposed changes are acceptable and provide the mine owner notification of the requirements for conversion, refund or additional security to be provided, based on outstanding liability. In converting forms of security, existing security will only be released once the Yukon government is assured acceptable alternative security is assured.

STATEMENT TO MINE OWNERS ON SECURITY

Guideline #F-11

Date Issued: January 2, 2008

Context

To inform administrators and mine operators about the policy and procedures associated with annual reporting to the mine owner on security held by the Yukon government.

Guideline

Providing direction to administrators and mine owners on annual statements from the Yukon government to mine owners.

Requirements

The Yukon government shall provide mine owners with an annual statement confirming the amount and forms of security held by the Yukon, including any changes in investments, policy or legislation affecting security held by the Yukon, and interest earned or fees charged by an institution in relation to the management of that security. In circumstances where the Yukon has been provided cash, it will also issue any applicable tax forms.

Statements will be prepared on a calendar year basis, and shall be provided to mine owners no later than April 30th of the year following the reporting calendar year.

NOTICE OF MATERIAL CHANGE

Guideline #F-12

Date Issued: January 2, 2008

Purpose

To inform administrators and mine owners about when notice of material change should be provided to the Yukon government and about the procedures that follow when notice has been provided.

Context

The Yukon government will ensure that security is maintained at all times to provide for the outstanding mine reclamation and closure liability and to prevent lapses in the ability of government to access this security if and when it may be required.

Practice

If there has been a material change with respect to the affairs of the mine owner that a reasonable person would consider likely to adversely affect security being held by the Yukon government, the mine owner should provide written notice of material change as soon as possible to the concerned Minister(s).

Material change that might reasonably be expected to adversely affect security held by the Yukon government includes the following:

- a change or decision to change made by the board of directors or senior management that would reasonably be expected to have a significant effect on the value of assets held as security by the Yukon government;
- an offer for sale or transfer of the assets associated with the mine on the part of the mine owner if the assets are related to security;
- in the event a corporate financial test¹ has affected the ranking of the risk of significant adverse environmental effects of production and development, any change to the credit rating considered in the risk assessment of the project; and
- a change which is likely to have bearing on the form of security required by the Yukon government because the mine owner's investment and/or management risk has significantly changed (as expressed, for example, in the corporation's objectives and/or investment activities).

Government will consider a significant change in financial risk associated with security, when provided with notice of material change or as a result of information publicly available to it that indicates a significant change in financial risk.

¹ Corporate Financial test includes the self-bonding capability of a company that may be used to offset risk, or use of a credit rating from an independent agency such as Standard & Poors Inc., Moody's Investor's Services Inc., Dominion Bond Rating Service Ltd. That is used to reduce financial risk.

RELEASE OF SECURITY ON TRANSFER OF LICENSE

Guideline #F-13

Date Issued: January 2, 2008

Purpose

To inform administrators and mine operators about the policy and procedures associated with the treatment of security in the transfer of a license.

Context

In accordance with the *Quartz Mining Act*, in the event of a sale or other transfer of the mine property, the Yukon government shall only authorize the assignment of a license if the prospective assignee furnishes any security required, undertakes in writing to comply with the license and the Yukon government is satisfied that the assignment will not be likely to result in a contravention of any condition of license. Assignment of an associated water license shall be undertaken where the requirements under the *Waters Act* and Waters Regulation are met.

Practice

Prior to the release of security to the former mine owner, the new mine owner must furnish replacement security satisfactory to the Yukon. In the event security is part of the transfer or is subject to conversion, the Yukon government must be satisfied that transfer/conversion/replacement of existing security is assured and adequately addresses outstanding liability.

TEMPORARY CLOSURE

Guideline #F-14

Date Issued: January 2, 2008

Purpose

To inform administrators and mine owners about the policy and procedures associated with security in the event of a temporary closure.

To establish the circumstances by which the Minister may determine whether or not a temporary closure is imminent, and set out actions that may be taken by the Yukon government in such circumstances.

To enhance environmental protection, manage public risk and minimize the costs associated with reclamation, and planned and unplanned closure, by encouraging mine owners to voluntarily discover, promptly disclose and expeditiously address changes in liability associated with a temporary closure.

Context

The Yukon government will ensure that security is maintained at all times to provide for the outstanding mine reclamation and closure liability and to prevent lapses in the ability of government to access this security if and when it may be required.

If the outstanding reclamation and closure liability increases, government may approve short term measures to address immediate site mitigation that offsets the increased liability rather than requiring additional financial security being posted by the mine owner.

The mine owner will maintain financial security acceptable to the Yukon government during any temporary closure.

In determining the amount of security, the Minister must consider the costs associated with maintaining any works, installations or structures required for development of production for a period of temporary closure of up to five calendar years.

Practice

A temporary closure is a closure that exceeds six months and is not expected to last longer than five years.

A mine owner shall provide notice to the Minister(s) of potential temporary closure as soon as possible.

Despite the absence of notification by the mine owner, the Minister of Energy, Mines and Resources may conclude that a temporary closure is imminent. Such a determination will be based on information available to the Minister at the time, and may include a notice of material change (see Guideline #F-12) on the part of the mine owner, public knowledge available through a securities commission combined with current knowledge of metals market conditions. These factors will be considered in the context of the particular conditions of the

operation. The mine owner shall be provided a reasonable opportunity to review and respond to the Minister on all information considered before the Minister concludes whether or not a temporary closure is in fact imminent. The Minister shall consider the mine owner's views before making a determination.

Upon notice or determination of a temporary closure, the Yukon government will determine whether or not a review of the approved reclamation and closure plan, outstanding liability and adequacy of security shall be completed.

The mine owner shall conduct planning and assessments in discussion with relevant Yukon government agencies to prepare for the temporary closure.

Where a mine owner provides the Yukon government timely notice of an anticipated early closure, including a reasonable assessment of changes to liability and plans, the Yukon government may approve short term measures that offset liability rather than requiring additional financial security for temporary closure measures.

The Yukon government may consider a mine owner's effort to anticipate and address temporary closures and associated liabilities.

Upon re-opening of a mine that has been subject to a temporary closure, security to cover incremental liabilities shall be promptly released by the Yukon government, except where a current risk assessment demonstrates an ongoing and significant risk of another temporary closure prior to the projected end-of-mine life.

Appendix A

SAMPLE: IRREVOCABLE STANDBY LETTER OF CREDIT

Issuing Institution _____

Address _____

Irrevocable Standby Letter of Credit # _____

Date Issued _____

Beneficiary Government of Yukon
(may specify Minister of Energy, Mines and Resources or Minister of Environment)
PO Box 2703
Whitehorse, Yukon Y1A 2C6

Applicant _____

Amount _____

Re Requirement to post security, *Quartz Mining Act*, s. 139(1) and in accordance with the
Terms of production license # _____ and water license
_____ under the *Waters Act*.

We hereby authorize you to draw on the _____ (name and address of institution), for the
account of _____ (name of the customer) up to an aggregate amount of
\$ _____, available on demand as follows:

Pursuant to the request of the Customer, we, _____ (name of institution), hereby
establish and give to you an Irrevocable Standby Letter of Credit (the "Credit") in your favour in the total
amount of \$ _____ which may be drawn on by you at any time and from time to time
upon written demand for payment being made upon us, which demand we shall honour without enquiring
whether you have a right as between yourself and the Customer to make such demand and without recognizing
any claim of the Customer.

Provided, however, that you are to deliver to the _____ (name and address of
institution), at such time as a written demand for payment is made upon
_____ (name of institution) a certificate purported signed by an authorized office
of the Beneficiary agreeing and/or confirming that monies drawn pursuant to this Credit
_____ will be retained and used by you to meet the Customer's obligations in
connection with production license # _____, issued pursuant to the *Quartz Mining Act* (and/or

in connection with water license # _____, issued pursuant to the *Waters Act*).

The amount of the Credit shall be reduced from time to time as advised by notice in writing given to the _____ (name of institution) from time to time by you.

Partial drawings are permitted.

This credit will expire at _____ (location) at the close of banking business on _____ (date of expiry), subject to the following conditions:

It is a condition of the Standby Letter of Credit that it shall be deemed to be automatically extended, without amendment, for one (1) year from the present or any future expiry date hereof, unless at least ninety (90) days prior to such expiry date, we notify you in writing by registered mail, that we elect not to consider this Credit to be renewable for any additional period.

All amendments and correspondence, if any, to be addressed to _____ (name and address of institution).

Signing Officer

Authorized Signing Officer

SAMPLE: SURETY BOND

Bond#

Amount:

KNOW ALL PERSONS by these presents that [*name of company*] (the “Principal”) whose place of business is at [*company address*] and [*name of surety issuer*] (the “Surety”) whose place of business is at [*surety issuer’s address*] are held and firmly bound to Government of Yukon as represented by the Minister of Energy, Mines and Resources, its heirs and successors (the “Obligee”), whose place of business is at #400-211 Main Street, Whitehorse, YT Y1A 2B2, in the sum of [*amount of bond*] lawful money of Canada, for the payment of which we bind ourselves, our heirs, administrators and successors, and assigns firmly by these presents.

WHEREAS, the Principal will operate/operates a mine for the production of minerals pursuant to the *Waters Act* (Yukon) and the *Quartz Mining Act* (Yukon) located on [*legal property description*] (locally known as _____) in accordance with the *Waters Act* (Yukon) and the *Quartz Mining Act* (Yukon) and any regulations made under either statute and the terms and conditions of production license #_____, issued pursuant to the *Quartz Mining Act*, and in accordance with the terms and conditions of water license #_____, issued pursuant to the *Waters Act* (collectively the “Licenses”).

NOW, THEREFORE, the condition of this obligation is such that, if the Principal shall comply with the *Waters Act* and the *Quartz Mining Act* and any regulation made under either statute and the terms and conditions of the Licenses, then this obligation shall be void; otherwise it shall remain in full force and effect, subject to the following conditions:

1. Whenever the Principal shall be in default and declared by the Obligee – without the Surety enquiring whether the Obligee has a right as between it and the Principal to make such a declaration and without recognizing any claim of the Principal – to be in default of the *Quartz Mining Act*, the *Waters Act* and any regulations made under either the statute or the terms of the Licenses, the Obligee shall send a registered letter to both the Principal and Surety, stating in substantial detail the facts leading to the default. Such registered letter shall constitute conclusive evidence of the facts stated therein.
2. The Surety’s obligation to the Obligee shall be to immediately pay such amounts demanded by the Obligee and such payment must be made by the Surety to the Obligee no less than ten (10) business days following receipt of the registered letter referred to in paragraph 1. Upon payment, the bond will be totally exonerated by remitting to the Obligee such amounts in default provided however, the total liability of the Surety shall in no event exceed the sum of the bond.
3. Provided that, if the Surety at any time gives at least one hundred twenty (120) days’ notice in writing to the Obligee and to the Principal of its intention to terminate this obligation, then this obligation shall be deemed to be terminated on the date stated in the notice, which date shall not be less than one hundred twenty (120) days after the date of the receipt of the notice by the Obligee or by the Principal, whichever is the later date of the receipt. Any suit or action on this bond against the Surety must be commenced by the Obligee within one-hundred-and-eighty (180) days from the date of notice of default mentioned in paragraph #1 above.
4. In the event the Surety gives notice of its intentions to terminate this obligation, the Principal must furnish new security to replace the bond in a form acceptable to the Minister of Energy,

Mines and Resources, in the amount of the Surety's obligation, within ninety (90) days of the Surety's notice. If new security is not furnished, the Principal will be in default of the Licenses, and the Surety's obligation to the Obligee shall be to immediately pay such amounts demanded by the Obligee and such payment must be made by the Surety to the Obligee no less than ten (10) business days following receipt of the registered letter referred to in paragraph 1.

5. In the event the Surety becomes unable to fulfill its obligations under the bond for any reason, notice shall be given immediately, by registered mail, to the Principal and the Obligee.
6. The Surety is licensed to issue surety in Canada under the *Insurance Act* (Yukon) (Canada).
7. This bond will be valid for the term of [date bond sealed] to [date one year hence] and shall be automatically renewed, without further documentation from year to year thereafter unless terminated as aforesaid, provided that the Surety may, if it wishes, issue certificates evidencing such renewal.

Sealed with the respective seals of the Principal and of the Surety the ____ day of _____, 20 ____.

SEALED, SIGNED AND DELIVERED

[NAME OF COMPANY]

In the presence of

Name of Signatory (Please Print)

[NAME OF SURETY]

Signature

Name of Signatory (Please Print)

Appendix B

WEB REFERENCES

Yukon Mine Site Reclamation and Closure Policy

http://www.emr.gov.yk.ca/pdf/mine_reclamation_policy_web_nov06.pdf

Yukon First Nations Final Agreements

<http://www.eco.gov.yk.ca/landclaims/agreements.html>

Bank of Canada benchmark bond yields

<http://www.bankofcanada.ca/en/rates/bonds.html>

TSX Indices & Constituents, Interest and Returns Guidelines

<http://www.tsx.com>

Legislation

Bank Act (Canada)

<http://laws.justice.gc.ca/en/showtdm/cs/B-1.01///en>

Financial Administration Act

<http://www.gov.yk.ca/legislation/acts/fiad.pdf>

Insurance Act <http://www.gov.yk.ca/legislation/acts/insurance.pdf>

http://www.gov.yk.ca/legislation/regs/co1977_235.pdf

Insurance Companies Act (Canada)

<http://laws.justice.gc.ca/en/ShowTdm/cs/I-11.8///en>

Pension Benefits Standards Act (Canada)

<http://laws.justice.gc.ca/en/P-7.01/index.html>

Pension Benefits Standards Regulation

<http://laws.justice.gc.ca/en/ShowTdm/cr/SOR-87-19///en>

Personal Property Security Act

<http://www.gov.yk.ca/legislation/acts/peprse.pdf>

Quartz Mining Act

<http://www.gov.yk.ca/legislation/acts/qumi.pdf>

Security Regulation,

http://www.emr.gov.yk.ca/pdf/security_reg_oic2007_771.pdf

Trust and Loan Companies Act (Canada)

<http://laws-lois.justice.gc.ca/eng/acts/T-19.8/>

Yukon First Nations Land Claims Settlement Act

<http://laws-lois.justice.gc.ca/eng/acts/Y-2.3/index.html>

Credit Rating Agencies

Standard & Poor's

<http://www2.standardandpoors.com>

Moody's Investors Service

<http://www.moodys.com>

Dominion Bond Rating Service

<http://www.dbrs.com>

Contacts

EMR Minerals Management

<http://www.yukonmining.com>

Water Board Secretariat

<http://www.yukonwaterboard.ca>

Disclaimer:

The links provided are not all under the control of the Government of Yukon. The Government of Yukon is providing these links as a service to our clients. The presence of a link is not an endorsement of the site. Government of Yukon accepts no liability for the availability or content of those sites. Linked websites are presented strictly as a service to the user. If you encounter a broken link, please notify us via email at mining@gov.yk.ca.