

TERMS OF REFERENCE

PANEL REVIEW OF THE PROPOSED PROSPERITY GOLD-COPPER MINE PROJECT Section 33 Canadian Environmental Assessment Act

Introduction

Following a request by the Minister of Fisheries and Oceans, a federal Review Panel (the Panel) has been appointed by the federal Minister of the Environment, in accordance with the requirements of the *Canadian Environmental Assessment Act* (CEAA), to conduct a review of the environmental effects of Taseko Mines Limited's proposed Prosperity Gold-Copper Mine Project (the Project). The proposed Project is an open-pit gold and copper mine located 125 kilometres southwest of Williams Lake, British Columbia.

These Terms of Reference, issued by the Minister of the Environment, have been developed in consultation with the Responsible Authorities (Fisheries and Oceans Canada, Transport Canada, Natural Resources Canada) for the Project, and in consideration of comments that were received from First Nations, Taseko Mines Limited (the Proponent), and the public.

Definitions

The definitions of terms used within the Terms of Reference are listed in Annex 1.

Mandate

The mandate of the Panel is to conduct an assessment of the environmental effects (including any effect of any change that the Project may cause in the environment on health and socio-economic conditions, physical and cultural heritage, the current use of lands and resources for traditional purposes by aboriginal persons, or any structure, site or thing that is of historical, archaeological, paleontological or architectural significance) of the proposed Project and to report to the Minister of the Environment and the Responsible Authorities in accordance with section 34 of the CEAA.

The Panel shall consider and provide conclusions on the significance of the environmental effects of the Project. Where, taking into account the implementation of any mitigation measures, the Project is likely to cause significant adverse environmental effects, the Panel should also ensure that information with respect to the justifiability of any significant adverse environmental effects is obtained.

In addition, the Panel report may provide recommendations relating to the appropriate procedures for the management of short-term and long-term environmental effects associated with the Project, should the Project proceed.

The Panel will have the mandate to invite information from First Nations related to the nature and scope of potential or established Aboriginal rights or title in the area of the Project, as well as information on the potential adverse impacts or potential infringement that the Project may have on potential or established Aboriginal rights or title.

The Panel shall fully consider and include in its report:

1. information provided by First Nations regarding the manner in which the Project may adversely affect potential or established Aboriginal rights or title; and
2. in the case of potential Aboriginal rights or title, information provided by the First Nation regarding the First Nation's strength of claim respecting Aboriginal rights or title.

The Panel will not have a mandate to make any determinations as to:

1. the validity of Aboriginal rights or title claims asserted by First Nations or the strength of those claims;
2. the scope of the Crown's duty to consult First Nations; and/or
3. whether Canada has met its respective duty to consult and accommodate in respect of rights recognized and affirmed by section 35 of the *Constitution Act, 1982*.

The Panel shall ensure that the information required for the assessment is obtained and made available to the public. Additionally, the Panel will hold hearings in a manner that offers the public the opportunity to participate in the assessment.

At the end of the review, the Panel shall prepare a report pursuant to the section of these Terms of Reference entitled "Report" and submit the report to the Minister of the Environment and the Responsible Authorities.

Panel Composition

After consulting with the Responsible Authorities, the Minister of the Environment has appointed members of the Panel, including the chairperson. The Panel will be composed of three members, chosen from outside the public service, each of whom shall be unbiased, free from any conflict of interest relative to the Project and shall have knowledge or experience relevant to the anticipated environmental effects of the Project.

In the event that a Panel member resigns or is unable to continue to work, the remaining members shall constitute the Panel unless the Minister determines