

THE OSGOODE CERTIFICATE IN MINING LAW

Drill down and extract the skills and knowledge you need to succeed in mining.

Join a multidisciplinary faculty addressing critical legal issues and providing you with the practical tools you need on essential topics, including:

- Strategies for navigating the mining industry and the various legal methods for acquiring and securing mineral rights
- Practical approaches to negotiating and drafting mining agreements
- How to deal with the legal and business risks and challenges of the mining industry
- Building a skillset to handle issues involving mineral rights, ESG, Indigenous consultation, NI 43-101 disclosure requirements, human rights, and more

PROGRAM DIRECTORS

Catharine Farrow
President, FarExGeoMine Ltd

Ann Watterworth
Cassels Brock & Blackwell LLP

REGISTRATION DETAILS

April 14, 21, 27, May 5 & 19, 2022:
Online - Live

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mining-law](https://osgoodepd.ca/mining-law)



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The Osgoode Certificate in Mining Law

Now in its 7th year, the Osgoode Certificate in Mining Law delivers an expert faculty to explore all phases of mining activity. You will come away with practical legal knowledge and tools you can use to help your clients and organization successfully navigate this challenging industry.

The mining business raises complex ownership, regulatory, contractual, environmental and community issues. If you are involved in this industry, you need to understand the legal and business risks associated with this dynamic sector.

This unique Osgoode Certificate is designed for mining lawyers, industry professionals and executives that want to unearth knowledge, strategies and tactics that they can use immediately to minimize risk and better meet the needs of their clients and companies.

The mining industry has faced numerous cycles in the past and looks for efficient ways to deliver the vital raw materials while facing important environmental and societal challenges. Explore topics related to ESG, HR issues in mining, how to finance mining projects, working with Indigenous communities, and more throughout the program.

Learn from an expert faculty of lawyers, geologists, regulators, financiers, consultants and business executives, from private practice and industry, and get the practical tools you need to manage these complex and everchanging challenges.

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This program is worth its weight in gold.



Topics Include:

- Fundamentals of mining and the mining industry
- Framework for understanding mineral rights
- Occupational health and safety legal issues in mining
- Unique human resources issues in mining operations
- Types of mining agreements and business structures, and necessary considerations
- Key issues in mining taxation
- Resource revenue transparency: what you need to know
- Types and sources of financing for mining projects
- Standards of disclosure for mineral projects
- Legal issues and challenges with environmental permitting
- The impact of Indigenous law on mining
- Best practices for working with Indigenous communities
- Challenges and opportunities working in Nunavut
- Climate change and sustainability in mining today
- Corporate governance in mining
- Anti-corruption legislation and policies and the reach of governments in enforcement
- Reducing exposure to international human rights violations

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Who Should Attend

- Mining lawyers in private practice
- In-house counsel at mining companies
- Corporate/commercial, securities, environmental, energy/natural resources lawyers
- Lawyers who advise Indigenous communities on mining-related issues
- Senior executives in mining companies
- Mining engineers
- Geologists
- Securities/stock market regulators/officials
- Representatives from natural resources departments in provincial and federal governments
- Financial officers and accountants in mining industry

Drawing on the expertise and experience of lawyers, geologists, regulators, financiers, consultants and business executives, from private practice and industry, including:

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Agenda

MODULE 1

April 14, 2022: 9:00 a.m. – 4:30 p.m. ET

Introduction to Mining Fundamentals

This opening session will provide delegates with a sound understanding of the fundamentals of mining, including geology, resource calculations, mining exploration methods and valuations as well as the terminology used within the industry.

- Mining life cycle
- Geology
- Exploration methods and technology
- Economic overview of orebody modeling, reserves and resources
- Mining methods (surface and underground)
- Mineral processing methods and technologies
- Reclamation issues
- Mineral prices and metal revenue
- Studies and evaluations

Framework for Understanding Mineral Rights

- Constitutional frameworks
 - Proprietary rights and regulatory jurisdiction
 - Indigenous rights
 - Common law and civil law
- Mineral property ownership and regulation
- Surface vs. mineral tenure/surface access
- Leasehold and other operating interests from mineral owner
 - Mining claims
 - Mineral leases
 - Profit à prendre
 - Foreign ownership restrictions

Occupational Health and Safety Legal Issues in Mining

- Overview of essential issues in Occupational Health and Safety in mining operations and risk management
- Review of key legislation and case law

Unique Human Resources Issues in Mining Operations

- International hiring and placements, multiple jurisdictions
- Community economic benefits
- Camp Issues: including scheduling, capacity planning, gender differences, and keeping employees engaged
- Critical policies: including substance abuse, testing, harassment, bullying
- Managing diversity and inclusion in hiring, promoting and retaining employees

MODULE 2

April 21, 2022: 9:00 a.m. – 4:00 p.m. ET

Preliminary Agreements and Acquisition Agreements

- Common forms
- Requirements for binding agreements
- Drafting considerations
- Sale and purchase agreements

Development Construction and Operating Agreements: Mining Procurement and Service Agreements

- Construction agreements and other mining agreements
- Procurement and negotiating agreements
- EPCM arrangements: challenges and solutions
- Mining infrastructure challenges

Mining Taxation

- Overview of Canadian mining tax regime
- Capital gains and utilization of losses
- Deductions, allowances and credits
- Structuring businesses and investments
- Provincial taxes
- International issues

Resource Revenue Transparency Legislation

- Genesis of the *Extractive Sector Transparency Measures Act* (ESTMA)

- ESTMA overview
 - Scope of the *Act* and determining if it applies to you
 - Payment categories and payees
 - Substitution/equivalency
 - Compliance and enforcement
- Reporting
 - Process and timelines
 - Format
 - Attestation
- Payments to Indigenous entities

MODULE 3

April 27, 2022: 9:00 a.m. – 4:45 p.m. ET

Financing Mining Projects

- Types and sources of financing overview: strategic partners; corporate finance
- Risk management
- Hedging: (e.g. metals, currency, electricity)
 - What is it?
 - Pros and cons

Financing Arrangements

- Joint venture and shareholder agreements
- Royalty agreements and streaming transactions

Smelting, Refining, Product Sales and Off-Take Agreements

Standard of Disclosure for Mineral Projects

- Canadian regulatory landscape
- NI 43-101 – Basics
 - Misconceptions
 - Qualified person
- TMX – Mining disclosure
 - Disclosure framework
 - NI 51-201 and TSX Company Manual
 - Common disclosure issues
 - News releases
- CIM Definition Standards – 2014 revisions

- CIM Best Practice Guidelines
 - Exploration
 - Estimation of mineral resources and mineral reserves
- NI 43-101 – Disclosure pitfalls and case studies
 - Historical estimate
 - Exploration target
 - Mineral resource
 - Preliminary economic assessment (PEA)
 - Mineral reserve
 - PEA after mineral reserves – what’s allowable?
- Forward looking information
- Website disclosure
- Technical reports – basics
- Technical reports – disclosure pitfalls and case studies
- Corporate governance – technical oversight

MODULE 4

May 5, 2022: 9:00 a.m. – 4:00 p.m. ET

Environmental Permitting

- Regulatory framework/legislation
- Process
- Relevant issues and considerations
- Typical grounds for legal challenge

Introduction to Indigenous Law

- How Canadian law developed from colonialism
- Expected developments in Canadian law in an era of decolonialization
- How legal developments of decolonialization are likely to impact industry
- Merger of Indigenous rights and climate change fight
- UNDRIP (FPIC) and what it means for the mining sector
- Consultation and the assessment of impacts on Indigenous rights (Yahey decision)
- Exploration agreements and IBAs: key developments

Working with Indigenous Communities: Law and Best Practices

- Legal aspects of dealing with Indigenous groups
- Non-Government Organizations (NGOs)
- Scope of the Crown’s duty to consult
- Indigenous concerns in exploration activities and the value of consultation and cooperation
- What is the role of the private sector in entering into private arrangements with Indigenous groups?
- Interplay of Indigenous groups and environmental issues
- Drafting and negotiating engagement and preliminary deal agreements
- Exploration Agreements under the *Ontario Mining Act* and *Far North Planning Act*
- Structuring Impacts and Benefits Agreements
- Rights of Indigenous people under the United Nations Declaration – “Free Prior Informed Consent”

Working in Nunavut

- Brief history of Nunavut Territory and its unique and important place in Canadian context
- Nunavut and Inuit governance – structure, process and responsibilities
- TMAC – Hope Bay Case Study
- Today’s mining operations in Nunavut
- Future challenges and opportunities

MODULE 5

May 19, 2022: 9:00 a.m. – 4:00 p.m. ET

Sustainability

- Defining Sustainability
- Social license for permitting and operations; importance of respectful community relations and addressing socio-economic issues to offset negative impacts with benefits to community; integrating into planning from outset

- Managing climate risks
- Climate-related disclosures
- Physical challenges on operations

Corporate Governance in Mining

- Environmental and social responsibility considerations
- Compliance with anti-bribery and corruption legislation
- Sustainability and risk management
- Tailing storage facilities compliance and reporting standards

Anti-Corruption Legislation and Policies

- Anti-corruption legislation and policies, and the far reach of governments in enforcement
- *Corruption of Foreign Public Officials Act* (Canada); *Foreign Corrupt Practices Act* (U.S.); *U.K. Bribery Act*
- Maintaining high ethical standards
- Case studies

Domestic and Foreign Legal Exposure to Alleged Violations of International Human Rights

- How Canadian companies can be exposed to liabilities outside of Canada
- Sources of customary international law of human rights incorporated into Canadian law
- Application of international law in Canadian domestic courts
- International human rights and class action litigation
- Case law updates

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Registration Details

Fee per Delegate: \$4,295 plus tax

Newly Licensed*: \$2,147.50 plus tax

PDAC members: 20% discount

**This fee applies to newly licensed professionals within the past 2 years*

Fees include attendance, electronic materials, and technical support. Group discounts are available. Visit www.osgoodepd.ca/group-discounts for details.

Financial Assistance

This program is eligible for OSAP funding. Federal and provincial job grants may be available. You may also apply for financial assistance with OsgoodePD. To learn more, visit: www.osgoodepd.ca/financial-assistance

Program Changes

We will make every effort to present the program as advertised, but it may be necessary to change the date, location, speakers or content with little or no notice. In the event of program cancellation, York University's and Osgoode Hall Law School's liability is limited to reimbursement of paid fees.

Cancellations and Substitutions

Substitution of registrants is permitted at any time. If you are unable to find a substitute, a full refund is available if a cancellation request is received in writing 21 days prior to the program date. If a cancellation request is made with less than 21 days notice, a \$150 administration fee will apply. No other refund is available.

For Further Program-Related Information, Please Contact:

Elise Micheli, Program Lawyer at emicheli@osgoode.yorku.ca

Certificate of Program Completion

You will receive a certificate upon completion of **The Osgoode Certificate in Mining Law**. Participants must attend all program modules and satisfactorily pass a take-home exam to receive a certificate.

4 Convenient Ways to Register



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OsgoodePD has been approved as an Accredited Provider of Professionalism Content by the LSO.

Eligible CPD Hours – LSO (ON): 32h 20m CPD (27h 50m Substantive; 1h 30m Professionalism; 3h EDI).



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Past Participants say it best...

“I enjoyed the valuable sharing experience by hands-on experts.”

“In my position handling agreements and asset rights, these topics were educating for me and will benefit my daily job responsibilities.”

“Very thorough and wide range of topics discussed.”

“Valuable and comprehensive information on royalties, streams and NI 43-101.”

“Excellent structure, serious knowledgeable presenters, very good overview of the issues.”