

Terms of Reference for the Porcupine Watchful Eye

in conjunction with the Porcupine Gold Mines

The Dome Watchful Eye (DWE) was the name given to a stakeholder group that has been formed in support of Placer Dome's company wide Sustainable Development Policy introduced in 1998. On July 1, 2002 the DWE group took on an increased challenge when a joint venture was formed between Placer Dome (CLA) Ltd. and Kinross Gold Corporation. This further changed in 2006 when Goldcorp Canada Ltd. took over the former Placer Dome (CLA) Ltd assets. The local name was changed to Porcupine Gold Mines and the property more than tripled in land size. Therefore to reflect the sustainability of the property, a name change was also required for the DWE. As of November 2002, the liaison group was named Porcupine Watchful Eye (PWE). The main goal of this relationship is to recognize and understand the requirements, expectations, and concerns of all parties. The group will seek to critically examine identified issues and work with mine management to develop strategies by consensus that meet the mutual needs of the stakeholders, community, and company throughout and beyond mine life.

Mandate of the Committee:

The "Porcupine Watchful Eye" mandate is to be an informed sounding board in liaison with PGM to assist in problem solving and to work towards building a sustainable community.

The mandate of the PWE can be broken into the following:

- be informed of past, current, and future practices of PGM.
- to act as a sounding board between the community and PGM.
- to bring forth and review concerns expressed by local citizens, interest groups, or other stakeholders as they arise.
- to provide recommendations to the PGM's Mine General Manager who in turn heads PGM's Senior Management Team.
- to work together with PJGM to create a sustainable community for present and future generations.
- to verify, monitor, and comment on performance towards achieving a sustainable community.

Certain areas not falling within the mandate of the PWE, specifically include:

- negotiating a collective bargaining agreement with the union representing PGM's employees,
- open discussion on unresolved legal proceedings, and
- awarding of contracts to outside contractors or suppliers.

Other areas may surface.

PWE Membership:

To become a member of the PWE, one must fill out a membership form, giving contact and representation details, disclosure of any financial relationship to Goldcorp Canada Ltd. (ie: current employee, retired employee, contractor, supplier, etc) and agree to attend meetings and abide by these Terms of Reference.

Membership shall be kept to a manageable size with an initial target number of twenty (20). With committee consent this number could be increased if found not to delay the process.

Members of the Porcupine Watchful Eye shall strive to represent but not be limited to the following local stakeholder and interest groups:

- Chamber of Commerce or TEDC
- Porcupine Gold Mines' Employees
- First Nations Representative (Wabun Tribal Council)
- Porcupine Lake Stewardship Coalition
- Porcupine Prospectors and Developers Association
- Residents - Connaught Hill, Porcupine, South Porcupine, Schumacher and Timmins
- Timmins City Council
- Timmins Local Citizens Committee
- Timmins Naturalists
- The Timmins Fur Council (Trappers)
- Local Union: United Steel Workers of America (USWA)
- Local Student Representation
- City of Timmins Department Head

A PWE member can only represent one of the groups mentioned above.

Every member will have a standing voice and will aim for decision making by consensus. Each member on the PWE will have one vote if the need arises, and can request that voting on a particular issue be delayed to the next meeting so that they may have the opportunity to consult with their constituents.

Any additional stakeholders wishing to join the PWE shall fill out a Membership Application Form. The PWE will then collectively review applications / requests from any additional stakeholders seeking membership on the PWE.

PWE members representing an organized stakeholder group will have an alternate to take his or her place in the event that the PWE member is unable to attend a meeting or function. The alternate shall have the same rights and responsibilities while attending on behalf of the primary member.

If a PWE stakeholder representative resigns, the alternate shall become the new representative of that respective interest group. If there is no alternate to take the position, the interest group shall consider nominations from his/her interest group and select a new representative.

Members of the PWE will be asked to declare any conflicts of interest, real or perceived, that they may have on a particular issue. A conflict of interest is a situation where the member may see a personal gain through the resolution of the issue. If this is the case and the issue goes to a consensus vote, then the alternate will vote in place of the member, or the member shall withhold their vote.

Each PWE member shall inform the Chairperson or the Secretary if both member and alternate will be unable to attend a meeting. **In the event that a PWE member and / or alternate miss three meetings in a row without notifying the Chairperson, they will be deemed to have resigned.**

With adequate explanation to the PWE, the committee members may consider reinstating either the above member or alternate (or both) to previous good standing.

All members shall accept these **Terms of Reference**.

Regulatory agencies involved with governing affairs at Porcupine Gold Mines are welcome to attend meetings in a consultative role to elaborate on Acts, Regulations, and Guidelines.

These agencies include:

- Ministry of Environment
- Ministry of Labour
- Ministry of Natural Resources
- Ministry of Northern Development and Mines
- Department of Fisheries and Oceans
- Mattagami Region Conservation Authority
- City of Timmins

Community groups which may be used in a support role include:

- Service Clubs (Rotary, Kinsmen, Scouts, etc.)
- Porcupine Mine Managers Association
- Porcupine Ski Runners
- Timmins Snowmobile Club
- Local Media
- Local Area Schools
- Local Tourism Groups

Purpose of the Porcupine Watchful Eye as viewed by Goldcorp Canada Ltd.:

“Porcupine Gold Mines” envisions a diverse group of local stakeholders willing to build a consultative relationship on socio-economic and environmental issues with the management team at the mines. The goal of this relationship will be to recognize and understand the requirements, expectations, and concerns of all parties. The group will critically examine the issues and work with management to develop strategies that meet the mutual needs of the stakeholders, community, and company throughout the life of the mine and beyond. This will include development of strong structures of mutual trust, support, and communication.”

The shared vision PGM has for the PWE can be broken into the following:

- ensure that all relevant stakeholders have the opportunity to provide comment on key issues relating to Porcupine Gold Mines during all phases of mine life (exploration, operation and closure);
- ensure that all stakeholders are provided with the opportunity to review pertinent information concerning:
 - social issues
 - economic impacts
 - health and safety issues affecting the community
 - state of the environment
 - environmental performance
 - closure and reclamation plans
- provide a forum for stakeholders to present their point of view on issues that fall within the mandate of the committee;
- permit a continuous and regular dialogue among the stakeholders so as to prevent conflicts; and if conflicts arise, to recommend solutions to resolve them in a structured process;
- provide timely recommendations and/or comment, recognizing that there are pre-established guidelines and comment periods;
- participate in a Third Party Review of sustainable development management systems and monitoring programs to verify functionality and reported performance.

Responsibilities of the PWE Members:

Each representative along with input from their respective constituents shall:

- encourage a better understanding of the mining process to the general public;
- communicate to the rest of the PWE members and PGM any special interests or needs, taking into consideration the opinions and point of view of the other members;
- participate actively in seeking solutions to issues that may arise during the mine life;
- report to parent organizations and the general public in a timely and accurate manner the PWE's deliberations, recommendations and activities;
- monitor implementation of its recommendations;
- nominate PWE members and/or stakeholder groups to serve as representatives on a Third Party Review Team.

Responsibilities of the PGM, the Mine General Manager and the Senior Management Team

The Mine General Manager or designate oversees all aspects of management for Porcupine Gold Mines. Department Superintendents manage their departmental affairs and together make up the Senior Management Team reporting directly to the Mine Manager.

The Mine General Manager along with members of the Senior Management Team shall provide information to the PWE on relevant aspects of management at the mine site in a timely manner.

- provide appropriate information, education, and funding so that the PWE can be informed and effective;
- present and foster relevant ideas found to be effective by other mines or stakeholder groups;
- utilize the forum of the PWE as a "Public Consultation Process" with regards to Permit Applications and Amendments;
- evaluate, respond, or act upon, recommendations presented by the PWE in a timely manner taking into consideration the effect on community and company;
- provide basis for partially implementing or rejecting recommendations;
- approving media releases from the PWE to the public.

PGM shall designate a liaison person who shall assist the PWE in requests for assistance in financial support, organizing field trips, organizing public meetings, etc.

Functioning of the PWE:

Role of the Chairperson

The PWE Chairperson shall be a member of the PWE and be elected by fellow PWE members. The Chairperson will hold the position for one year minimum. Nominations for a new Chairperson will be accepted by the Secretary one month before end of tenure for elections to be held one month after. The Chairperson is entitled to run for another term. Campaign procedures will be decided upon by the committee. Voting will be done by means of a private ballot box and tabulated by the Secretary.

The Chairperson will conduct the PWE meetings. In his / her absence, an alternate will conduct the meeting(s). After a 15-minute delay, when neither Chairperson nor the alternate is present, any other committee member may conduct the meeting.

The Chairperson shall be given control of the meeting. Kerr & King Procedures will be followed at all meetings. The Chairperson will address the person before they speak.

Role of the Secretary

PJGM will provide the services of a secretary for the PWE, when possible.

The minutes will be drafted within 14 days following the meeting and distributed to PWE members and their alternates and to interested parties on the mailing list. At the next scheduled meeting minutes will be approved by the Chairperson after acceptance. Once approved and signed by the Chairperson minutes will become public documents to be stored in hard copy at the Dome Mine and on a website should one be created.

Role in Third Party Reviews

The purpose of Third Party reviews is to allow stakeholder groups to be part of the audit and verify how mine site key issues are being managed. Allowing opportunity for comment on deficiencies or improvements.

Members from the PWE and / or a group of stakeholders may be nominated by the PWE to serve as representatives on a Third Party Review Team, with the responsibility to report findings back to the PWE and PGM.

Decision Making

The members of the PWE will strive for consensus in making informed recommendations to the Mine General Manager. If the PWE should fail to reach a consensus, a majority of the PWE members shall be required to agree to a recommendation. As part of any majority recommendation, a minority recommendation can also be attached for consideration. Porcupine's Mine General Manager has the responsibility to consider both majority and minority opinions, and to make a decision having regard to federal and provincial regulations, and established company policies and guidelines. The company will have the final decision making power that may or may not concur with the consensus. Reasoning for any decision will be explained.

PWE Meetings

All meetings of the PWE will be open to the public.

Meetings will typically be held in the Spruce Hill Lodge – Common Room and duration of meetings will be limited to 7:00pm – 9:00pm.

Meetings will be scheduled for the third Wednesday of the month, with flexibility to account for statutory holidays.

The PWE shall convene no later than three (3) consecutive months between meetings. Notices of meetings and agenda will be sent to the members prior to the meeting. When determining the timing of meetings, consideration shall be given to issue relevance, as well as legislated comment periods.

The PWE will have a quorum to hold an official meeting by having at least seven (7) registered members present.

Each member of the PWE has an equal voice. A PWE member may be accompanied by a colleague member(s) who may be granted the right to speak by the Chairperson upon prior agreement.

A PWE member has the right to request that a particular issue not be dealt with or concluded in their absence.

Minutes will be taken at all PWE meetings, and after signed approval by the Chairperson will be stored in hardcopy at the Dome Mine or potentially electronic copy on the Goldcorp web site, available for public review.

Members of the public requesting consideration for placement on the agenda are asked to fill out and submit to the Chairperson an Agenda Request Form seven (7) days prior to the next scheduled meeting.

Outstanding action items will be numbered and reviewed during scheduled meetings.

Members of the PWE are encouraged to be present at Information Nights and Open Houses.

This Terms of Reference will be reviewed every two years or as required.

Dated at _____, Ontario this _____th day of _____, 2007

Chris Cormier
Mine General Manager
Goldcorp Canada Ltd. - Porcupine Gold Mines

Bill Russell
Chairperson
Porcupine Watchful Eye

PWE AGENDA REQUEST FORM

This form is to be filled out and mailed or delivered to the Chairperson by any organization or member of the public requesting consideration for placement on the next meeting agenda.

Presenter

Topic to be Presented: _____

Presenter Name and Affiliation: _____

Address: _____ Telephone #: _____

Area of Expertise: _____

Visual aids needed: _____
ie: VCR/TV, Slide Projector, Overhead Projector.

Required Time: _____

PWE Chairperson

Bill Russell
Porcupine Watchful Eye
180 Birch Street North
Timmins, Ontario
P4N 6E2

Date Received: _____

Does Topic fall within Mandate of PWE: _____

Presenter Notified: _____

Reason Request Denied: _____

Time Limit Imposed: _____

Special Instructions: _____
