

**MEMORANDUM OF AGREEMENT
BETWEEN BUREAU OF LAND MANAGEMENT,
TONOPAH FIELD OFFICE,
THE NEVADA STATE HISTORIC PRESERVATION OFFICER,
AND
GEMFIELD RESOURCES LTD.
REGARDING THE
GEMFIELD MINE PROJECT, ESMERALDA COUNTY, NEVADA**

WHEREAS, DOI Bureau of Land Management (BLM) plans to permit Gemfield Resources Ltd. (GRL) to conduct mining operations within the proposed Gemfield Mine Plan of Operations (Mine) (Attachment A) in Esmeralda County, Nevada; and

WHEREAS, the Mine, partly located on public lands managed by BLM Battle Mountain District, is an undertaking pursuant to Title 54 USC 300101, et. seq., commonly known as the National Historic Preservation Act of 1966, as amended (NHPA), and Title 54 USC 306108, commonly known as Section 106 of the NHPA (Section 106), and its implementing regulations, 36 CFR 800; and

WHEREAS, the Mine will consist of open pits and associated facilities; and

WHEREAS, BLM has defined the Mine's Area of Potential Effects (APE) as all geographic areas within which the Mine may have effects to historic properties. The BLM has determined that the direct APE is the area of land within the Plan of Operations Boundary (Attachment A) and the indirect APE is a variable boundary extending up to seven miles in all directions from the Mine's direct APE (Attachment B); and

WHEREAS, portions of the APE fall within lands comprising the Nevada Test and Training Range. BLM's identification efforts for the Mine found no historic properties in these areas; and

WHEREAS, BLM, in consultation with the Nevada State Historic Preservation Office (SHPO), has determined that the Mine has the potential to adversely affect thirty (30) historic properties within the APE (Attachment C); and

WHEREAS, BLM, in consultation with the SHPO, has identified four (4) unevaluated archaeological sites in the APE that remain unevaluated pending subsurface testing and one architectural resource that remains unevaluated pending additional documentation (Attachment D); and

WHEREAS, BLM has consulted with the Duckwater Shoshone Tribe of the Duckwater Reservation, Nevada, Yomba Shoshone Tribe of the Yomba Reservation, Nevada, and the Timbisha Shoshone Tribe, concerning the Mine, and has invited all three Tribes (hereinafter collectively referred to as Tribes) to participate in this Memorandum of Agreement (MOA) as Concurring Parties; and

WHEREAS, BLM has consulted with GRL regarding the effects of the Mine on historic properties and has invited them to sign this MOA as an Invited Signatory; and

WHEREAS, BLM has not invited the Advisory Council on Historic Preservation (ACHP) to participate in consultation as the Mine does not meet the requirements for their participation (as specified in Component 5 of the 2012 National Programmatic Agreement among BLM, ACHP, and National Conference of SHPOs); and

WHEREAS, to the best of our knowledge and belief, no human remains, associated or unassociated funerary objects or sacred objects, or objects of cultural patrimony as defined in the Native American Graves Protection and Repatriation Act (25 USC 3001), are located in the APE; and

WHEREAS, the Signatories and Invited Signatory (hereinafter collectively referred to as the Parties and individually by name or as Party) agree that this MOA may be signed in counterparts and the executed MOA, and each signature, will be effective and binding as if all Parties had signed the same document; and

NOW, THEREFORE, the Parties agree that the MOA shall be implemented in accordance with the following stipulations in order to take into account the adverse effects of the Mine on the historic properties.

STIPULATIONS

BLM shall ensure that the following measures are carried out:

- I. **HISTORIC PROPERTIES TREATMENT PLAN (HPTP) DEVELOPMENT AND IMPLEMENTATION**
 - A. GRL, through a cultural resource management (CRM) firm meeting BLM's and the Secretary of the Interior's Professional Qualifications standards appropriate to the historic property, will prepare an HPTP. This document will be consistent with the Secretary of the Interior's Standards and Guidelines for Archaeology and Historic Preservation (48 CFR 44716-37); guidance provided in the ACHP's Section 106 Archaeology Guidance; and the documentation requirements of Appendix F of the State Protocol Agreement between the BLM and Nevada SHPO for Implementing the National Historic Preservation Act (Protocol) (BLM and SHPO 2014). The HPTP will contain testing or additional documentation plans for unevaluated resources (Appendix D), and strategies for mitigating adverse effects to historic properties that address all of the Secretary's Significance Criteria for which a historic property qualifies for inclusion in the National Register of Historic Places (NRHP).
 1. GRL will provide sufficient funds to support a CRM firm and qualified persons in the development and implementation of the HPTP, including but not limited to: documentation and testing of unevaluated resources; mitigation of adverse effects to historic properties; implementation of avoidance procedures (e.g., fencing, flagging, monitoring); cataloguing and analysis of collected archaeological materials; writing

draft and final reports detailing the finding of data recovery operations; production and distribution of public outreach materials; and curation of collected materials per procedures set forth in the HPTP.

- B. GRL shall submit the draft HPTP to BLM.
- C. BLM will review and comment on the draft HPTP within thirty (30) calendar days of receipt.
- D. GRL shall revise the HPTP to address BLM comments. Upon BLM approval of the report, BLM will submit the document to the SHPO for review.
- E. The SHPO will provide concurrence or comments on the approved report within thirty (30) calendar days of its receipt. If the SHPO does not respond within thirty (30) calendar days of receipt, BLM may finalize the HPTP.
- F. BLM will review and address any SHPO comments on the HPTP. BLM will direct GRL, through its CRM consultant, to make any necessary changes to the HPTP.
- G. BLM will submit the updated and approved final HPTP to the SHPO.

II. TESTING AND EVALUATION OF SPECIFIC, KNOWN UNEVALUATED CULTURAL RESOURCES

- A. GRL, through its permitted CRM firm, will complete the activities described in the testing plan portion of the final HPTP for previously identified unevaluated resources and shall make a recommendation of NRHP eligibility for the tested cultural resources. GRL will submit the results of the testing activities and the NRHP recommendation (report) for each archaeological site to the BLM within fourteen (14) calendar days of the completion of the fieldwork as outlined in the testing plan.
- B. BLM shall review the summary within two (2) working days and notify GRL that BLM accepts or rejects the summary
- C. GRL, through its permitted CRM firm, will revise the draft report to address BLM comments. Upon BLM approval of the report, BLM shall provide a copy of the report along with the BLM's determination of NRHP eligibility to the SHPO for review and concurrence.
- D. The SHPO will have two (2) working days to provide concurrence or comments on the approved report. If the SHPO does not respond within two (2) working days of receipt, BLM may finalize the report.
- E. BLM will review and address any SHPO comments on the report. BLM will direct GRL, through its CRM consultant, to make any necessary changes to the report.

- F. BLM will submit the updated and approved final report to the SHPO.
- G. If BLM determines, in consultation with the SHPO, that any or all of the unevaluated sites are eligible for listing in the NRHP, GRL, through its CRM firm, will prepare an addendum to the HPTP to mitigate adverse effects to those historic properties.
 - 1. The Parties' review of addendums to the HPTP will occur in the same manner as the original HPTP (Stipulation 1.B-F, above).
 - 2. Addendums to the HPTP will not require a formal amendment to the MOA, per Stipulation VII, below.
- H. If BLM determines, in consultation with the SHPO, that any of the unevaluated sites are not eligible for listing in the NRHP following site testing, those cultural resources will not be considered further in this MOA.

III. NOTICES TO PROCEED (NTP)

- A. Upon execution of the MOA, GRL will implement measures to avoid adverse effects to the historic properties. BLM will review all avoidance measures, which may include but are not limited to flagging, fencing, or archaeological monitoring, prior to the initiation of any ground-disturbing activities associated with the Mine. BLM may require archaeological monitoring during operations.
- B. Following the completion of all avoidance measures, with the exception of any required archaeological monitoring during operations, BLM may issue a NTP to GRL for mining operations in areas outside of established avoidance buffer zones.
- C. GRL shall avoid adverse effects to all historic properties until BLM issues a NTP in accord with Stipulation III.E below. If post-review discoveries occur, the requirements of Stipulation V will apply.
- D. NTPs for unevaluated resources following testing will occur pursuant to Stipulation II above. For unevaluated sites determined not eligible after testing, BLM shall issue a NTP for mining operations within the avoidance area upon the completion of Stipulation II.H above.
- E. NTPs for Mitigation of Adverse Effects to Historic Properties
 - 1. BLM shall provide GRL with a NTP after BLM, in consultation with the SHPO, determines that the fieldwork portion of mitigation at a historic property has been completed in compliance with the HPTP as set forth below.
 - a. Within fourteen (14) days from the completion of fieldwork, GRL, through its CRM firm, will provide BLM with a summary of mitigation fieldwork at each historic property after that phase of the mitigation program is complete. The

CRM firm will document that the mitigation was completed in accordance with the approved HPTP.

- b. BLM shall review the summary within two (2) working days and notify GRL that BLM accepts or rejects the summary.
- c. If BLM approves of the summary, BLM shall provide an electronic copy of the summary to the SHPO for review and concurrence.
- d. If BLM submits a total number of individual fieldwork summaries less than four (4) per submission and there are less than four (4) historic properties summarized in any five (5) working day period, SHPO shall have two (2) working days to provide concurrence or comments on the summary. If SHPO does not respond within two (2) working days, BLM shall issue the NTP for GRL to begin mining operations within the avoidance area for that historic property.
- e. If BLM submits a total number of individual fieldwork summaries that exceeds four (4) per submission and/or if there are greater than four (4) historic properties summarized in any five (5) working day period, SHPO shall have fifteen (15) calendar days to provide concurrence or comments on the summary. If SHPO does not respond within fifteen (15) calendar days, BLM shall issue the NTP for GRL to begin mining operations within the avoidance area.

IV. DURATION

This MOA will expire when the stipulations are completed or five (5) years from the date of its execution, whichever comes first. If any historic property will remain unmitigated at the time of expiration, and work is planned to continue on the Mine that would adversely affect historic properties, BLM may consult with all Parties prior to expiration in order to re-examine the terms of the MOA, determine if those terms remain acceptable, amend it in accordance with Stipulation VII below, and renew the MOA for another period not to exceed five (5) years.

V. POST-REVIEW DISCOVERIES

BLM shall follow the process found in the Protocol (Section VI.B) if potential historic properties are discovered or unanticipated effects to historic properties are identified. GRL shall avoid all post-review discoveries until BLM issues a NTP in accord with Stipulation III above.

VI. DISPUTE RESOLUTION

- A. Should any Party or Concurring Party to this MOA object at any time to any actions proposed or the manner in which the terms of this MOA are implemented, BLM shall consult with such Party or Parties to resolve the objection. If the BLM determines that such objection cannot be resolved, BLM will:

1. Forward all documentation relevant to the dispute, including BLM's proposed resolution, to the ACHP. Prior to reaching a final decision on the dispute, BLM shall prepare a written response that takes into account any timely advice or comments regarding the dispute from the ACHP, the Parties, and the Concurring Parties and provide them with a copy of this written response. BLM will then proceed according to its final decision.
 2. If the ACHP does not provide its advice regarding the dispute within the thirty (30) day time period, BLM may make a final decision on the dispute and proceed accordingly. Prior to reaching such a final decision, BLM shall prepare a written response that takes into account any timely comments regarding the dispute from the Parties or Concurring Parties to this MOA, and provide them and the ACHP with a copy of such written response.
- B. BLM's responsibilities to carry out all other actions to the terms of this MOA that are not the subject of dispute remain unchanged.

VII. AMENDMENT

This MOA may be amended when such an amendment is agreed to in writing by all Signatories. The amendment will be effective on the date a copy signed by all Signatories is filed with the ACHP.

VIII. TERMINATION

- A. If any Party to this MOA determines that its terms will not or cannot be carried out, the Party shall immediately consult with the other Parties to attempt to develop an amendment per Stipulation VII above. If within thirty (30) days (or another time period agreed to by all Parties) an amendment cannot be reached, any Party may terminate the MOA upon written notification to the other Parties.
- B. Once the MOA is terminated, and prior to work that has been found to have an adverse effect on a historic property, and for which a NTP has not been issued, BLM must either (a) execute an MOA pursuant to 36 CFR 800.6, or (b) request, take into account, and respond to the comments of the ACHP under 36CFR 800.7. BLM shall notify the Parties as to the course of action it will pursue.

EXECUTION of this MOA by the Parties and implementation of its terms is evidence that BLM has taken into account the effects of the Mine on historic properties and fully satisfied its obligations under Section 106 of the NHPA as amended and its implementing regulations.

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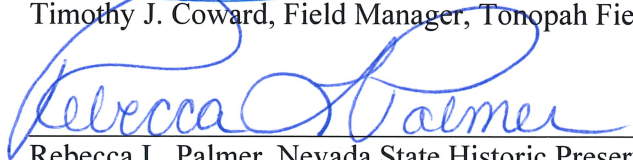
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THE NEVADA STATE HISTORIC PRESERVATION OFFICER,
AND
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REGARDING THE
GEMFIELD MINE PROJECT, ESMERALDA COUNTY, NEVADA**

SIGNATORIES:



Timothy J. Coward, Field Manager, Tonopah Field Office

Date: 2/19/19



Rebecca L. Palmer, Nevada State Historic Preservation Officer

Date: 03/01/19

INVITED SIGNATORY:



Jack McMahon, Gemfield Resources, Ltd.

Date: 02/06/19

CONCURRING PARTY:

Duckwater Shoshone Tribe

Date: _____

Yomba Shoshone Tribe

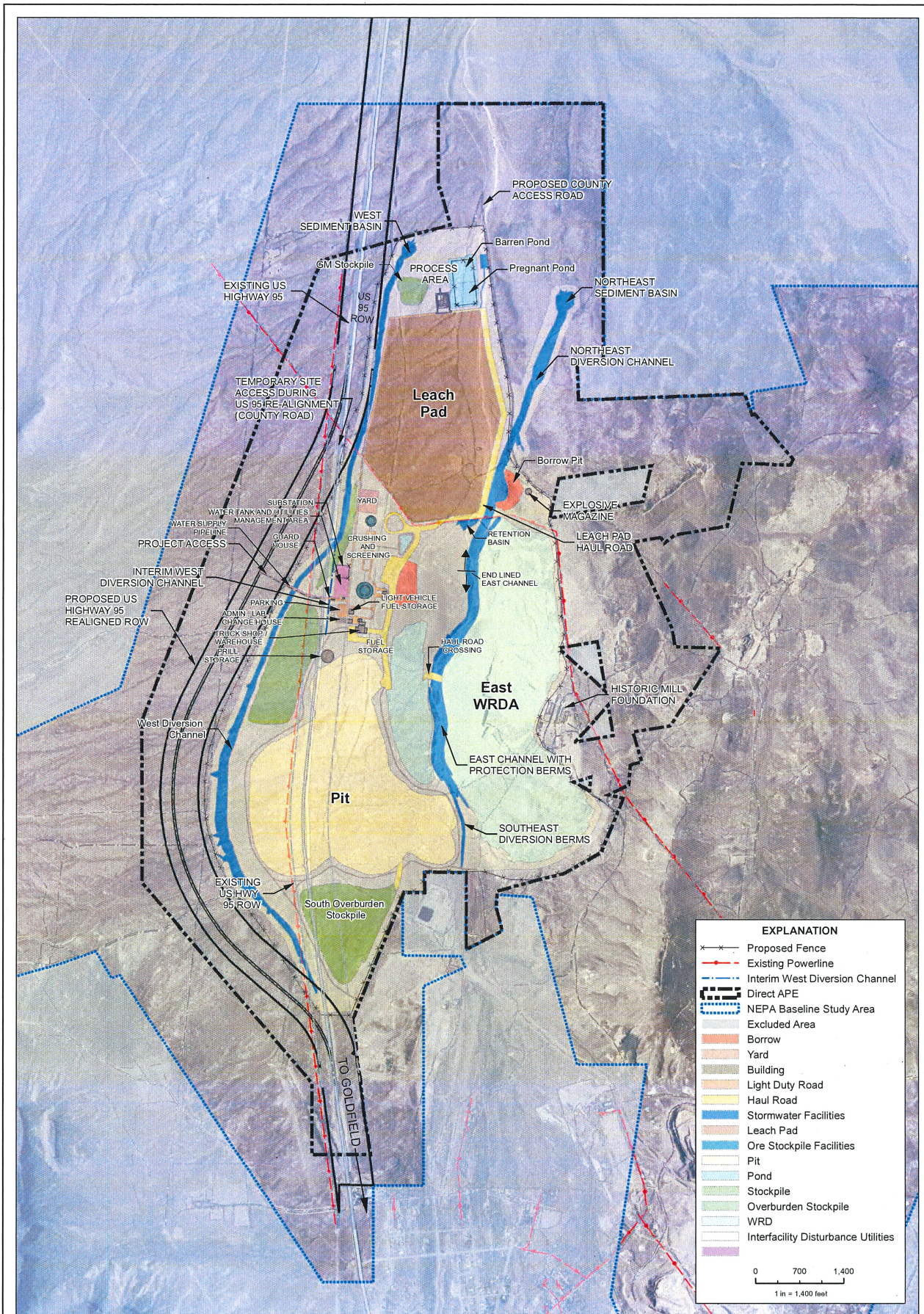
Date: _____

Timbisha Shoshone Tribe

Date: _____

ATTACHMENT A.

GEMFIELD PROPOSED PLAN OF OPERATIONS BOUNDARY AND DESCRIPTION OF
MAJOR ACTIVITIES PROPOSED IN THE PLAN OF OPERATIONS



REVISIONS		
REV	DESCRIPTION	DATE

DESIGN: - REVIEWED: GH
DRAWING: GMR CHECKED: -
APPROVED: -
COORDINATE SYSTEM:
Goldfield 2004
IF THE ABOVE BAR DOES NOT
SCALE 1 INCH, THE DRAWING
SCALE IS ALTERED

DRAWING TITLE:
PROPOSED FACILITIES LAYOUT

PROJECT:
PLAN OF OPERATIONS

DATE: 8/2/2017 DRAWING NO. REV NO.
SRK JOB #: 359500.160 FIGURE 4 A

FILE NAME: FIG4_P00_Proposed_Disturbance_20170323.mxd

NON-EXCLUSIVE EXAMPLES OF PROJECTS THAT MAY BE PROPOSED BY PROPONENT

All major projects listed will be completely confined to inside the Direct APE boundary (plan of operations boundary). The projects that may be proposed by the Proponent include, but are not limited to the following:

1. MINING PROJECTS:

- a. Open pit mine under a new Mine Plan of operations, including, but not limited to, one or more open pits, waste rock storage facilities, gravel pits, heap leach facilities, tailings facilities, wells, ore stockpiles, growth media stockpiles, ponds, rapid infill basins, access roads, haul roads, water management facilities and pipelines, infiltration basins, water treatment facilities, reservoirs, water tanks, truck shops, warehouses, laboratories, wash bays, fuel facilities, septic systems, administrative offices, security buildings, power distribution lines, solid waste landfills, hazardous waste storage areas, communication towers, rock crushers, blasting magazines, core cutting and storage buildings, propane tanks, conveyor systems, operations/maintenance facilities, and other ancillary facilities directly related to the mining and processing of ore from open pits.
- b. Ore processing mill, rock crushers and conveying systems, heap leach facilities, ore stockpiles, process ponds, ore roasters, autoclaves, vat leach processing facilities, froth floatation facilities, a carbon in column leaching facility and/or other processing infrastructure, generally contained in a mill building, refinery, and associated event ponds and other infrastructure.

2. EXPLORATION PROJECTS:

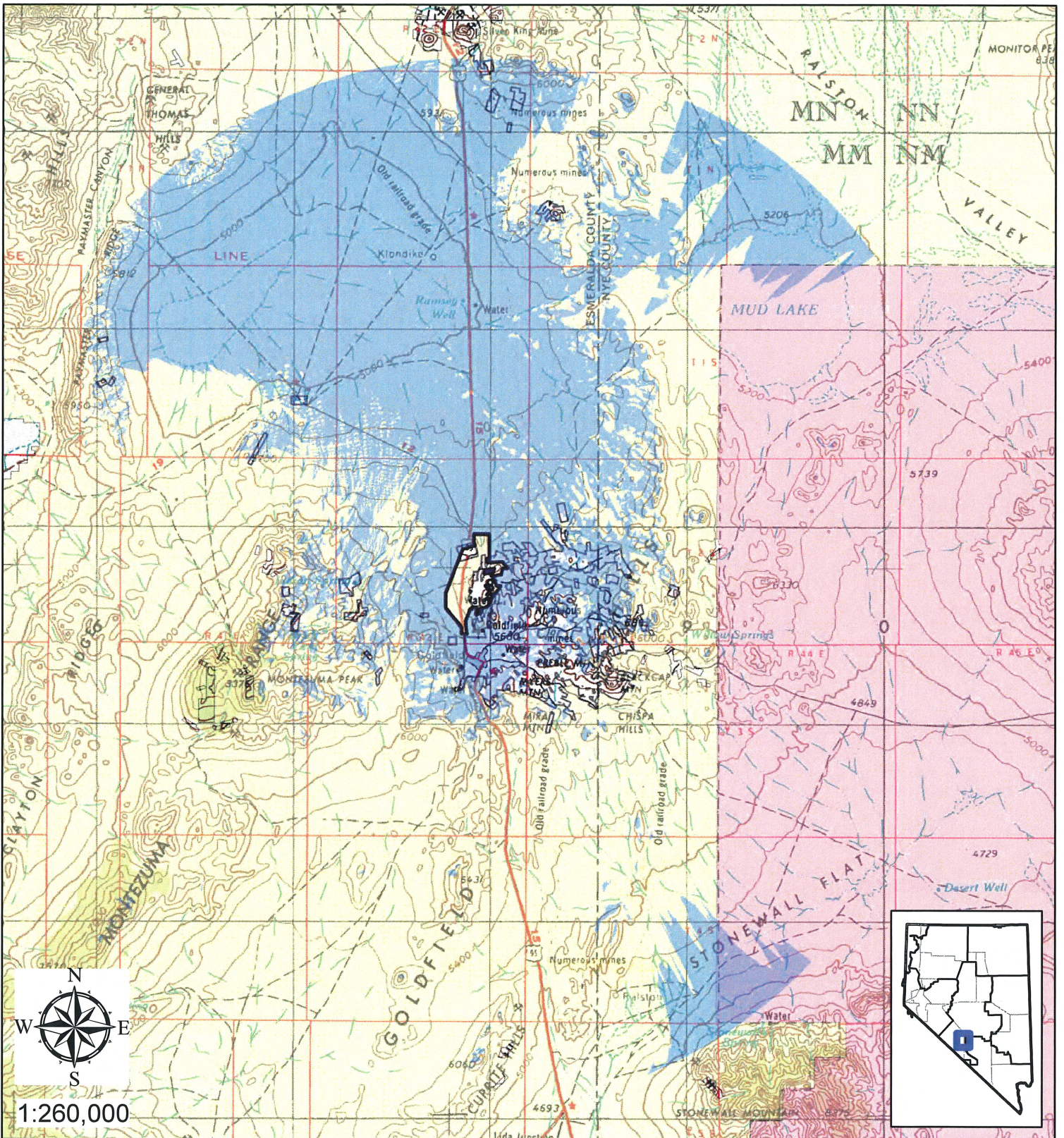
- a. Exploration, which may include a phased plan of exploration, including initial exploration on small, scattered parcels to identify targets, followed by closer-spaced drilling to explore identified targets or to delineate mineral resources and ore bodies, along with drilling or other studies to establish baseline and underground conditions in preparation of a Mine Plan of operations. Facilities associated with an Exploration Plan of operations include multiple drilling pads and sumps, access roads or overland travel (depending on topography and resource constraints), growth media stockpiles, pumps, water source, water tank, generators, laydown areas and portable sanitary facilities, sumps, light plants, communication towers, fuel skids, office trailers and storage areas.
- b. Expansion or additional drilling of an existing Exploration Plan of operations, including additional drilling acreage and access.

3. SUPPORT FACILITIES:

This category of project would include any facility that is not associated with a specific mine or exploration plan of operations, is located in the Direct APE, and may serve one or more facilities in the Direct APE. Such projects could include:

- a. Significant new maintenance of area access roads, power or distribution lines and other infrastructure that serves more than one facility and/or the public.
- b. Construction by the Proponent of new infrastructure that serves more than one facility and/or the public.
- c. Mitigation or conservation efforts, whether voluntary or required.

ATTACHMENT B. DIRECT AND INDIRECT AREAS OF POTENTIAL EFFECT



Legend

- Indirect APE
- Direct APE

Land Status

- Bureau of Land Management
- Department of Defense
- Private

Attachment B: Gemfield Direct and Indirect APES



United States Department Of The Interior

Bureau of Land Management
Tonopah Field Office
1553 S. Main Street/P.O. Box 911
Tonopah, NV 89049



Date: 9/5/2018

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ATTACHMENT C. HISTORIC PROPERTIES POTENTIALLY ADVERSELY AFFECTED

Agency Resource No.	State Resource No.	Description	NRHP Eligibility	Mine PoO APE	
				Direct	Indirect
CrNV-64-4500	D159	Goldfield Historic Mining District	Eligible ABCD	x	Vibrational, Auditory, Visual
CrNV-64-3260	26Es499	Tonopah and Goldfield Railroad	Eligible AD	x	
CrNV-64-3263	26Es502	Mining complex	Eligible D	x	
CrNV-64-4277	26Es726	North Goldfield/Columbia townsite	Eligible AD	x	
CrNV-64-11182	26Es2109	Mining complex	Eligible D	x	
CrNV-64-16444	26Es1905	Mining complex	Eligible D	x	
CrNV-64-16447	26Es1908	Mining complex	Eligible AD	x	
CrNV-64-16478	26Es1939	Tonopah and Goldfield Railroad Depot	Eligible AD	x	
CrNV-64-16524	26Es1985	Mining complex	Eligible AD	x	
CrNV-64-16525	26E1986	Mining complex	Eligible D	x	
CrNV-64-16530	26Es1991	Goldfield Consolidated Mill Complex	Eligible ABCD	x	
CrNV-64-16624	26Es2085	Goldfield Consolidated Mines Company Railroad	Eligible A	x	
CrNV-64-16628	26Es2089	Water conveyance system	Eligible A	x	
CrNV-64-16632	26Es2093	Lithic scatter and mining complex	Eligible D	x	
CrNV-64-16639	26Es2099	Residential area	Eligible AD	x	
CrNV-64-18572	26Es2163	Lithic scatter	Eligible D	x	

Agency Resource No.	State Resource No.	Description	NRHP Eligibility	Mine PoO APE	
				Direct	Indirect
	B12310	Mohawk Mine High Grade Storage Building	Eligible AC		Visual
	B12311	Florence-Newmont Mill	Eligible AC		Visual
	B12312	Florence-Newmont Shop and Hoist House	Eligible AC		Visual
	B12313	Florence-Newmont Privy	Contributing C		Visual
	B12316	Cut Diamond-Big Lize Magazine	Contributing C		Auditory, Visual
	B12317	Cracker Jack-Big Lize Magazine	Contributing C		Auditory, Visual
	B12318	Great Bend #2 Magazine	Contributing C		Visual
	B12319	Goldfield Consolidated Storage Building	Contributing A	x	
	D167	Florence-Newmont District	Eligible AC		Visual
	S832	Grizzly Bear Headframe	Contributing C		Visual
	S836	Florence-Newmont Ore Bin	Contributing AC		Visual
	S837	Florence-Newmont Headframe	Contributing AC		Visual
	S843	Anna May Shaft and Windbreak	Contributing C		Auditory, Visual
	S845	Daisy Triangle-Gold Coin Collared Shaft and Headframe	Contributing C		Visual

ATTACHMENT D. UNEVALUATED RESOURCES POTENTIALLY ADVERSELY AFFECTED

Agency Resource No.	State Resource No.	Description	NRHP Eligibility	Mine PoO APE	
				Direct	Indirect
	26Eu1398	Silver Peak Road	Unevaluated		Visual
CrNV-64-11179	26Es2469	Mining complex	Unevaluated	x	
CrNV-64-11234	26Es2481	Prospecting complex	Unevaluated	x	
CrNV-64-16434	26Es1896	Mining complex	Unevaluated	x	
	B12309	Combination Lessee Hoist and Pump House	Unevaluated		Visual