

**2018 REVISED
MEMORANDUM OF AGREEMENT**

**BETWEEN BUREAU OF LAND MANAGEMENT,
ELKO DISTRICT OFFICE, TUSCARORA FIELD OFFICE (BLM)
AND THE
NEVADA HISTORIC PRESERVATION OFFICER (SHPO)
AND
GOLD STANDARD VENTURES CORPORATION
REGARDING
RAILROAD MINERAL EXPLORATION**

WHEREAS, a Memorandum of Agreement (MOA) was executed on December 12, 2012; and

WHEREAS, BLM has authorized Gold Standard Ventures Corporation (GSV) to conduct mining exploration activities on public (BLM) lands in Elko County, Nevada (the "Railroad Exploration Project"), and the Railroad Exploration Project is an undertaking subject to review under Section 106 of the National Historic Preservation Act (NHPA), 54 U.S.C. § 306108, and its implementing regulations, 36 CFR Part 800; and

WHEREAS, the Railroad Exploration Project provides for the submission of drill site and access road locations to the BLM on an ongoing basis over the life of the authorization, which may require additional review under Section 106; and

WHEREAS, the Railroad Exploration Project also provides for annual monitoring and reporting; and

WHEREAS, BLM has defined the Railroad Exploration Project's Area of Potential Effect (APE) as described in Appendix A; and

WHEREAS, a Cultural Resource Inventory has been conducted throughout the APE to locate, identify, record, and evaluate for eligibility for inclusion in the National Register of Historic Places (NRHP) all historic properties and/or properties of religious and cultural significance; and

WHEREAS, the BLM has identified ten (10) historic properties and two (2) unevaluated sites within the APE. The sites are eligible for the NRHP under the stated criterion including 26EK3587 (Criterion D), 26EK12290 (Criterion A), 26EK12291 (Criterion A, Unevaluated Criterion D), 26EK12292 (Criterion A), 26EK12293 (Criterion D), 26EK12298 (Criterion A), 26EK12302 (Criterion A), 26EK12303 (Criterion A), 26EK12597 (Unevaluated Criteria A and D), 26EK12598 (Criterion A, Unevaluated Criteria C and D), 26EK12600 (Criterion A), and 26EK12601 (Unevaluated Criteria C and D) (Appendix B); and

WHEREAS, 26EK12293 and 26EK12600 lie entirely on private lands, 26EK12291, 26EK12292, 26EK12298, 26EK12302, 26EK12598, and 26EK12601 lie partially on private and partially on BLM-managed lands, 26EK3587, 26EK12290, 26EK12303, and 26EK12597 lie entirely on BLM-managed lands (Appendix B); and

WHEREAS, annual monitoring of all historic properties and unevaluated sites within the APE by

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the qualified consultant hired by GSV revealed site changes had occurred on ten (10) historic properties and two (2) unevaluated sites (26EK12293, 26EK12598, 26EK12600, 26EK3587, 26EK12290, 26EK12291, 26EK12292, 26EK12298, 26EK12302, 26EK12303, 26EK12597, and 26EK12601); and

WHEREAS, the BLM has determined that the site changes at seven (7) historic properties and two (2) unevaluated sites (26EK3587, 26EK12290, 26EK12291, 26EK12292, 26EK12298, 26EK12302, 26EK12303, 26EK12597, and 26EK12601) are not directly related to GSV's Railroad Exploration Project. Changes to federally-managed historic properties will be addressed, by the BLM, through survey and monitoring of these historic properties, and documented in survey reports and site updates to be filed with SHPO in the next ten (10) years; and

WHEREAS, GSV has voluntarily agreed to mitigate three (3) historic properties (26EK12293, 26EK12598, and 26EK12600); and

WHEREAS, the BLM, in consultation with the SHPO, has identified nine (9) historic architectural resources in the APE (S374, S376, S380, S381, S384, S385, S396, S398, and S401) that had not been previously recorded or evaluated for the NRHP (Appendix B); and

WHEREAS, the BLM, in consultation with the SHPO and GSV, has also proposed amendments to both the Dispute Resolution and Post-Review Discovery stipulations; and

WHEREAS, BLM has consulted with GSV, regarding the effect of the Railroad Exploration Project on historic properties and has invited them to sign this MOA as an invited Signatory; and

WHEREAS, the BLM has not invited the Advisory Council on Historic Preservation (ACHP) to consult on the Railroad Exploration Project as it does not reach the threshold of involvement, pursuant to the Component 5 of the 2012 *Programmatic Agreement Among the Bureau of Land Management, the Advisory Council on Historic Preservation, and the National Conference of State Historic Preservation Officers Regarding the Manner in Which BLM Will Meet Its Responsibilities Under the National Historic Preservation Act*; and

WHEREAS, the consulting parties agree that it is in the public interest to expend funds to implement this project through the management and protection of historic properties through avoidance and to mitigate unplanned adverse effects of the project through treatment (including archaeological excavation); and

NOW, THEREFORE, the BLM, the SHPO, and GSV hereby revise this MOA and hereby agree that the Railroad Exploration Project shall be implemented in accordance with the following stipulations in order to address effects to historic properties, properties of religious and cultural importance, and unevaluated sites from adverse effects:

I. EVALUATION

The cultural resource management (CRM) firm hired by GSV to carry out the work of Stipulations I, II, and V will meet the BLM's and the Secretary of the Interior's Professional Qualification Standards appropriate for the resource being evaluated for the NRHP.

- A. The BLM shall ensure that the CRM firm hired by GSV evaluates all archaeological sites in the APE not previously evaluated under all of the Secretary's significance criteria of the NRHP during the 2018 field season (Appendix C).
- B. The BLM shall ensure that, during the 2018 field season, the CRM firm hired by GSV evaluates the historic architectural resources within the APE (S374, S376, S380, S381, S384, S385, S396, S398, and S401) under all of the Secretary's significance criteria of the NRHP (Appendix C).
- C. The BLM shall submit the results of all NRHP evaluation efforts to the SHPO. The SHPO shall have thirty (30) calendar days from their receipt to review and comment on any adequately documented submission. In the event that the SHPO does not respond within the thirty (30) calendar days of its receipt, the BLM may assume SHPO concurrence.

II. MITIGATION

- A. The CRM firm, in consultation with the BLM and the SHPO, has prepared a Historic Properties Treatment Plan (HPTP) for all historic properties and unevaluated sites in the APE (Appendix C). This HPTP contains plans for the immediate mitigation of sites 26EK12293, 26EK12598, and 26EK12600 with a contingency for mitigation of the remaining seven (7) historic properties and two (2) unevaluated sites (26EK3587, 26EK12290, 26EK12291, 26EK12292, 26EK12298, 26EK12302, 26EK12303, 26EK12597, and 26EK12601).
- B. The BLM shall ensure that the CRM firm hired by GSV completes the fieldwork portion of the HPTP for archaeological sites 26EK12293, 26EK12598, and 26EK12600 by no later than August 31, 2018.
- C. The BLM shall submit the fieldwork summary report, completed in accordance with Stipulation II.A above, to the SHPO for review and concurrence. If the SHPO does not respond within fifteen (15) working days of receipt of the summary document, the BLM may assume concurrence with the contents of the summary.

III. MANAGEMENT AND PROTECTION THROUGH AVOIDANCE

- A. All known historic properties and the unevaluated sites must be avoided and remain undamaged by exploration, mining, and reclamation activities unless those historic properties or unevaluated sites have undergone treatment according to a HPTP that complies with Stipulation V.C.
- B. Avoidance will be defined as no disturbance within thirty (30) meters of the historic property's or unevaluated site's external boundaries. However, GSV may undertake minor road maintenance on existing roads within site boundaries within the existing road prism.
- C. GSV will train employees and contractors during safety training, prior to construction of roads and drill pads, in this MOA's requirements for avoiding

effects to cultural and historic resources and enforce GSV's policy against off-road cross-country travel and the removal of artifacts.

IV. NOTICE TO PROCEED

A notice to proceed will be required for the following: when (1) GSV proposes surface disturbance for exploration drilling and road construction within the boundaries of a historic property or unevaluated site; or (2) GSV seeks to perform road maintenance within site boundaries that is expected to increase the road prism within such a site; or (3) when GSV seeks to perform other ground disturbing activities within the boundaries of a historic property or unevaluated site (each a "GSV NTP Request"). In consultation with the other signatories and in compliance with the MOA stipulations, the BLM may issue Notices to Proceed (NTP) for a GSV NTP Request under any of the following conditions:

- A. The BLM, in consultation with the SHPO, has determined that the activities described in the GSV NTP Request will not result in adverse effects to historic properties, unevaluated sites, or properties of traditional religious or cultural importance within the area specified in the GSV NTP Request (the "NTP Area"); or
- B. GSV has prepared, and the BLM, after consultation with the SHPO, has authorized the implementation of an adequate treatment plan for the current phase of the Railroad Exploration Project, and:
 - 1. The fieldwork phase of a mitigation or treatment plan has been completed; and
 - 2. The BLM has accepted a summary of the fieldwork performed and a schedule for reporting that work; and
 - 3. The BLM shall provide a copy of the summary to SHPO; and
 - 4. The SHPO shall review the summary and if the SHPO concurs or does not respond within two (2) working days of receipt, BLM shall assume concurrence and issue the NTP.

GSV shall not begin any ground disturbing activities within the NTP Area until a NTP is issued by the BLM for the GSV NTP Request. A partial NTP may be issued for portions of the NTP Area that are outside of the area that may affect historic properties.

V. ANNUAL MONITORING

- A. The CRM firm hired by GSV will meet the BLM's and the Secretary of the Interior's standards and will monitor all unmitigated historic properties and unevaluated sites annually.
- B. Reporting on all monitoring activities, findings, and recommendations will be submitted to the BLM by the contractor within thirty (30) days of completion of monitoring activities.

- C. If the BLM, in consultation with the SHPO, determines that a historic property or unevaluated site has been adversely affected by GSV activities, then an appropriate HPTP shall be prepared by GSV's CRM contractor. HPTPs shall be consistent with the Secretary of the Interior's Standards and Guidelines for Archaeology and Historic Preservation (48 FR 11716-37) and shall conform to the stipulations outlined in the Nevada State Protocol and BLM manual 8140.26 and following the guidance provided in the ACHP's Recommended Approach for Consultation on Recovery of Significant Information from Archaeological Sites, dated June 17, 1999. In addition, the HPTP will be accompanied by the original National Register evaluation.
- D. GSV shall cause its CRM contractor to submit an HPTP to the BLM within ninety (90) days of the BLM's determination and direction to GSV to mitigate damaged historic properties. Upon the BLM's approval of the HPTP (reviewed and approved in consultation with the SHPO), GSV shall have one year to carry out the fieldwork portion of the mitigation prescribed by the approved HPTP. GSV's CRM contractor shall procure all appropriate BLM permits prior to initiation of any treatment.
- E. GSV will fund annual monitoring and any treatment if necessary.

VI. POST-REVIEW DISCOVERIES

- A. All unplanned discoveries will be treated in accordance with Section VI of the State Protocol Agreement between the BLM and SHPO (BLM 2014). If Native American human remains, funerary objects, sacred objects, or objects of cultural patrimony are discovered during an undertaking involving BLM-managed lands, BLM will comply with Native American Graves Protection and Repatriation Act (NAGPRA) and its implementing regulations at 43 CFR § 10, Subpart B. Human remains and associated grave goods discovered on private land will be handled according to the provisions of Nevada Revised Statutes 383, as further described below.

Upon any unanticipated discovery of cultural resources, items of cultural patrimony, sacred objects or funerary items, GSV shall cease all activity within thirty (30) meters of the find and the BLM will be notified immediately (within 12 hours) with written confirmation to follow. The location of the find would not be publicly disclosed, GSV will provide security for items of cultural patrimony and funerary items until the BLM has had the opportunity to consult in-person on these items (not to exceed one week), and no activity shall resume until a NTP is issued by the BLM.

This MOA is intended to meet the terms found in NRS 383.121 as amended (Chapter 523, Statutes of Nevada 2017, page 3544) for an "existing agreement with a federal agency that was executed pursuant to federal law and that relates to the discovery of prehistoric native Indian human remains or a funerary object". Execution of this MOA means that the provisions for notification found in NRS 383.121, as amended, do not apply. Standard notification requirements found in NRS 383.150 to NRS 383.190, amended, do apply.

- B. If historic properties are discovered, the BLM, in consultation with the SHPO and GSV, will attempt to resolve potential adverse effects through avoidance.
- C. If the BLM, in consultation with the SHPO and GSV, determine that avoidance is not practicable, the BLM shall ensure that the historic property will undergo mitigation (including, but not limited to the development of a HPTP that meets the requirements of Stipulation V.C above). This mitigation will be funded by GSV and carried out by a CRM firm that meets the BLM's and the Secretary of the Interior's Professional Qualification Standards.

VII. DATA AND INFORMATION SHARING

Information on the location and nature of all cultural resources and information considered proprietary by Tribal entities, the BLM, or received through Government-to-Government consultation, will be held confidential to the extent provided by Federal and State law. GSV will ensure the security and confidentiality of site locations and other sensitive information.

VIII. DISPUTE RESOLUTION

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

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

IX. AMENDMENTS

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 of the signatories is filed with the ACHP.

X. TERMINATION

If any signatory to this MOA determines that its terms will not or cannot be carried out, that party shall immediately consult with the other parties to develop an amendment per Stipulation VIII, above. If within thirty (30) days (or another time period agreed to by all signatories) an amendment cannot be reached, any signatory may terminate the MOA upon written notification to the other signatories.

Once the MOA is terminated, and prior to work continuing on the Railroad Exploration Project within thirty (30) meters of where a historic property or unevaluated site is located, and for which a NTP has not been issued, the 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 36 CFR § 800.8. The BLM shall notify the signatories as to the course of action it will pursue.

XI. DURATION

This MOA will expire when the stipulations are completed or in ten (10) years from the date of its execution, whichever comes first.

EXECUTION of this MOA by the BLM and the SHPO, and implementation of its terms, evidence that the BLM has taken into account the effects of the Railroad Exploration Project on historic properties.

SIGNATORY PARTIES:

BUREAU OF LAND MANAGEMENT, TUSCARORA FIELD OFFICE MANAGER

By: Melanie A. Peterson
Melanie A. Peterson, Field Office Manager

Date: 3/27/18

NEVADA STATE HISTORIC PRESERVATION OFFICE

By: Rebecca L. Palmer
Rebecca L. Palmer, State Historic Preservation Officer

Date: 03/29/18

INVITED SIGNATORY PARTY:

GOLD STANDARD VENTURES CORPORATION

By: _____

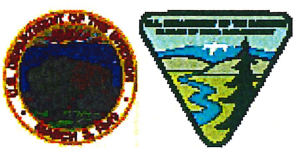
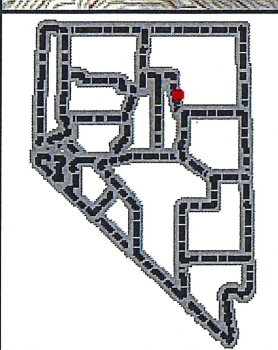
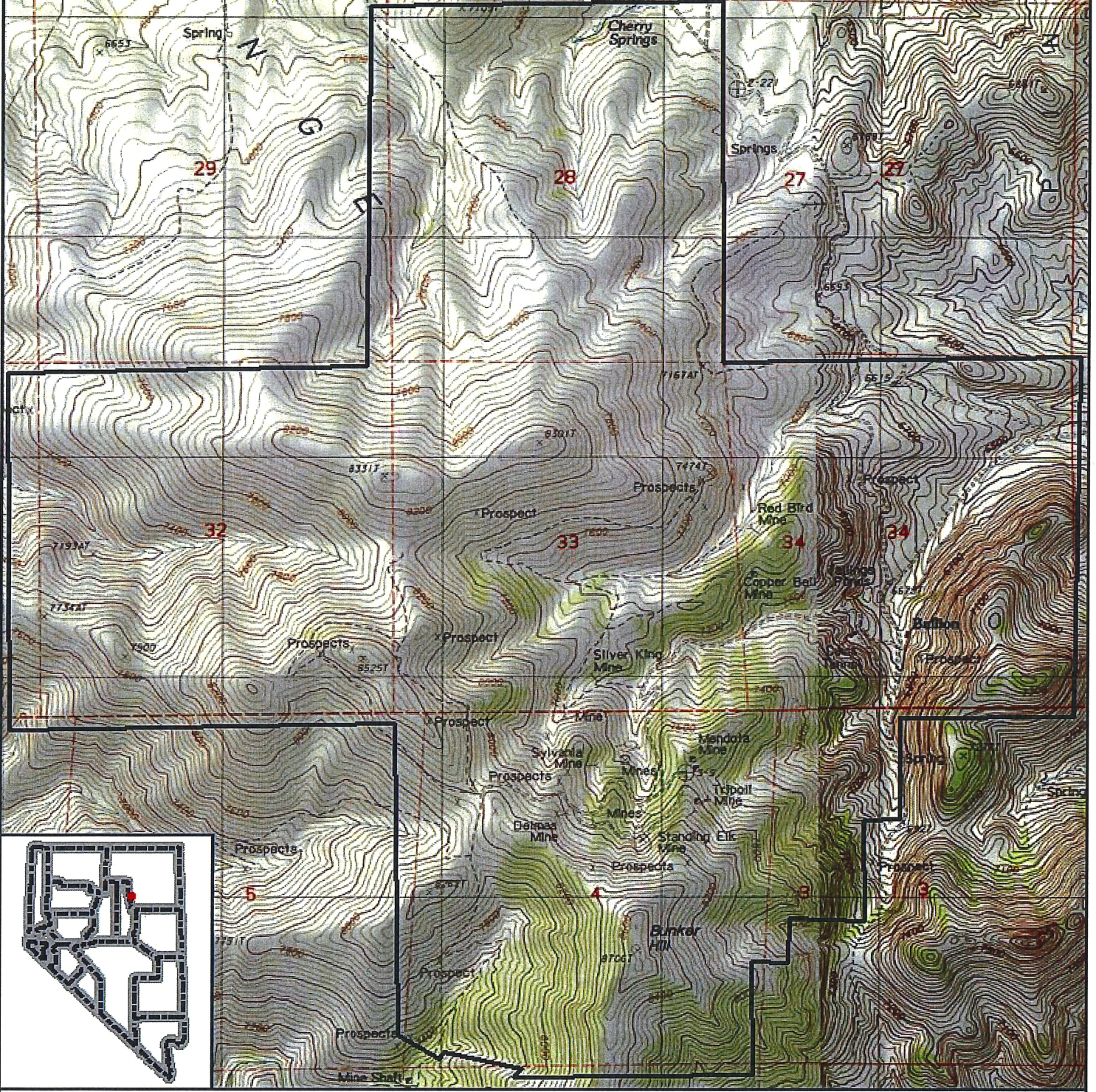
Date: _____

Mac Jackson


Vice President, Exploration

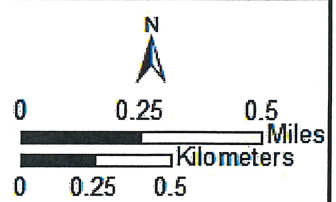
GSV USA Limited d/b/a in Nevada as Gold Standard Ventures Corporation

Appendix A: Railroad Mineral Exploration Memorandum of Agreement Area



No warranty is made by the Bureau of Land Management as to the accuracy, reliability or completeness of these data for individual use or aggregate use with other data.

 Railroad MOA Area



Reference Scale: 1:24,000
Date: 2/23/2018
Author: Dan Brockmann

APPENDIX B

Archaeological Sites:

State No.	2011 IMACS NRHP	SHPO Letters NRHP ^{1,2}	2012 MOA NRHP	2018 MOA NRHP	Adverse Effect?	Description of Effect
26EK3587	Eligible D (2011)	Eligible D ¹	Eligible D	Eligible D	No	
26EK12290	Eligible A	Eligible A ¹	Eligible A	Eligible A	No	
26EK12291	Eligible A, and D, or A only (contradicts)	Does not concur, need clarification ¹	Eligible A, Unevaluated D	Eligible A, Unevaluated D		
26EK12292	Eligible A	Eligible A ¹	Eligible A	Eligible A	No	
26EK12293	Eligible D	Eligible D ¹	Eligible D	Eligible D	Yes; mining activities, natural decay	New drill pad and sump on site (2014)
26EK12298	Eligible A	Eligible A ¹	Eligible A	Eligible A	No	
26EK12302	Eligible A	Eligible A ¹	Eligible A	Eligible A	No	
26EK12303	Eligible A	Eligible A ¹	Eligible A	Eligible A	No	
26EK12597	Eligible A only, or Eligible D only (contradicts)	Does not concur, need clarification ¹	Eligible A	Not Eligible B and C, Unevaluated A and D	No	
26EK12598	Eligible A	Eligible A ² Unevaluated C, D ²	Unevaluated	Eligible A, Unevaluated C and D	Yes; mining activities	New drill pad and access road in site boundary (2014). New campfire ring, trash, and uprooted trees (2016).
26EK12600	Eligible A	Eligible A ²	Eligible A	Eligible A	Yes; mining activities	New drill road through site, new drill pad, disturbance of waste rock piles (2014)
26EK12601	Not Eligible	Does not concur ² Believes Eligible for C and D	Eligible C and D	Not Eligible A and B, Unevaluated C and D	No	

¹ SHPO Letter dated Sept. 07, 2011 (report BLM1-2793 [Main report concurrence])

² SHPO Letter dated Dec. 19, 2011 (report BLM1-2793 (ADD) [Addendum concurrence])

Architectural Resources:

HRIF Number	2011 HRIF NHRP	SHPO Letter NRHP¹	2012 MOA NRHP	2018 MOA NRHP
S374	Not eligible	Unevaluated	Not in MOA	Unevaluated
S376	Not eligible	Not Eligible C Unevaluated A, B, D	Not in MOA	Not Eligible C Unevaluated A, B, D
S380	Not Eligible	Not Eligible C Unevaluated A, B, D,	Not in MOA	Not Eligible C Unevaluated A, B, D
S381	Not Eligible	Not Eligible C Unevaluated A, B, D,	Not in MOA	Not Eligible C Unevaluated A, B, D
S384	Not Eligible	Unevaluated	Not in MOA	Unevaluated
S385	Not Eligible	Unevaluated	Not in MOA	Unevaluated
S396	Not Eligible	Unevaluated	Not in MOA	Unevaluated
S398	Not Eligible	Unevaluated	Not in MOA	Unevaluated
S401	Not Eligible	Unevaluated	Not in MOA	Unevaluated

¹ SHPO Letter dated Oct. 28, 2011. (report BLM1-2793 [Architecture concurrence])

This attachment contains information that may be exempt from
Freedom of Information Act requests.

Please consult the appropriate federal agency to obtain this information.

APPENDIX C

2018 Historic Properties Treatment Plan

This attachment contains information that may be exempt from
Freedom of Information Act requests.

Please consult the appropriate federal agency to obtain this information.