



GARDINER ROBERTS

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File No.: 95818

June 8, 2011

E-FILED

Ms. Kirsten Walli  
Secretary  
Ontario Energy Board  
Suite 2700, 2300 Yonge Street (27<sup>TH</sup> Floor)  
P.O. Box 2319  
Toronto, ON  
M4P 1E4

Dear Ms. Walli,

**Re: EB-2011-0106**  
**Goldcorp's Section 92 Harry's Corner to Balmertown TS Transmission Line;**  
**June 7<sup>th</sup>, 2011 Motion Hearing**

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I enclose herewith a response to undertaking JM1.2 given at yesterday's motion of June 7, 2011.

Yours truly,

Gardiner Roberts LLP

  
Ian A. Blue

cc. David Leitch (by e-mail)  
Kristi Sebalj (by e-mail)

Enclosure

TORONTO-#242480-v1-Letter to OEB June 8 2011

GARDINER ROBERTS LLP

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**June 8, 2011**

**EB-2011-0106**

**Goldcorp's Response to Undertaking JM1.2 requested of Goldcorp by Panel Member Marika Hare on June 7<sup>th</sup>, 2011**

**Request:** Please describe the land rights that Goldcorp will obtain from MNR for its proposed 115 kV Transmission Line.

**Response:** The rights that Goldcorp will receive from MNR to place its 115 kV transmission line on Crown land will be a land use permit issued under the Land Use Permits Regulation, O. Reg. 973, under the *Public Lands Act*. The land use permit is worded similarly to an easement agreement but does not confer any right registerable on title. Attached, as an example, is a copy of O. Reg. 973, an executed Letter of Authority from MNR and an Executed MNR Memorandum of Agreement respecting a distribution line. These are type of legal documents that Goldcorp expects to receive from MNR.



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Français

**Public Lands Act**

**R.R.O. 1990, REGULATION 973**

**LAND USE PERMITS**

**Consolidation Period:** From July 27, 2007 to the e-Laws currency date.

Last amendment: O. Reg. 417/07

***This is the English version of a bilingual regulation.***

- 1.** Subject to any terms and conditions that are consistent with the Act and the regulations,
  - (a) a district manager or his or her delegate may issue, in respect of public lands in the administrative district administered by the manager, a land use permit permitting the holder to occupy the public lands described in the permit for the purposes stated in it;
  - (b) the Manager, Land Management Section, may issue, in respect of public lands situated in two or more administrative districts, a land use permit permitting the holder to occupy the public lands described in the permit for the purposes stated in it.O. Reg. 417/07, s. 1.

**2.** A land use permit shall be in the form furnished by the Ministry. R.R.O. 1990, Reg. 973, s. 2.

Français

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Ministry of  
Natural  
Resources

Ministère des  
Richesses  
naturelles

Visit us at our website <http://www.gov.on.ca>

Call any MNR Office in Ontario for information at -  
1-800-667-1940 (English) ... or ... 1-800-667-1840 (French)  
8:30 am to 5:00 pm - Monday to Friday

Timmins District Office  
Ontario Government Complex  
P.O. Box 3090, Hwy. 101 East  
South Porcupine, ON P0N 1H0

Telephone: (705) 235-1300  
Facsimile: (705) 235-1377

December 10, 2007

Goldcorp Canada Ltd.  
P.O. Box 70  
4315 Gold Mine Road  
South Porcupine ON P0N 1H0

**SUBJECT: ELECTRICAL DISTRIBUTION LINE LOCATION AND  
MAINTENANCE, CROWN LANDS WHITNEY TOWNSHIP,  
TIMMINS AREA, ONTARIO**

You have advised that Goldcorp Canada Ltd. and Kinross Gold Corporation (jointly hereafter referred to as "Goldcorp Canada Ltd.") will be selling the Bell Creek Mine and Mill located in or about Timmins, Ontario to Lake Shore Gold Corp. It is anticipated that this transaction will be completed on or about November 30, 2007 (the actual date of completion, hereinafter the "Lake Shore Acquisition Date").

The electrical distribution line supplying electricity to the Bell Creek Mine and Mill is located partly on lands owned by Goldcorp Canada Ltd. and partly on Crown (MNR) Lands and lands registered in the name of the Crown as represented by the Minister of Public Works now deemed the Minister of Public Infrastructure Renewal by Order-in-Council, on behalf of MNR (all of the foregoing lands collectively the "Crown Lands", as such Crown Lands are described on the attached Schedule "A"). The aforesaid electrical distribution line includes a communications line and all works and installations related to such electrical and communication lines (such lines and works and installations hereinafter collectively, the "Bell Creek Electrical Line"). After the sale of the Bell Creek Mine and Mill to Lake Shore Gold Corp., Goldcorp Canada Ltd. will retain title to the Bell Creek Electrical Line and will lease such assets to Lake Shore Gold Corp.

You have advised that Goldcorp Canada Ltd. is the operator of the mining business jointly carried out by it and Kinross Gold Corporation in Canada and that Lake Shore Gold Corp. is not an agent of Goldcorp Canada Ltd.

You have requested of our office that Goldcorp Canada Ltd., and Lake Shore Gold Corp. from and after the Lake Shore Acquisition Date as lessee of the Bell Creek Electrical Line from Goldcorp Canada Ltd., be authorized to locate, upgrade, operate and conduct maintenance of the Bell Creek Electrical Line located on the Crown Lands and that their respective employees, agents, contractors or subcontractors (and the employees of such agents, contractors or subcontractors) be granted access to the Crown Lands, with or without tools, machinery or equipment, for the purposes of locating, upgrading, operating and conducting maintenance on the Bell Creek Electrical Line from time to time.

Our office has completed a review of your request to locate, upgrade, operate and conduct maintenance in respect of the Bell Creek Electrical Line on the Crown Lands.

Please consider this letter as the authority of the Minister of Natural Resources (the "Minister") for:

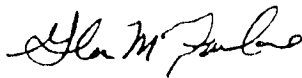
1. Goldcorp Canada Ltd. and its agents, employees, contractors or subcontractors (and the employees of such agents, contractors and subcontractors) to locate, upgrade, operate and conduct maintenance of the Bell Creek Electrical Line on the Crown Lands and to enter upon such Crown Lands, with or without tools, machinery or equipment, for the purposes of locating, upgrading, operating and conducting maintenance on the Bell Creek Electrical Line on the Crown Lands from time to time; and
2. Lake Shore Gold Corp. and its agents, employees, contractors or subcontractors (and the employees of such agents, contractors and subcontractors), from and after the Lake Shore Acquisition Date, to locate, upgrade, operate and conduct maintenance on the Bell Creek Electrical Line on the Crown Lands and, from and after the Lake Shore Acquisition Date, to enter upon such Crown Lands, with or without tools, machinery or equipment, for the purposes of locating, upgrading, operating and conducting maintenance on the Bell Creek Electrical Line on the Crown Lands from time to time.
3. The foregoing authorities are granted conditional upon the following:
  - (i) no gates or access restrictions are to be installed on Crown Land without prior approval by this office;
  - (ii) all garbage shall be removed from the site on an ongoing basis and upon completion of any work upon the Bell Creek Electrical Line;
  - (iii) appropriate cautionary signage shall be installed to address public safety;

- (iv) no aggregate shall be extracted or merchantable timber cut from the Crown Lands without specific Crown approval in accordance with applicable laws, regulations and administrative procedures;
- (v) no hazardous or deleterious materials or substances for which either of Goldecorp Canada Ltd. or Lake Shore Gold Corp. or their employees, agents, contractors or subcontractors are responsible will be allowed to leach or enter into any surface water or ground water located on or under the Crown Lands; and
- (vi) Goldecorp Canada Ltd., and Lake Shore Gold Corp. from and after the Lake Shore Acquisition Date, covenant to indemnify and forever save and keep harmless the Crown, its officers, servants and agents from and against any and all claims, demands, suits, actions, damages, loss, cost or expenses arising out of any injury to persons including death, or loss or damage to property of others which may be or be alleged to be caused by or suffered as a result of or in any manner associated with the exercise of any right or privilege granted to it by this Letter of Authority.

The authorities granted by the Minister herein shall be for so long as the Bell Creek Electrical Line is located on the Crown Lands by Goldecorp Canada Ltd. or Lake Shore Gold Corp. or until such authorities are otherwise terminated by notice in writing from the Minister to such effect in the event that either of Goldecorp Canada Ltd. or Lake Shore Gold Corp. breaches any of the foregoing conditions and fails to (i) cure such breach within thirty days of the date of receipt of notice from this office that such breach has occurred or (ii) commence to cure such breach within thirty days of the date of receipt of notice from this office that such breach has occurred and such breach is not capable of being cured within such thirty day period.

If you have any questions or concerns, please contact me at (705) 235-1337.

Sincerely,



Glen McFarlane  
Area Supervisor, Timmins District MNR

Schedule "A"

MINING CLAIM #	PIN	PARCEL	PROPERTY DESCRIPTION	RIGHTS	TOWNSHIP	OWNER
P537013	65477-0047 (LT)	9887WT	SW¼, N½, L9, C6	SR PATENTED	WHITNEY	CROWN - PIR (successor to Public Works)
	NA		NW¼, S½, L9, C6	SRO - CROWN LAND	WHITNEY	CROWN MNR
	NA		SW¼, S½, L9, C6	SRO - CROWN LAND	WHITNEY	CROWN MNR
	NA		NW¼, N½, L9, C5	SRO - CROWN LAND	WHITNEY	CROWN MNR

## **Memorandum of Agreement for Location of Unassumed Road on Crown Lands**

Goldecorp Canada Ltd. and Kinross Gold Corporation (jointly hereafter referred to as Goldecorp Canada Ltd.) have advised that they will be selling the Bell Creek Mine and Mill located in or about Timmins, Ontario to Lake Shore Gold Corp. It is anticipated that this transaction will be completed on or about December 14, 2007 (the actual date of completion, hereinafter the "Lake Shore Acquisition Date"). The existing access road to the Bell Creek Mine and Mill is an unassumed road located partly on lands owned by Goldecorp Canada Ltd. and partly on Crown Lands and lands registered in the name of the Crown as represented by the Minister of Public Works now deemed the Minister of Public Infrastructure Renewal by Order-in-Council, on behalf of MNR (all such foregoing lands hereinafter the "Crown Lands", as described on Schedule "A" attached hereto). Sections north and south of the aforesaid unassumed access road (the "Bell Creek Access Road") are owned by Goldecorp Canada Ltd. After the sale of the Bell Creek Mine and Mill to Lake Shore Gold Corp., Goldecorp Canada Ltd. will retain title to the sections they currently own of Bell Creek Access Road and will grant an access right over such road to Lake Shore Gold Corp. for access to and egress from the Bell Creek Mine and Mill.

Lake Shore Gold Corp. is not an agent of Goldecorp Canada Ltd.

The undersigned Province of Ontario in the right of the Minister of Natural Resources (the "Minister") hereby grants to Goldecorp Canada Ltd., and from and after the Lake Shore Acquisition Date to Lake Shore Gold Corp. as holder of a grant of access right from Goldecorp Canada Ltd., the authority to locate, upgrade and maintain the Bell Creek Access Road on and along the Crown Lands in compliance with work permit policy 3.03.04 under the *Public Lands Act*, together with a right of access to Goldecorp Canada Ltd., and from and after the Lake Shore Acquisition Date to Lake Shore Gold Corp. as the holder of a grant of access right from Goldecorp Canada Ltd., and their respective agents, employees, contractors or subcontractors (and the employees of such agents, contractors and subcontractors), with or without tools, machinery or equipment, to locate, upgrade and maintain the Bell Creek Access Road located on the Crown Lands and for ingress and egress for vehicles and pedestrians to and from the Bell Creek Mine and Mill along and over the Bell Creek Access Road located on the Crown Lands.

The Minister, Goldecorp Canada Ltd. and Lake Shore Gold Corp. hereby undertake and agree as follows:

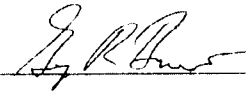
1. (a) Goldecorp Canada Ltd., and from and after the Lake Shore Acquisition Date Lake Shore Gold Corp. as holder of a grant of access right from Goldecorp Canada Ltd., shall be fully responsible for and shall inspect and maintain the Bell Creek Access Road under the authority of the *Public Lands Act* for as long as it is being used by Goldecorp Canada Ltd. or Lake Shore Gold Corp.  
  
(b) In the event that Goldecorp Canada Ltd. and Lake Shore, acting jointly, propose to discontinue use of the road, they shall jointly give the MNR District Manager at least one (1) month written notice of the date upon which use, inspection and maintenance of the road, will be discontinued.
2. (a) Goldecorp Canada Ltd. shall have the right to remove the roadbed in respect of which notice is given under clause 1(b) and Goldecorp Canada Ltd. shall indicate in the notice whether or not Goldecorp Canada Ltd. intends to exercise the right of removal.  
  
(b) Where Goldecorp Canada Ltd. indicates in a notice given under clause 1(b) that Goldecorp Canada Ltd. will not exercise Goldecorp Canada Ltd. right of removal under clause 2(a), the MNR District Manager shall, within sixty (60) days of receipt of such notice, give written notice to Goldecorp Canada Ltd. as to whether or not the Minister requires that the road be removed.  
  
(c) Where the MNR District Manager gives notice under clause 2(b) that the road is not to be removed, the road shall, upon the date specified in clause 1(b), become the property of the Crown and without payment of compensation therefore by the Crown, and Goldecorp Canada Ltd. and Lake Shore Gold Corp. shall thereupon be relieved of all right, title, interest in and to, and all responsibility and liability in respect of, the



road.

- (d) Where Goldecorp Canada Ltd. indicates in a notice under clause 1(b) that Goldecorp Canada Ltd. intends to remove the roadbed or where the District Manager gives notice under clause 2(b) that the roadbed is to be removed, Goldecorp Canada Ltd. shall, as soon as practicable after the date specified in the notice under clause 1(b), remove the roadbed and restore the road site to a safe and stable condition to the satisfaction of the MNR District Manager acting reasonably.
3. Goldecorp Canada Ltd. and Lake Shore Gold Corp. understand and acknowledge that in the event Goldecorp Canada Ltd. or Lake Shore Gold Corp. fail to carry out the inspection and maintenance referred to in clause 1(a), or Goldecorp Canada Ltd. fails to effect the removal of the roadbed and the restoration of the site as required under clause 2(b), the Minister may cause the inspection and maintenance to be carried out by Goldecorp Canada Ltd. or Lake Shore Gold Corp., or the removal and restoration to be carried out by Goldecorp Canada Ltd., and Goldecorp Canada Ltd. and Lake Shore Gold Corp. agree to reimburse the Minister the cost and expense incurred in so inspecting and maintaining the Bell Creek Access Road and Goldecorp Canada Ltd. agrees to reimburse the Minister the cost and expense of such removal and restoration.
4. The foregoing authorities are granted conditional upon the following:
- (i) no gates or access restrictions are to be installed on the Crown Lands without prior approval by this office;
  - (ii) all garbage shall be removed from the site on an ongoing basis and upon completion of any work upon the Bell Creek Access Road;
  - (iii) appropriate cautionary signage shall be installed to address public safety;
  - (iv) no aggregate shall be extracted or merchantable timber cut from the Crown Lands without specific Crown approval in accordance with applicable laws, regulations and administrative procedures;
  - (v) no hazardous or deleterious materials or substances for which either of Goldecorp Canada Ltd. or Lake Shore Gold Corp. or their agents, employees, contractors or subcontractors are responsible will be allowed to leach or enter into any surface water or ground water located on or under the Crown Lands; and
  - (vi) Goldecorp Canada Ltd., and Lake Shore Gold Corp. from and after the Lake Shore Acquisition Date, covenant to indemnify and forever save and keep harmless the Crown, its officers, servants and agents from and against any and all claims, demands, suits, actions, damages, loss, cost or expenses arising out of any injury to persons including death, or loss or damage to property of others which may be or be alleged to be caused by or suffered as a result of or in any manner associated with the exercise of any right or privilege granted to it by this Memorandum of Agreement.
5. Neither the Crown Lands nor the Bell Creek Access Road shall be used by Goldecorp Canada Ltd. or Lake Shore Gold Corp. or other permitted persons and no work shall be performed upon nor any materials transported over the Bell Creek Access Road, except at all times in accordance with all applicable laws and regulations and the terms of this Memorandum of Agreement.
6. The authorities granted by the Minister herein shall be for so long as the Bell Creek Access Road is located on the Crown Lands by Goldecorp Canada Ltd. or Lake Shore Gold Corp. or until such authorities are otherwise terminated by notice in writing from the Minister to such effect in the event that either of Goldecorp Canada Ltd. or Lake Shore Gold Corp. breaches any of the foregoing conditions and fails to (i) cure such breach within thirty days of the date of receipt of notice from this office that such breach has occurred or (ii) commence to cure such breach within thirty days of the date of receipt of notice from this office that such breach has occurred and such breach is not capable of being cured within such thirty day period.

**Goldcorp Canada Ltd.**

Per: 

Per: 

Dec. 12 / 07  
Date

**Her Majesty the Queen in right of the  
Province of Ontario**

Per: \_\_\_\_\_  
MNR Issuing Officer

\_\_\_\_\_  
Date

**Lake Shore Gold Corp.**

Per: 

Dec 14 / 07  
Date

**Goldcorp Canada Ltd.**

Per: \_\_\_\_\_

\_\_\_\_\_  
Date

**Lake Shore Gold Corp.**

Per: \_\_\_\_\_

\_\_\_\_\_  
Date

**Her Majesty the Queen in right of the  
Province of Ontario**

Per: \_\_\_\_\_  
MNR Issuing Officer

\_\_\_\_\_  
Date

Schedule "A"

MINING CLAIM #	PIN	PARCEL	PROPERTY DESCRIPTION	RIGHTS	TOWNSHIP	OWNER
P537013	65477-0047 (LT)	9887W-T	SW¼, NE¼, L9, C6	SR PATENTED	WHITNEY	CROWN - PIR (successor to Public Works)
	NA		NW¼, SE¼, L9, C6	SRO -CROWN LAND	WHITNEY	CROWN MNR
	NA		SW¼, SE¼, L9, C6	SRO -CROWN LAND	WHITNEY	CROWN MNR
	NA		NW¼, NE¼, L9, C5	SRO -CROWN LAND	WHITNEY	CROWN MNR