

EXHIBIT A

DIAMOND H RANCH CONSERVATION PLAN

A. Purpose

This Conservation Plan (“Plan”) establishes resource goals and means to achieve them for the Diamond H Ranch (“Ranch”) in compliance with the Interagency Mitigation and Reclamation Office (JIO) requirements.

B. Parties

Parties to the Plan include the following. By signing below, named individuals certify that they are authorized to act in their respective areas for matters related to this Plan.

Diamond H Ranch
Myles and Corby McGinnis (Landowners)
1659 Diamond H Road
Kemmerer, WY 83101

United States Bureau of Land Management (BLM)
Pinedale Field Office
Rebecca Spurgin, Acting Field Manager
Pinedale Field Office
1625 West Pine Street
P.O. Box 768
Pinedale, WY 82941

Jonah Interagency Mitigation and Reclamation Office
c/o Jim Lucas, JIO Project Coordinator
1625 West Pine Street
P.O. Box 768
Pinedale, WY 82941

Wyoming Game and Fish Department (WGFD)
Steve Ferrell, Director
5400 Bishop Blvd.
Cheyenne, WY 82006

C. Property

The Plan applies to certain private and public real property located in Lincoln and Sublette Counties, Wyoming, more particularly described in Exhibit B and C (Map of Property and Legal Description of Property).

D. Plan Components

1. Problems and opportunities

Recent work by the Natural Resources Conservation Service (NRCS) found that approximately 90% of the Property surveyed for their Ecological Site Description Site Index was in good or better condition (Exhibit D - NRCS Ecological Site Description Data). Because of this, little change in management has been recommended, and the primary objective is to maintain or improve existing vegetative conditions. Additional opportunities are outlined in Exhibit A (General Management Objectives).

2. Goals and objectives

For both the private and public land: The primary goal/objective is to maintain or enhance existing vegetative conditions on both the private and public lands. Signatories to this plan or their designees will meet annually to identify and pursue projects and funding that will fulfill this goal and that address those issues and opportunities outlined in Exhibit A. These issues/opportunities were outlined by NRCS and may address this overriding goal. Added opportunities may be identified in the future and any needed funding for identified projects will be pursued at that time. The following goals/objectives provide overriding guidance relative to mitigation objectives as identified by JIO staff:

- a. Maintain and enhance the economic viability of the Ranch's agricultural operation;
- b. Mitigate impacts to sagebrush habitat and species (particularly sage grouse and pronghorn) from development in the JIDP area as described in JIO's Strategic Plan (revised February 9, 2009), by maintaining or improving current vegetative conditions and grazing systems that continue to provide growing season rest and maintain the existing vegetation in good condition.
- c. Maintain or enhance native vegetative communities, with emphasis on willow communities and sagebrush-steppe habitat for native species, and with primary focus on sage grouse, pronghorn, and SGCN as identified in the Department's SWAP.
- d. Ensure that the ranch's BLM allotments add value and function well for the Landowners while also providing for multiple uses.

3. Resource inventory and analysis

NRCS has provided for the inventory and management recommendations that have been used in this conservation plan. Many of the recommendations have been included (Exhibit A) and a summary of the inventory results are included (Exhibit D)

4. Findings on the Property by NRCS support good historic grazing practices by the ranch. Because of this, the primary objective is to maintain or enhance existing vegetation condition. Added recommendations (Exhibit A) are additional projects that will enhance the ability of the landowner in meeting this primary objective.

E. Administration

1. This Plan will guide use of the Property through and including December 31, 2029. The Plan will terminate at that time unless all Parties agree to extend this term in writing.

2. Any notices to be sent pursuant to this Plan shall be sent by U.S. Mail to the Parties at the addresses above.

3. This Plan may be amended only by written agreement of all Parties. No amendment pertaining to the Private Property may be inconsistent with the stated "Conservation Purposes" of that certain conservation easement granted to the Wyoming Game and Fish Commission to which this plan is attached. Further, no such amendment shall be enforceable until reviewed and approved by the Wyoming Game and Fish Commission. In the event of a conflict between the Plan said conservation easement, the provisions of the conservation easement will control.

4. If legal or natural changes negate the Plan's applicability to the Property, the Parties will develop and implement a revised Plan, subject to the provisions of the preceding paragraph.

5. The Parties will review the Plan at least annually to evaluate progress toward the Plan's goals. Regarding the execution of the Conservation Plan, the Wyoming Game and Fish Department shall function and perform as the primary spokesman and coordinator for the governmental parties represented in this agreement. The governmental agencies shall not take different positions in dealing with the landowners.

6. The Landowner agrees to allow the Parties access to the Property during daylight hours following at least seven (7) days' written notice as necessary to develop, implement, evaluate and adapt the Plan.

7. Nothing in the Plan obligates any Party to expend, obligate or transfer any funds, effort or resources. Specific projects or activities that involve the transfer of funds, services, or property related to the Plan will require execution of separate agreements and be contingent upon the availability of funds. Such agreements will be negotiated, executed, and administered by parties to such agreements and must comply with all applicable statutes and regulations.

8. Any information furnished to Federal Agencies under this Plan is subject to the Freedom of Information Act (5 U.S.C. 552). Information furnished to State Agencies is subject to the terms of the Wyoming public records act (Wyo. Stat. Ann 16-4-201 et seq.).

9. This instrument in no way restricts the Parties from participating in similar activities with other public or private agencies, organizations, and individuals.

10. The Federal and State Agencies will handle their own activities and use their own resources, including the expenditure of their own funds under this Plan.

11. This Plan is not intended to, and does not, create, any right, benefit, or trust responsibility, substantive or procedural, enforceable at law or equity, by a party against the United States, the State of Wyoming, , or their agencies, officers, or any person.

12. Neither the United States nor the State of Wyoming, nor any agency, waives its sovereign immunity by entering into this Plan, and each fully retains all its immunities and defenses as provided by applicable law with respect to any action based on or occurring as a result of this Plan.

13. The Parties do not intend to create in any individual or entity the status of third party beneficiary. This Plan shall not be construed so as to create any third party beneficiary status.

Myles McGinnis
Diamond H Ranch

Date

Corby McGinnis
Diamond H Ranch

Date

Rebecca Spurgin, Acting Field Manager
United States Bureau of Land Management

Date

Jim Lucas, Project Coordinator
Jonah Interagency Mitigation and Reclamation Office

Date

Steve Ferrell
Wyoming Game and Fish Department

Date

EXHIBIT A

Exhibit A - Diamond A Ranch – General Management Objectives

Issue – from NRCS Inventory	Site Description	Problem, Opportunity, Goal, or Objective	Project or Potential Enhancement Recommendation	Project Partners	Project Costs	Estimated Time to Complete	Current Situation & Management
<u>Grazing Management</u>	All Sites	Fenced Pastures – including upland and riparian areas; incorporation of rotational grazing to ensure growing season rest is incorporated to achieve vegetative objectives.	<ol style="list-style-type: none"> 1. Provide water in upland pasture to increase management options, and to facilitate riparian management. 2. Fence across (N to S) riparian pasture to aid rotational grazing plan. 3. Rebuild western fence “on line.” 	Landowners Approximately 1 mile of fence needed & pump for providing water in upland pasture. Rebuilding of western fence will be done by landowners with possible funding assistance	NA – If funding is needed; we need to provide approximate costs		Currently, the only water source is LaBarge Creek, so the ability to manage the uplands separately from the riparian pasture does not exist. In addition, the riparian pasture needs to be split to aid in the rotation of livestock.
Gully/Erosion problem	Part of irrigation system	Irrigation problems have resulted in the formation of a gully -	Utilize diking or ditching to correct problem and to improve irrigation. In addition, once the problem is corrected, seeding will be done, which will include legumes/forbs – coordination with G&F and NRCS will be done to select plant species.	Landowners with possible funding assistance	If funding is needed, we need to provide approximate costs.		Landowners currently rotate livestock among fenced pastures.

Issue – from NRCS Inventory	Site Description	Problem, Opportunity, Goal, or Objective Addressed	Project or Potential Enhancement Recommendation	Project Partners	Project Costs	Estimated Time to Complete	Current Situation & Management
Uplands – BLM allotment	Uplands	Current period of use is late fall into winter – need to work with BLM to allow flexibility change season of use annually	Use upland pasture lightly to facilitate better management on riparian areas	Landowner with possible funding and technical assistance from NRCS or the Department			Currently, the uplands can only be grazed during the late fall into winter. By periodically changing season of use, benefits will be obtained on all areas through the rotation of livestock.
Subdivision fencing to exclude livestock	Subdivision Area – southern portion of plan area	Potentially reduce added fencing in area currently subdivided, by fencing out livestock.	Construct approximately 1 mile of new fence; approximately $\frac{3}{4}$ mile on northern end of subdivision and approximately $\frac{1}{4}$ mile on northern end of subdivision	Landowners with possible funding and technical assistance from NRCS or the Department			Currently owners in subdivision are having problems with livestock because many of the properties are not fenced. By fencing out livestock, may be able to reduce the overall amount of fence constructed

Fence removal	Just to north of state section	Removal of fence will reduce fencing within area	Remove several miles of fence....	Landowner with possible funding and technical assistance from NRCS or the Department			With other fencing being constructed, this fence will no longer be needed.
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EXHIBIT B
Map of the Property

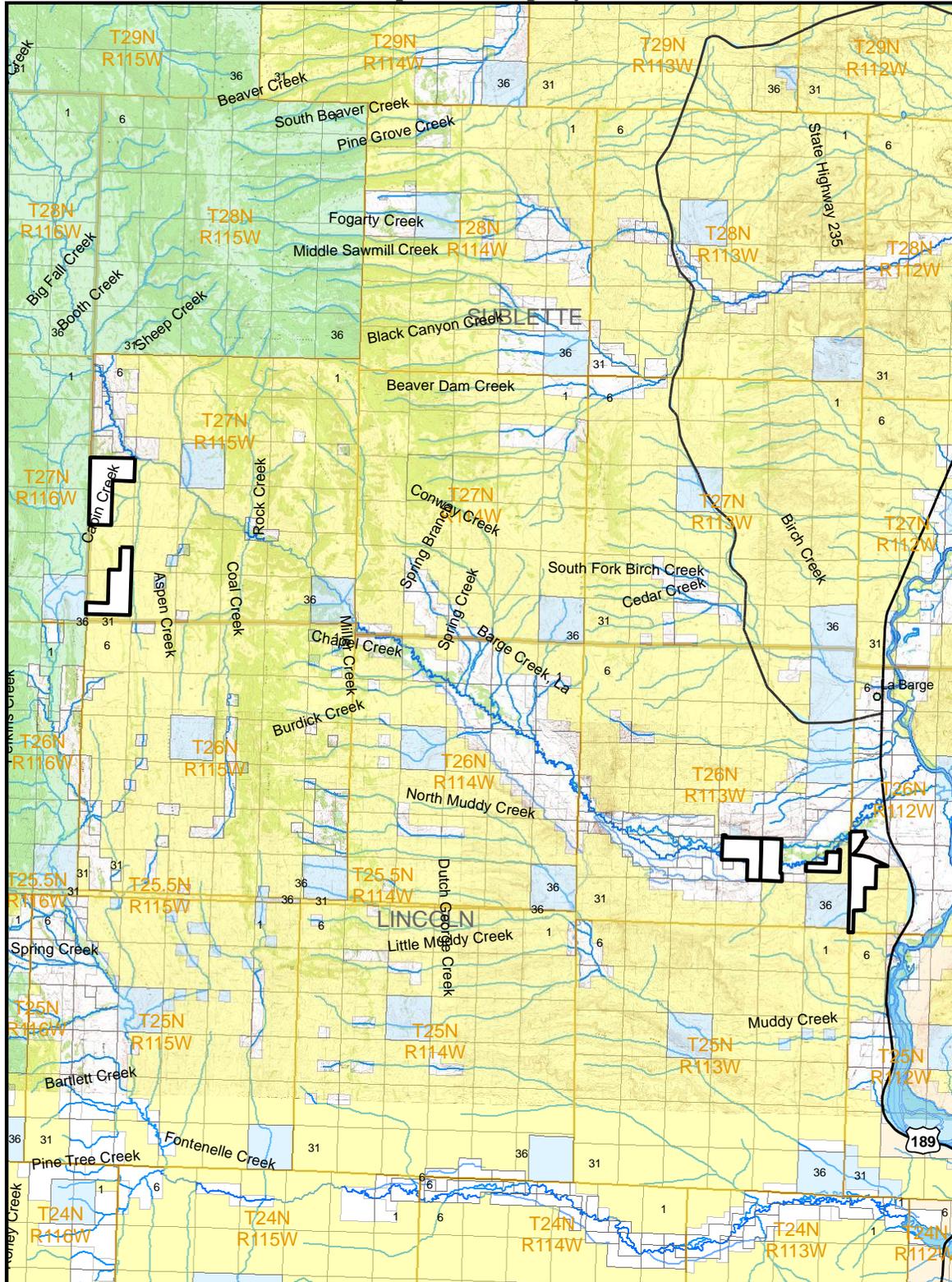


Exhibit C
Legal Description of Grantor's Property

Township 26 North, Range 112 West, 6th P.M., Lincoln County, Wyoming

Section 31: Lots 1, 2, 3 and 4; E1/2NW1/4
Section 30: W1/2SE1/4; E1/2SW1/4; Lots 3 and 4

ALSO

Part of the SE1/4SW1/4; and part of the SW1/4SE1/4 of Section 19; and Part of the S1/2NW1/4 of Section 29; and Part of the S1/2NE1/4; and the E1/2NW1/4; and Lots 1 and 2, of Section 30 all in Township 26 North, Range 112 West of the 6th P.M., Lincoln County, Wyoming, lying and being situate Southerly, Southwesterly, Northwesterly and Westerly of the following described line;

BEGINNING at a point on the West right-of-way line fence of State Highway 189, N 89°40.7' E, 1797.47 feet from the East one-quarter corner of said Section 30, found as described in the Certified Land Corner Recordation Certificate of record in said Office; Thence N 89°51.0' W, 263.63 feet to a point; Thence S 89°35.8' W, 1532.70 feet to the said East one-quarter corner of said Section 30;

Thence N 49°13.6' W, 662.75 feet to a point; Thence N 68°07.8' W, 1694.88 feet to a point; Thence N 79°59.8' W, 1190.44 feet to a point; Thence N 83°46.7' W, 827.85 feet to a 3/8" x 12" steel spike on the centerline of an existing road; Thence along said centerline as follows: Thence N 49°42.6' E, 383.76 feet to a 3/8" x 12" steel spike; Thence N 35°40.3' E, 373.59 feet to a 3/8" x 12" steel spike;

Thence N 26°56.1' E, 218.15 feet to a 3/8" x 12" steel spike; Thence N 33°22.6' E, 989.76 feet to a 3/8" x 12" steel spike; Thence N 44°53.8' E, 584.80 feet to a 3/8" x 12" steel spike; Thence S 88°00.9' E, 488.16 feet to a 3/8" x 12" steel spike; Thence N 75°16.2' E, 251.30 feet to a 3/8" x 12" steel spike;

Thence S 75°51.6' E 201.16 feet to a point on the Easterly right-of- way line of said existing road;

Thence N 38°47.7' W, 329.56 feet along an existing fence to a fence post; Thence N 00°06.7' W, 355.65 feet along said existing fence to a corner fence post N 24°16.2' W, 4341.75 feet from the said East one-quarter corner of said Section 30.

Resurvey Township 26 North, Range 113 West of the 6th P.M., Lincoln County, Wyoming

Section 25: Lots 2, 5 and 6; NW1/4SE1/4
Section 26: Lots 8, 9 and 45
Sections 26 & 27: Lot 44
Section 27: Lot 5

Also, a parcel of land situated in Lots 46 and 47 in Township 26 North, Range 113 West, 6th P.M., Lincoln County, Wyoming and being more particularly described as follows:

BEGINNING at corner #3 of said Lot 47 of said Township and Range and running thence N 0°27' W, 20.256 chains to a point; Thence N 89°41' W, 20.218 chains to a point on the East boundary line of Lot 46 of said Township and Range; Thence N 89°39' W, 20.394 chains to a

point on the West Boundary line of Lot 46 of said Township and Range; Thence N 0°54' W, 40.69 chains to corner #6 of said Lot 46; Thence S 89°42' E, 40.76 chains to corner #1 of said Lot 46; Thence S 0°57' E, 20.36 chains to corner #2 of said Lot 46; Thence S 89°41' E, 20.39 chains to corner #1 of said Lot 47 of said Township and Range; Thence S 0°59' E, 40.74 chains to corner #2 of said Lot 47; Thence N 89°38' W, 20.405 chains to corner #2, the point of beginning.

LESS AND EXCEPT any land lying within the Eubank Foothill Estates Subdivision, Lincoln County, Wyoming as described on the official plat filed on March 6, 1985 as Instrument No. 681486 of the records of the Lincoln County Clerk.

Township 27 North, Range 115 West, 6th P.M., Sublette County, Wyoming

Section 18:	SE1/4, E1/2SW1/4, Lot 11, Lot 12
Section 19:	E1/2W1/2, Lot 5, Lot 6, Lot 7, Lot 8
Section 30:	E1/2SE1/4
Section 31:	NE1/4, N1/2SE1/4, Lot 8, Lot 9, Lot 10, Lot 11

Exhibit D

NRCS Ecological Site Description Data

Below is a summary of the range inventory points which provides the Ecological Site Description (ESD), SI, existing Plant Community, estimated total annual forage production (reconstructed for current year's climate and grazing use with unpalatable species subtracted), and suggested initial stocking rate based on that production:

LaBarge PLACE

SITE #	FIELD #	SITE NAME	PLANT COMMUNITY	SI	FORAGE PROD (#/ac)	SUGGEST. STOCK. RATE (AUMs/ac)
1	2	Ly 7-9GR	WY Big Sage/Bunch	75	500	0.1
2	2	RH 10-14W	Mtn Mahogany/Bluebunch	92	625	0.2
3	2	Cy 7-9GR	Greasewood/Bottlebrush	46	1000	0.2
4	1	Irrigated Hayland	Nebraska Sedge Meadow Foxtail	n/a	900-1400	0.3
5	1	WL 7-9GR	Willow/Sedge	61	3500	0.7
6	2	VS 7-9GR	Bunchgrass	56	375	0.04
7	2	Cy 7-9GR	WY Big Sage/Bunch	61	500	0.04
8	2	SU 7-9GR	Bud Sage/Bottlebrush	43	188	0.08
9	2	Sy 7-9GR	WY Big Sage/Bluegrass	46	625	0.09

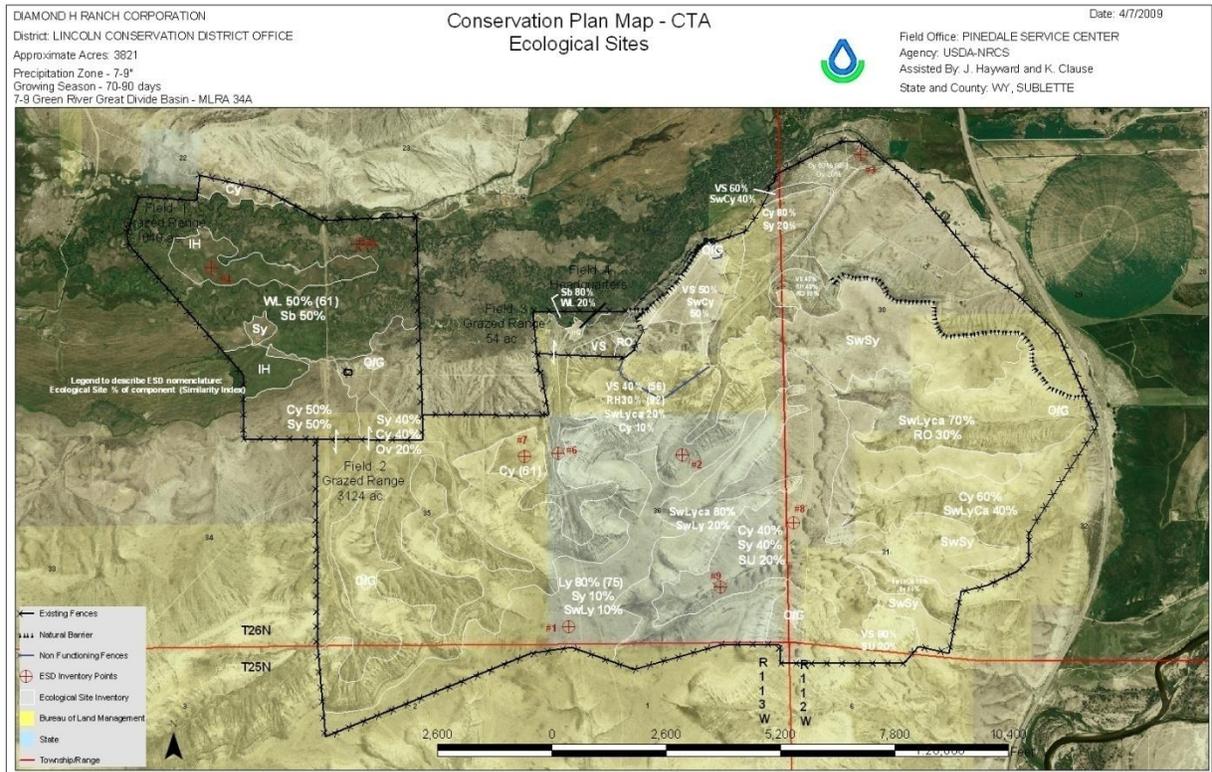


Exhibit E

**EASEMENT MONITORING PROGRAM
INSPECTION REPORT:**

Easement Name:
Address:

Owner:
Address:

Manager:
Address:

1. If property is currently being used for any of the following purposes, please describe.

ECOSYSTEM/SPECIES PRESERVATION: (nesting site protection, etc.)

SCIENTIFIC/EDUCATIONAL: (research, nature study, etc.)

WILDLIFE/HABITAT MANAGEMENT: (planting, selective cutting, etc.)

RECREATIONAL: (hiking, hunting, camping, etc.)

FORESTRY: (harvesting, reforestation, nursery, etc.)

AGRICULTURAL: (orchard, vineyard, horse pasture, etc.)

RESIDENTIAL: (permanent residences, guest houses, mobile homes, etc.)

COMMERCIAL: (sales to the public, concessions, etc.)

INDUSTRIAL: (mining, etc.)

2. If manmade alterations of the property have taken place, please note location, extent, purpose, and individual or groups responsible.

CONSTRUCTION:

FILLING:

EXCAVATION:

OTHER:

3. If the property has been altered by natural causes, please note location and nature of changes.

FIRE:

FLOODING:

LANDSLIDE:

EROSION:

OTHER:

4. If any new documentation was made, indicate below.

Map I.D #	Description	Photos	Drawings
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BUILDINGS:

STRUCTURES:

ROADS & TRAILS:

FILLING:

EXCAVATION:

OTHER:

5. Are special restrictions in the conservation easement, if any, being complied with?
6. Describe current land use and condition of appurtenant property, if any, and note any significant changes since last monitoring report.
7. What is the current status and known plans concerning management of the property?
8. Have there been changes in surrounding land use, neighboring properties sold, change in development trend of the area?
9. Does owner know neighbors who might be interested in conservation easements?
10. Does landowner feel the terms of the easement interfere with the way they would like to manage the property?
11. Did landowner or manager accompany you on the proper site visit?
12. Is property management consistent with the terms of the easement?
13. Are there complicating factors to any of the critical elements of the easement?
14. Cite any specific monitoring procedures you would recommend for this property (range condition, forest inventory, water quality, soil studies, etc.)
15. Recommended interval for site visit to the property (based on land use, management, present landowner, easement terms and conditions, etc.)
16. Further observations.

Date of Inspection: _____

Signed by Monitor(s): _____, representing _____
_____, representing _____

Landowner Signature: _____

PLEASE INDICATE THE NUMBER OF THE FOLLOWING ATTACHED TO THIS REPORT:

Aerial photo(s) _____
Ground photos _____ (photo points, GPS readings)
Maps _____
Illustrations _____
Additional pages _____
Other _____

TOTAL NUMBER OF ATTACHMENTS _____