

SCCF Governance Committee Meeting Minutes

August 18, 2021

Attendance: David King, Peter Moonen, Elise Rudland, Sara Zieleman

1. Formal recognition and positions of committee members

At an Informal meeting of the Governance Committee August 13, 2021 with David King, Peter Moonen, and Elise Rudland present, David King was elected as Committee Chair.

2. Review and discuss Governance Committee Terms of Reference

The Corporate Governance Committee Terms of Reference had previously been removed from the Corporate Governance Policy. Review the Terms of Reference and agree to add it back to the policy. It is noted that it is required to have a Terms of Reference for any committee according to the Corporate Governance Policy. Discuss “review and assess management programs and policies” with the Board (highlighted on P.23)

3. Review and amend Corporate Governance Policy as approved February 20, 2021

Review of policy includes notes around formatting and table of contents issues, review instances of President and replace with Chair as applicable, replace Management Responsibilities with Management Contract. Markup to be brought to the board.

Suggestion that the Nominations Committee consider adding Succession Planning to their Terms of Reference.