

June 27, 2003

Meeting 2003-04

MINUTES

**OF THE MEETING OF THE BOARD OF DIRECTORS OF THE
NUCLEAR WASTE MANAGEMENT ORGANIZATION (NWMO) /
SOCIÉTÉ DE GESTION DES DÉCHETS NUCLÉAIRES (SGDN)**

convened on June 27th, 2003, commencing at 10:30 A.M. EST.

Present

Richard Dicerni	Chairman
Stuart Groom	Director
Fred Long	Director and Treasurer
Adèle Malo	Director
Ken Nash	Director and Vice Chairman
René Pageau	Director

being a quorum of Directors of the company in accordance with article 8.8 of the By-Law,

and

David Crombie	Advisory Council Chairman (joined at Agenda Item 6)
Elizabeth Dowdeswell	President
Kathryn Shaver	Corporate Secretary

1. Constitution of Meeting

Notice of the meeting having been given to all of the Directors of the Company and a quorum of the members being present, the Chairman declared the meeting duly constituted for the transaction of business at 10:30 A.M EST.

2. Approval of Agenda

The Board of Directors approved the Agenda for the June 27th, 2003 meeting.

3. Approval of Minutes – April 3, 2003

The minutes of the meeting of the Board of Directors held on April 3, 2003, a copy having been sent to each member of the Board, were approved as recorded.

4. Business Arising from the Minutes

The status of actions arising from previous Board meetings was reviewed with the Board of Directors.

5. NWMO Workplan

i) Progress Update on NWMO Workplan

The President tabled a summary progress report on activities under way in support of the NWMO workplan.

On Engagement Activities:

- A Community Dialogue is being planned for the Fall, to bring together representatives from nuclear site communities. The President confirmed that site community Mayors would be asked for suggestions with respect to potential participants for the Dialogue. (*)
- A first phase of quantitative public opinion research was completed in Q2 2003, the results of which will be posted on the NWMO website. The President noted that the Mayors of site communities would be given an opportunity to receive briefings on the research results prior to posting on the website. (*)
- A Research Studies Consortia is under consideration, to bring together leading Canadian researchers and academics to share the current state of research relevant to the NWMO study. Mr. Nash offered that member companies may be able to help identify university researchers involved in different areas of research relating to nuclear fuel waste.
- Mr. Long inquired about the scope of engagement tools to be adopted by the NWMO, in addition to the NWMO website. The President indicated that while the website would be a key repository of information and a key means of supporting dialogue with Canadians broadly, there would also be a range of other face-to-face meetings and opportunities for distributing NWMO discussion documents at the community level and inviting input to the study. In addition, the NWMO will be reaching out to participants from the Seaborn Panel process specifically, to update them on the NWMO work.
- Plans for engagement with aboriginal peoples:
 - The President provided an update of Natural Resources Canada's plans to fund proposals of national aboriginal organizations in support of developing the capabilities of these organizations to engage and comment on matters of long-term management of nuclear fuel waste.
 - Notwithstanding the multiplicity of requests directed to Natural Resources Canada, the NWMO has not yet received sufficient clarification on the specific activities proposed by Natural Resources Canada to permit careful coordination of the NWMO outreach with the parallel activities planned by the federal government.

- In the absence of further information from Natural Resources Canada, the NWMO is proceeding to develop plans for outreach to aboriginal peoples that will focus on sites and band levels. In addition, following the upcoming regular meeting with Natural Resources Canada, letters will be written to national aboriginal organizations to apprise them of the NWMO study under way.
- Conversations about expectations:
 - The NWMO is continuing to meet with interested organizations and individuals to introduce the NWMO and discuss their views and explore their interests and expectations regarding the study process.
 - The President advised the Board that at a recent meeting with Pickering Council, questions had been raised about the matter of Advisory Council appointments. The Chairman indicated that he would be pleased to meet with the Mayor to address these questions and provide any further information that may be of interest. (*)

On Directed Communications:

- The NWMO Study Plan and Engagement Plan have been posted on the NWMO website to communicate the different phases of the NWMO work and key milestones in the study, and to flag associated opportunities for public engagement and dialogue.
- The President noted that three fact sheets were ready for posting on the NWMO website, as background information to help inform on the focus of the NWMO study.

On Management Approaches:

- The President reviewed the range of background papers commissioned to provide factual information on issues related to the NWMO study.
 - The papers will be subject to peer reviews, and are targeted for completion in July and August.
 - A decision to post the papers on the NWMO website upon completion was taken to support transparency in the study process, and to share publicly the information and perspectives brought forward by a wide range of authors.
- In response to a question from Mr. Nash, the President indicated that the NWMO would be reviewing the findings of the Scientific Review Group, established by the Seaborn Panel in 1990, for outstanding issues and to determine any further action required.

On the Analytical Framework:

- The President updated the Board on the concept papers that have been commissioned by the NWMO to explore current thinking on some of the important areas that are germane to the way in which management approaches will be developed. The President confirmed that, in addition to the areas studied in the concept papers, a much fuller set of parameters and criteria will be applied in the analysis of management options, shaped by the issues and priorities that surface in the engagement processes with Canadians.
- An Ethics Expert Round Table is being established, with a first meeting planned for September.
- A background paper outlining the social issues raised in the Seaborn Panel hearings has been commissioned. An Issue Paper and workshop regarding Social Issues are also being considered.
- The President provided an update on the Scenarios Exercise which was launched on June 25th. The scenarios workshops will be held at different intervals over the next six months, bringing together experts from a range of disciplines to contemplate possible futures which the NWMO should be prepared to address in recommending on a long-term management approach.

The President agreed to distribute a list of scenario workshop participants to the Board and offered to keep the Board members apprised of opportunities to observe the scenario exercise at a future session. (*)

- Work is under way to establish an International Review Panel. The Panel will be asked to review and comment on Discussion Document 1, released in fall 2003.

Ms. Malo inquired about the concentration of many key activities scheduled for October 2003. The President indicated that plans are under way to prepare for many of those activities. Some activities will provide inputs to the Discussion Document, and others are intended to brief key constituencies, including governments, in advance of the release of the fall Discussion Document.

Mr. Groom offered to share a report on Benefit-Cost Analysis, which was developed to assist with assessments of the net safety benefits of alternate options as they relate to decision-making within the nuclear industry. (*)

The Chairman asked that a consolidated list of all NWMO-commissioned papers be prepared for the Board. (*)

On Major Reports:

- The President mentioned that a communications plan was being developed to support the release and subsequent dialogue around each public discussion paper. Communications will proactively set the context and lay the groundwork for a full dialogue once each discussion paper is released. The Chairman supported this activity. Board discussion of suggested activities ensued.

ii) Milestone Documents

Further to the Board discussion on April 3rd, the President tabled a presentation to:

- Illustrate the series of key NWMO discussion papers planned through to 2005 to further public dialogue and to support the study of approaches; and
- Profile the engagement, research and analysis associated with each discussion paper.

Two phases of engagement are planned around each discussion paper:

- Engagement to invite input in articulating the scope and issues for the paper; and
- Following the release of the paper, broad public engagement to invite comment and help to shape the subsequent phases of the study.

In response to Mr. Pageau's inquiry on the proposed e-dialogues, the President reported that e-dialogues may be scheduled to explore specific issues raised in the background papers or concept papers, or to focus public dialogue and input on some specific analytical questions that are key to the analysis of options.

iii) Draft Outline of Discussion Document 1

The President tabled for Board discussion a draft Outline of the discussion paper planned for release in late November 2003.

The President noted that the drafting of the discussion paper will be guided by the suggestions of the Advisory Council:

- The President noted that the current draft Outline incorporates a wide range of advice provided by the Advisory Council at their May 2003 meeting, during Council's review of an earlier draft outline.
- More recently, the Advisory Council met on June 25th for purposes of discussing this more advanced draft. The President debriefed the Board on the Advisory Council feedback, providing an overview of Council comments on content, focus and approach. Advisory Council suggestions for the paper will be addressed as the paper is drafted over the summer.

The Board reviewed in sequence each section of the Outline for the paper, raising questions for clarification.

Board members agreed that different formats and summaries of the discussion paper may be required to support discussion with different target audiences.

The Board discussed the use of discussion questions in Discussion Document 1. Board members suggested that sample discussion questions would be useful in making the issue more manageable and understandable and ensuring dialogue around key areas for which NWMO needs input.

*The Board of Directors met with NWMO staff over lunch.
Mr. Crombie joined the meeting and participated therein.*

6. Report from the Advisory Council Chairman

The Advisory Council Chairman updated the Board of Directors on recent Advisory Council meetings.

- The Advisory Council met May 9th - 10th, 2003, during which time the Council received full updates on the NWMO workplan, and provided preliminary comment on the first draft Outline for Discussion Document. The Chairman reported that the Advisory Council had a substantive discussion on the content and approach for this Document, referring the Board to the minutes from the May 2003 Council meeting.
- The Chairman reported on the Advisory Council meeting convened on June 25th, the purpose of which was to invite Council review and comment on a subsequent draft Outline for Discussion Document 1.

In terms of Advisory Council operations:

- The Council Chairman underscored the Council members' desire to work closely with the NWMO, offering advice through the different phases of the workplan, while preserving their independence so as to permit arms length review and reporting on the NWMO study. He reported that members are pleased with their current working relationship with the NWMO, and are comfortable that this important balance between independence and active contribution is recognized and respected.
- As part of fulfilling their due diligence, Council members will ensure that any questions or queries that they may have on the NWMO process or work are brought to the attention of the President, and explicitly addressed as part of the formal meeting agendas.
- The Advisory Council has requested that the NWMO make public the approved minutes from their Council meetings, by posting them on the NWMO website.

Mr. Dicerni updated the Board on the ongoing search for an additional Advisory Council member.

7. 2003 Budget Update

The President provided the Board with an update on 2003 expenditures to date and projected expenditures to year-end.

- Current projections for NWMO expenditures are within and slightly below the approved budget for 2003.
- The President indicated that expenditure projections will be updated for the Board in the Fall, at which time she will be able to assess whether Board approval will be sought to access the contingency allocation provided within the previously approved 2003 budget.
- The President provided clarification in response to questions of Board members.

The Chairman asked that the NWMO provide the Board with updates on significant contracts for work commissioned. (*)

8. Information Disclosure, Approach to Official Languages

The President updated the Board on the NWMO's work under way to address its internal approach and operations relating to:

- a) transparency and information disclosure; and
- b) provisions for both official languages in the context of the NWMO's work.

With respect to information disclosure:

- The Board of Directors endorsed and directed that the minutes from Board meetings be released and posted on the NWMO website, consistent with the NWMO's commitment to transparency.
- The President will circulate to the Board, for review and comment, a suggested approach for information sharing. (*)

With respect to approach to the official languages:

- The President briefed the Board on the proposed approach developed to guide NWMO operations concerning French and English documentation.
- The Board supported the approach proposed by the NWMO.

9. Corporate Seal

Consistent with the requirements of NWMO By-Law No. 1, a Corporate Seal of the NWMO was brought forward to the Board for approval.

IT IS HEREBY RESOLVED that:

A corporate seal shall be adopted for the corporation and shall be in the form as presented to the Board of Directors on June 27th, 2003, impressed upon the margin hereof.

This motion was made, seconded and unanimously passed.

10. Report of the Directors

A draft Report of the Directors was brought forward for Board approval. The Report highlights key aspects of the NWMO operations and activities over the last year. Consistent with By-Law No. 1, the Board of Directors must submit such a report to NWMO Members at each Annual General Meeting.

IT IS HEREBY RESOLVED that:

The Report of Directors be approved as written, and tabled with NWMO Members at the 2003 Annual General Meeting of Members.

This motion was made, seconded and unanimously passed.

11. Audit, Finance and Risk Committee

Mr. Long, Chairman of the Board's Audit, Finance and Risk Committee tabled a revised terms of reference for the Committee for Board approval. The revised document updates and replaces the terms of reference originally tabled with the Board on April 3, 2003.

The revised terms of reference proposed an expanded role of the Committee in ensuring integrity in the external audit process for the NWMO.

IT IS HEREBY RESOLVED that:

The NWMO Board of Directors adopt the Terms of Reference for the Audit, Finance and Risk Committee, as tabled with the Board on June 27, 2003.

This motion was made, seconded and unanimously passed.

Other Business

- The next meeting of the NWMO Board of Directors has been scheduled for September 23, 2003 and will be held jointly with the Advisory Council.
- The Board Chairman invited suggestions from the President and Advisory Council Chairman for the joint meeting. (*)

In Camera Meeting

The members of the Board of Directors met in camera.

Termination of Meeting

There being no other business, the meeting terminated at 2:30 PM EST.

Asterisk (*) denotes action to be taken

Corporate Secretary