

**MINUTES
OF THE MEETING
OF THE BOARD OF DIRECTORS OF THE**

**NUCLEAR WASTE MANAGEMENT ORGANIZATION (NWMO) /
SOCIÉTÉ DE GESTION DES DÉCHETS NUCLÉAIRES (SGDN)**

**convened in Toronto, ON
on December 6, 2019
commencing at 11:00 a.m. EST**

Present

Wayne Robbins	Chair
Laurie Swami	Director, President & CEO
Mark Elliott	Director
Lesley Gallinger	Director
Sean Granville	Director
Michael Hare	Director
Ron Jamieson	Director
Josée Pilon	Director
Beth Summers	Director

Staff in attendance:

Mahrez Ben Belfadhel	VP Site Selection (items 5-14)
Lisa Frizzell	VP Stakeholder Relations (items 5-14)
Michael Hung	Chief Risk Officer & Vice-President, Strategic Initiatives (items 5-14)
Georgina Kossivas	Chief Financial Officer (items 5-14)
Gillian Morris	Board Secretary (items 1-14)
Jennifer Spragge	VP Human Resources & Chief Ethics Officer (items 1-14)
Doug Taylor	VP & General Counsel (items 1-14)
Bob Watts	VP Indigenous Relations (items 5-14)
Derek Wilson	Chief Engineer & VP Contract Management (items 5-14)

Guests:

David Cameron	Chair, Advisory Council (item 10 only via conference call)
Lawrence Ritchie	Partner, Osler, Hoskin & Harcourt LLP (Item 4)
John Valley	Partner, Osler, Hoskin & Harcourt LLP (Item 4)

Items 1-4 were held *In Camera*

5. Safety Moment

Sean Granville provided a safety moment that addressed the benefit of continuous learning when it comes to management systems and the benefits of learning from others' operating experiences in the nuclear industry. Mr. Granville discussed the importance of a strong safety culture, being able to identify gaps in safety and the benefits of a thorough corrective action program.

Item 6 was held *In Camera*

6. Report from the Siting Committee

The Siting Committee Chair reported on the Committee's December 5, 2019 meeting.

Mr. Jamieson reported that the Committee discussed the following:

- An update on the status of the Site Selection process and the rollout of the stock-taking decision to narrow down to two potential siting areas;
- Preliminary results of community surveys;
- The implementation of NWMO's Reconciliation Policy;
- An update on NWMO's visibility strategy – focusing on government relations;
- An update on the continuing work to develop partnerships with communities remaining in the siting process; and
- Plans for a 3rd party review of stock-taking leading up to the final site decision.

Mr. Jamieson also reported on two items in camera.

7. Report from the Audit, Finance, and Risk (AFR) Committee

The AFR Committee Chair reported on the AFR Committee meeting held on December

5. Ms. Summers reported that the Committee discussions included:

- revisions to the Pension Plan's Statement of Investment Policies and Procedures as well as NWMO's Organization Authority Registry (both approved under the Board's consent agenda);
- an update on the NWMO's pension plan performance and an annual investment managers' performance review presented by NWMO's investment advisor;
- a report on the NWMO's financial results year-to-date;
- 2020-2023 business plan re-approval that will be required for land access to reflect the Board approved business case budget increase on November 8, 2019. Approvals would most likely be sought at the February Board meeting. The business plan re-approval for each year is required to support cash calls to Members.
- Work underway to prepare the updated Lifecycle Cost Estimate;
- An update on the plan for the Information Technology department to secure, modernize and digitize NWMO's IT environment; and
- the AFR Committee workplan for 2020.

Ms. Summers brought forward a recommendation from the AFR Committee for the Board to approve the planned internal audits as described in the NWMO 2020 Assessment and Audit Plan. She reported the Committee also met in camera with the Internal Auditor and that he was available should the Board have additional questions.

IT IS HEREBY RESOLVED THAT

On the recommendation of the AFR Committee, the Board approves the planned audits as listed in the proposed table and included in the NWMO 2020 Audit and Assessment Plan

The motion was made, seconded and unanimously passed.

Mr. Wilson noted that NWMO has a robust database and associated quality procedures for data management, as well as, auditing of its lead contractors. The geoscience team will be conducting a self-assessment of its program in 2020.

Ms. Summers also reported on two in camera items.

8. Report from the Technical Committee

The Technical Committee Chair reported on some of the key items discussed at the Committee's December 6, 2019 meeting:

- a bi-annual presentation from Dr. Sandy Cruden of the Geoscience Review Group on their 2019 activities, observations and recommendations;
- an overview of the 2019 technical performance results related to engineering, transportation and safety & technical research;
- a presentation on the NWMO's site assessment activities;
- a discussion on how the NWMO's technical group interweaves Indigenous Knowledge with Western Science in its various disciplines and activities;
- an update on the NWMO's Project Management Office and how the processes being developed are being implemented in the development of the regulatory approvals project; and
- the draft 2020 Technical Committee workplan.

9. Report from Advisory Council's December 4, 2019 Meeting

The Chair of the Advisory Council reported on the some of the key discussions at its meeting held on December 4, 2019:

- A bi-annual report from Dr. Sandy Cruden of the Geoscientific Review Group discussing the groups' interactions, observations and recommendations related to their review of the NWMO's site assessment activities;
- A comprehensive summary from the CEO on NWMO's activities and accomplishments for 2019;
- A briefing on the preliminary outcomes of the NWMO Community Surveys;
- A discussion on how the Advisory Council might contribute to reconciliation;
- a short presentation on the financing of APM in support of the preparation of the Council's Triennial Report; and
- updates on Site Selection engagement and assessment work and a summary of the rollout NWMO's stock-taking decision to narrow down to two siting areas.

Dr. Cameron noted that the Council members appreciated their annual meeting with the Board. He also reported that the Council members met with their writer on December 3rd and 5th to continue its work on the 2017-2019 Triennial Report.

Dr. Cameron reported on several items discussed in camera.

Items 10 and 11 were discussed *In Camera*.

12. 2020 Rolling List of Board Decisions

The Board reviewed the list of upcoming Board decisions for 2020. Ms. Swami noted additions that would be made to the list.

13. Upcoming Meetings of the Board

The next meeting of the Board and Committees will be held as follows:

Thursday, February 13, 2020 (Toronto, NWMO)

- AFR Committee - 8:00 am – 9:00 am EST
- HRCG Committee - 9:00 am – 9:45 am EST
- Board of Directors Meeting - 9:45 am – 10:30 am EST

A full set of meetings of the NWMO Board and its Committees will be held on March 26-26, 2020.

14. In Camera Session

The Board held an in camera discussion.

Conclusion of Meeting

There being no other business, the Chair declared the meeting adjourned at 2:45 pm.

* Denotes actions to be taken.

Wayne Robbins

Wayne Robbins
Chair

Gillian Morris

Gillian Morris
Board Secretary