

BOARD

December 6, 2023
Meeting No. 2023-5

**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, 2023
commencing at 12:30 p.m. EST**

Present

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|------------------|--------------------------------|
| Glenn Jager | Chair |
| Lesley Gallinger | Director |
| Sean Granville | Director |
| Jason Nouwens | Director (virtual) (items 1-9) |
| Ron Jamieson | Director |
| Josée Pilon | Director (virtual) |
| Subo Sinnathamby | Director |
| Beth Summers | Director |
| Laurie Swami | Director, President & CEO |

Staff in attendance:

| | |
|--------------------|--|
| Chris Boyle | VP & Chief Engineer (items 4-9) |
| Lisa Frizzell | VP, Communications (items 4-9) |
| Monica Kumar Dhoat | Manager, Board Services (items 1-11) |
| Lise Morton | VP, Site Selection (items 4-9) |
| Jeff Quick | Chief Financial & Risk Officer (items 4-9) |
| Jennifer Spragge | VP Human Resources & Chief Ethics Officer (items 1-9) |
| Doug Taylor | VP & General Counsel & Board Secretary (items 4-11) |
| Bob Watts | VP Indigenous Relations & Strategic Programs (items 4-9) |
| Allan Webster | VP, Regulatory Approvals (items 4-9) |
| Derek Wilson | Chief Operating Officer (items 4-9) |

Guest:

| | |
|---------------|---------------------------------------|
| David Cameron | Chair, NWMO Advisory Council (item 9) |
|---------------|---------------------------------------|

1. Constitution of Meeting / Approval of Agenda

Notice of the meeting having been given to all of the Directors of the Company in accordance with the by-laws and a quorum being present, the Chair declared the meeting duly constituted for the transaction of business and called the meeting to order at 12:35 pm EST. The agenda was approved as written.

The Chair provided introductory remarks and an Indigenous Land Acknowledgement.

2. Consent Agenda

The Board reviewed and approved the Consent agenda *in camera*.

3. Report from the Human Resources, Compensation & Governance Committee (HRCG) Meeting

The HRCG Committee Chair reported on key discussions *in camera*.

4. Safety Moment

The remaining Officers of the Corporation joined the meeting and were asked if they had any conflicts of interest or related party transactions to report – none were declared.

Josée Pilon acknowledged the antifeminist mass shooting that occurred on December 6, 1989 at the École Polytechnique de Montréal in Montreal, Quebec.

In her safety moment, Josée Pilon provided the Board with mental health coping skills and a reminder to check in with others who may not be handling the holiday season very well.

5. President's Update

The President provided the Directors with an update on recent activities focusing on:

- A summary of the year's accomplishments.
- Developing themes in and around NWMO's work.
- A five-year look ahead on the events that will shift the focus of the organization's work.

Certain matters were reported on *in camera*.

6. Report from the Siting Committee

The Chair of the Siting Committee reported on key discussions related to:

- An update on how NWMO is advancing engagement in the potential siting communities and regions. Management reported on several successful events held this quarter including a well attended gathering held by Wabigoon Lake Ojibway Nation (WLON) and two engagement sessions held by Grand Council Treaty #3 (GCT#3) on their Nuclear 101 Handbook.
- An update on NWMO's work to implement the Indigenous Knowledge Policy reporting on the Indigenous Knowledge in NWMO's Water Strategy and the continuous implementation of the Reconciliation Assessment Tool as part of the organizations' management system.

The Siting Committee Chair also reporting on some *in camera* discussions.

7. Report from the AFR Committee

The AFR Committee Chair reported on the Committee discussions including:

- An update from the Pension Management Committee, the Annual Performance Review of the Investment Managers and Triennial Asset Liability Study.
- A quarterly risk update.
- The Management cost report.
- An update from the internal auditor.

The Board also reviewed and approved the proposed Internal Audit Plan for 2024.

IT IS HEREBY RESOLVED THAT:

On the recommendation of the AFR Committee, the Board approves the planned audits as listed in the summary above and included in the NWMO 2024 Internal Audit Plan.

The motion was made, seconded and unanimously passed

The AFR Committee Chair also reported on an *in camera* discussion.

8. Report from the Project Oversight Committee

The Chair of the Project Oversight Committee reported on the following discussions at the Committee meeting:

- An overview of the health, safety, security and environmental activities.
- An update on the status of preparations for the regulatory decision-making process and the interaction with the regulatory agencies on clarifying the submission requirements.

The Project Oversight Committee Chair also reported on some *in camera* discussions.

9. Advisory Council Chair's Report (*In Camera partly*)

The Chair of the Advisory Council reported on some of the discussions at the meeting held on December 4, 2023 including the following:

- An update on the preparations being made by the NWMO for the federal Impact Assessment process and the licensing by the CNSC. The Council discussed the recent Supreme Court's decision on the constitutionality of the Impact Assessment Act.

The Chair also reported on some *in camera* discussions.

10. Legal Update (*In Camera*)

The Board was updated on key legal developments *in camera*.

11. Upcoming Meetings of the Board

The draft 2024 Board Calendar was provided to the Board.

The Board discussed the addition of two ad-hoc meetings pertaining to site selection in the months of August and October. (*)

12. *In Camera Session*

The Board held an in-camera session.

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Conclusion of Meeting

There being no other business, the Chair declared the meeting terminated at 2:48 pm.

* Denotes actions to be taken.



Glenn Jager
Chair



Doug Taylor
Board Secretary