

BOARD

December 4, 2024
Meeting No. 2024-5

**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 King City, ON
on December 4, 2024
commencing at 12:30 p.m. EST**

Present

Glenn Jager	Chair
Lesley Gallinger	Director
Sean Granville	Director
Jason Nouwens	Director
Ron Jamieson	Director
Josée Pilon	Director
Subo Sinnathamby	Director
Beth Summers	Director
Laurie Swami	Director, President & CEO

Observer

Sean Willy	Director (appointment January 1, 2025)
------------	--

Staff in attendance:

Pieter Asbeek-Brusse	Senior Legal Counsel (items 4-13)
Chris Boyle	VP & Chief Engineer (items 4-13)
Lisa Frizzell	VP, Communications (items 4-13)
Peter Keech	Manager, Research and Collaboration (item 13)
Monica Kumar Dhoat	Manager, Board Services (items 1-13)
Lise Morton	VP, Site Selection (items 4-13)
Jeff Quick	Chief Financial & Risk Officer (items 4-13)
Jennifer Spragge	VP Human Resources & Chief Ethics Officer (items 1-13)
Doug Taylor	VP & General Counsel & Board Secretary (items 4-13)
Allan Webster	VP, Regulatory Approvals (items 4-13)
Derek Wilson	Chief Operating Officer (items 4-13)

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 12:33 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*.

BOARD

December 4, 2024
Meeting No. 2024-5

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.

In her safety moment, Lesley Gallinger provided the Board with an example addressing electrical safety and the importance of being vigilant of surroundings and always being aware of potential issues

5. President's Update

This item was discussed *in camera*.

6. Report from the Siting Committee

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

- The successful milestone of site selection and a discussion on aspects of the implementation of the hosting agreements.
- An update regarding the site selection announcement day and the extensive media coverage of the decision.
- The report that the Site Selection Review Group will provide to the NWMO summarizing their role in the site selection process.

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

7. Report from the AFR Committee

The AFR Committee Chair reported on the Committee discussions including:

- The Management Cost Report and Year-end Forecast.
- A quarterly risk update including the risk mitigations.
- An update from the Pension Management Committee.
- An Information Technology update describing several cyber security initiatives that have been completed.
- An update from the internal auditor.

The Board reviewed and approved the proposed Internal Audit Plan for 2025.

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 2025 Internal Audit Plan.

The motion was made, seconded and unanimously passed.

BOARD

December 4, 2024
Meeting No. 2024-5

Additionally, the Board review and approved the revised Organizational Authority Register (OAR).

IT IS HEREBY RESOLVED THAT:

On recommendation of the AFR Committee, the Board approves the revisions to the Organizational Authority Register, as amended
The motion was made, seconded and unanimously passed.

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

8. Report from the Project Oversight Committee

The Chair of the Project Oversight Committee reported on the Committee's discussions including:

- An overview of the health, safety, security and environmental activities.
- A briefing on the strategy developed to achieve success in the regulatory decision-making processes.
- A report confirming that all activities and controls for the Site Characterization Project are progressing on schedule.

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

9. Advisory Council Chair's Report

The Chair of the Advisory Council reported on some of the discussions at the meeting held on December 2, 2024 including the following:

- Details of the Site Selection announcement and the media coverage that followed.
- The refreshed NWMO Vision, Mission and Values statement.
- An update on the status of the preparations for the regulatory decision-making processes.

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

10. Legal Update

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

11. Organizational Change Plan

This item was discussed *in camera*.

12. Organization Governance: Structure Considerations

This item was discussed *in camera*.

13. International Collaboration

Management informed the Board on NWMO's extensive collaborations with international organizations that manage nuclear waste and emphasized the critical role

BOARD

December 4, 2024
Meeting No. 2024-5

these relationships play in ensuring NWMO's future success. The Board commented on the ongoing dialogue within the International Atomic Energy Agency (IAEA) and other forums regarding regulatory alignment and collaboration on consistent requirements for small modular reactors (SMRs). It was suggested that a similar approach could be explored for DGRs, leveraging relationships through the IAEA or other international organizations.

14. In Camera Session

The Board held an *in camera* session.

Conclusion of Meeting

There being no other business, the Chair declared the meeting terminated at 3:58 pm.

* Denotes actions to be taken.



Glenn Jager^{10 Apr, 2025 8:18:17 PM EDT}
Chair



Doug Taylor^{10 Apr, 2025 5:17:06 PM EDT}
Board Secretary