



Governance Committee – April 6, 2017
Item 3a – Annual Work Plan
J. Rieksts-Alderman

| Item | Spring | Fall |
|---|--------|--|
| Review of: | | |
| 1. Committee Mandates | X | |
| 2. Remuneration of Board/Committee members | X | |
| 3. Current and evolving governance standards | | X |
| 4. By-Laws of TWRC (1 and 2) | X | |
| 5. Governmental rules, regulations or guidelines (consents) | X | |
| 6. Code of Conduct and Conflict of Interest Policy | X | |
| 7. Position descriptions of the Chair of the Board | X | |
| 8. Activities of TWRC with respect to governmental accountability requirements for contribution payments | X | |
| Consideration of adequacy of Directors and Officers insurance and indemnification provisions (insurance policy to be renewed by April of each year) | X | |
| Evaluation of: | | |
| 1. Consider Board membership | | All Evaluations to be done in April 2018 |
| 2. Board self assessment and resulting action steps | | |
| 3. Evaluation of Chair | | |
| 4. Consider size and membership of Board Committees and Performance | | |
| 5. Board and Committee membership criteria | | |
| 6. Relationship between Board and Government Shareholders | | |
| 7. Relationship between Board and CEO | | |
| Review governance disclosure | | X |
| Establish annual work plan and agenda for each forthcoming fiscal year | | X |