



Annual Review of Board and Committee Charters

Item 2E

April 25, 2022

Board of Directors

Report: TCHC:2022-17

To: Board of Directors (the “Board”)

From: Governance, Communications and Human Resources Committee (“GCHRC”)

Date: April 5, 2022

PURPOSE:

The purpose of this report is to seek the Board’s approval of the Board and Committee charters and Chair and Vice Chair mandates.

RECOMMENDATIONS:

It is recommended that the Board approve the following Charter and Mandate documents:

- a) Board Charter (Attachment 1);
- b) Board Chair Mandate (Attachment 2);
- c) Vice Chair Mandate (Attachment 3); and
- d) the Governance, Communications and Human Resources Committee Charter (Attachment 4);

GCHRC

This report was received and approved by the GCHRC on April 20, 2022.

REASONS FOR RECOMMENDATIONS:

Under the GCHRC Charter, GCHRC is tasked with reviewing the Board and Committee charters and Chair and Vice Chair mandates and reporting recommendations to the Board.

There are no amendments recommended to the Board and Committee charters or the Chair and Vice Chair mandates.

IMPLICATIONS AND RISKS:

It is good governance practice and in compliance with the GCHRC Charter to review and recommend changes to the Board and Committee charters and Chair and Vice Chair mandates on an annual basis.

SIGNATURE:

“Darragh Meagher”

Darragh Meagher
General Counsel and Corporate Secretary

ATTACHMENTS:

1. Board Charter
2. Board Chair Mandate
3. Vice Chair Mandate
4. Governance, Communications and Human Resources Committee Charter

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