

## Corporate Secretary Group – Business Process Mapping

**Legend of Abbreviations: An – Annual, Q – Quarterly, Mo – Monthly, D – Daily, AH – Ad Hoc,**

Process	Cycle	J	F	M	A	M	J	J	A	S	O	N	D
<b>Governance &amp; Corporate Secretary</b>													
<b>Parent Company Board</b>													
• Calendar of Board/Committee Meetings & Sub Board Coordination	An				X								
• Agendas of Board/Committee Meetings	An						X						
• Specific Board/Committee Meeting Agendas	Mo	•	•		•		•		•		•	•	•
• Minutes: Board/Committee Meetings	Mo	•	•		•		•		•		•	•	•
• Create & Maintain Board/Committee Records	Mo	•	•		•		•		•		•	•	•
• Meeting Logistics Planning – Board, Committee, Shareholder	Mo	•	•		•		•		•		•	•	•
• Director Compensation Plan – Plan, Maintain: (a) Annual Elections; (b) Pay; (c) Reporting			•				•			•			•
• Insider Reporting – Directors & Senior Officers (a) Sub coordination (b) Sedi Reporting i) Annual filings ii) Ad hoc filings (c) Black- Out Advice	Mo   An AH An/Mo												
• Stock Option Plan – Renew, Maintain, Monitor (Monthly & every 3 years)	Mo												
• Dividend Reinvestment & Share Purchase Plan – Renew, Maintain & Manage the Admin Agent	Mo												
• Shareholder Rights Plan – Renew, Monitor (3 years)													
• Dividend & Distribution Process	An/Mo		•			•		•				•	
• Inter-Company Transactions – Subs & Parent (a) Taxable/Income balancing (b) Other	An/Mo An/Mo		•			•		•				•	
• Change Directors/Officers of Parent/Sub	An/Mo												
• Subsidiary Annual Meetings	An												
• Assist Executives with Board Authority, Governance & Presentation Issues	Mo/AH												
• Board Orientation & Education	An/AH				X								
• Board Recruitment – support process, implement	An									X			
• Board Guidelines – Board, Position & Committee Terms of Reference	An									X			
• Board Evaluation Process	An									X			
• Director & Officer Questionnaire re Proxy / AIF	An									X			
• Director & Officer Liability Protection Program – review/renew (a) Contracts (b) Insurance	An An									X			
• Board Committees: Chair & Service Rotations	An												X
• Board Package Process – Oversee & Manage Prep & Send out by Portal Posting	Mo	•	•		•		•	•			•	•	
• Board Communications – Reports, News Releases, Other	Mo	•	•	•	•	•	•	•	•	•	•	•	•
• Coordination & Alignment of Subsidiary & Affiliate Board Practices	Mo	•	•	•	•	•	•	•	•	•	•	•	•
• Special Projects (Board or Committee Support) (Any)	Mo												
• Governance Disclosure – 3 <sup>rd</sup> Party – Non legal (Any)	Mo												
• Governance Disclosure – Legal and in MIC	An	•	•	•									
• Proxy Solicitation Process	An	•	•	•	•	•							

Process	Cycle	J	F	M	A	M	J	J	A	S	O	N	D
• Shareholder Proposals – Receive, Negotiate, Resolve	An	•	•	•	•	•							•
• Governance Best Practices Review	An	•	•	•	•	•	•	•	•	•	•	•	•
• Conduct Annual Shareholder Meeting	An	•	•	•	•	•							•
<b>Legal Group Support Items (Provide or Manage Inside/Outside Legal Services)</b>													
• Board Action/Resolution Review	Mo	•	•	•	•	•	•	•	•	•	•	•	•
• Board/Committee Projects – Governance, Insurance, Compensation issues	Mo	•	•	•	•	•	•	•	•	•	•	•	•
• Corporate Projects – M&A, Reorganization, Dispositions	Mo	•	•	•	•	•	•	•	•	•	•	•	•
• Insider Trading/Reporting Legal Review	Mo	•	•	•	•	•	•	•	•	•	•	•	•
• Legal Audit Letters – Quarterly, for financings, projects	Mo	•	•	•	•	•	•	•	•	•	•	•	•
• Corporate Capital Projects – DRIP, SOP, Listings, PSU supporting legal education, maintenance	Mo	•	•	•	•	•	•	•	•	•	•	•	•
• Management Information Circular for Shareholder Meeting – Draft & coordinate documentation	An	•	•	•	•	•						•	•
• Legal Support for Controllers:													
• Annual Report, F/S and MD&A	An	•	•									•	•
• Quarterly Report, F/S and MD&A	Q				•			•			•		
• Annual Information Form	An		•	•									
• Legal Support for Annual Report on Form 40-F (U.S.)	An		•	•									
• Legal Support for Reports on Form 6K	An/Mo	•	•	•	•	•	•	•	•	•	•	•	•
• Legal Support for Material Change Reports													
• Legal Support for Annual Returns & Corporate Filings	An/Mo												
• Legal Support for Treasury – Canada/U.S. Corporate Group:													
• Bank Credit Facility negotiation, renewal (2 year cycle)													
• Common Share Issuances/Unit Issuances													
• Base Shelf Prospectus Canada (2 year cycle)													
• Base Shelf Prospectus U.S. (2 year cycle)													
• Medium Term Notes – Indentures, Issuances	An												
• Letters of Credit Facility & Activity Support (2 years)													
• Derivatives Master and Specific Contracts	Mo												
• Parental Guarantees	Mo												
• Private Placements	An												
• Special or Project Financings	An												
• Legal Support for Human Resources:													
• Admin of EISOP/Solium	Mo												
• Admin of PSU/Restricted Share Grants	An	•	•										•
• Company Pensions	Mo												
• Loans	Mo												
• HRCC issues, as requested	Mo												
• Executive Compensation Disclosure	An	•	•										•
<b>Legal Support / Management Support for Disclosure</b>													
• Review of all Continuous Disclosure, including legal, stock exchange filings, news releases, speeches, analyst call scripts, presentations (Monthly/Ad Hoc)	Mo/AH												
• Disclosure Committee Chair to plan, conduct Meetings	An												
• Review & Update Disclosure Committee Terms of Reference	An									X			
• Review & Update Corporate Disclosure Guidelines	An									X			
• Review & Update Accounting Whistleblower Policy	An									X			
• Review & Update AFRC Policy on Pre-Approval of Audit Engagements and Support Controllers on issues, sub coordination	An/Mo										X		
• Review & Supervise Corporate Group Filings on Electronic Systems: SEDAR, EDGAR, Alberta On Line, SEDI	Mo												

Process	Cycle	J	F	M	A	M	J	J	A	S	O	N	D
• General Legal Support to any Department/Executive Requesting it	AH												
<b>Management Activities Which are Processes, Key Relationships</b>													
• Annual Department & Department Expense Budgets	An					•	•	•	•				
• Monthly Budgets Variance Reporting	Mo	•	•	•	•	•	•	•	•	•	•	•	•
• Performance Management – each department employee (Semi-Annual)						•							•
• Department Meetings – plan & communicate		•	•	•	•	•	•	•	•	•	•	•	•
• Staff Budget, Merit Increases	An		•										
• Department Objectives & Work Plan (Semi-Annual)						•							•
• Recruitment, Training & Job Design	An/AH												
• Work Allocation & Prioritization	D												
• Personal Development Plans	An						•						
• Succession Plan in Department	An												•
• Registrar & Transfer Agents (Canada & U.S.):													
• Share Register Maintenance	Mo												
• Dividend Disbursement	Q			•			•		•				•
• Problem Transfers on Death, Loss, etc.	Mo												
• DRIP Administration Oversight	Mo												
• Share Issuance Authorization (Options)	Mo												
• Proxy Tabulation & Shareholder Communication, Meeting, Support		•	•	•	•	•							
• Services on Special Projects/Issues (M&A, other)	AH												
• NYSE/TSX Relations – Listing Agreements Maintenance & Special Events, Disclosure Issues	An												
• Board of Director Relationships – Gopher & General Assistance or Direction													
• Vacation, SDO & Sick Day Staff Planning for Department	Mo	•	•	•	•	•	•	•	•	•	•	•	•
• Review & Update Department Processes & Consider Technology Enhancements (Ongoing)	AH												