

2019 Governance Plan

**2019 GOVERNANCE PLAN**

Month(s)	Items for Consideration	Meetings Scheduled (to date)
March – May	<ul style="list-style-type: none"> <li>• Terms of Reference                             <ul style="list-style-type: none"> <li>○ Further define &amp; recommend for Board approval</li> </ul> </li> <li>• Review Parking Lot for Outstanding Items</li> <li>• Board Evaluations                             <ul style="list-style-type: none"> <li>○ Action Plan for Implementation and/or carry over from previous year</li> <li>○ Review current practice of providing the Shareholder list with holdings with the Nomination Package only – status quo, any need for change?</li> </ul> </li> </ul>	Committee – 4/15/2019  Board – 5/22/2019
June - August	<ul style="list-style-type: none"> <li>• Assess Evaluations for further recommendations/action plan</li> <li>• Policies &amp; Procedures                             <ul style="list-style-type: none"> <li>○ N&amp;G P&amp;P's</li> <li>○ Over-view of Policies &amp; Procedures in general</li> </ul> </li> <li>• General Governance Overview</li> </ul>	Committee – 9/5/2019  Board – 8/28/2019
September – October	<ul style="list-style-type: none"> <li>• Board Evaluations                             <ul style="list-style-type: none"> <li>○ Report on progress from current year</li> <li>○ Assess evaluation tools and timelines for new assessments</li> <li>○ Implement new Board Evaluations</li> <li>○ Corporate Secretary's Conference/Recommendations</li> </ul> </li> </ul>	Committee – 10/9/2019  Board – 10/23/2019
November - February	<ul style="list-style-type: none"> <li>• Review Board Evaluations – Make recommendations to the Board</li> <li>• Review recommendations from Corporate Secretary Conference</li> <li>• Review Terms of Reference – Report any outstanding issues to the Board for future Committee</li> <li>• Review Board Binder content in preparation for new Board</li> </ul>	Committee – 11/7/2019  Board – 11/27/2019 Board – Jan. 2020