

BOARD

December 8, 2022
Meeting No. 2022-5

**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 Toronto, ON
on December 8, 2022
commencing at 9:00 a.m. EST**

Present

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

Staff in attendance:

Chris Boyle	VP & Chief Engineer (items 4-8 & 10-12)
Lisa Frizzell	VP, Communications (items 4-8 & 10-12)
Georgina Kossivas	Chief Financial & Risk Officer (items 4-8 & 10-12)
Monica Kumar Dhoat	Assistant Board Secretary (items 1-12)
Lise Morton	VP, Site Selection (items 4-8 & 10-12)
Jennifer Spragge	VP Human Resources & Chief Ethics Officer (items 1-12)
Doug Taylor	VP & General Counsel & Board Secretary (items 1-12)
Bob Watts	VP Indigenous Relations & Strategic Programs (items 4-8 & 10-12)
Allan Webster	VP, Regulatory Approvals (items 4-8 & 10-12)
Derek Wilson	Chief Operating Officer (items 4-8 & 10-12)

Guest:

David Cameron	Chair, NWMO Advisory Council (item 9)
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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 9:00 am EST. The agenda was approved as written.

The Chair provided introductory remarks and an Indigenous Land Acknowledgement.

2. Consent Agenda (*In Camera*)

The Board reviewed and approved the Consent Agenda *in camera*.

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3. Report from the Human Resources, Compensation & Governance Committee (HRCG) Meeting (In Camera)

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.

A safety moment was provided by Subo Sinnathamby on the importance of safety culture messaging.

5. President's Update (In Camera)

The President provided the Directors with an update on recent activities focusing on:

- A summary of the year's accomplishments;
- Developing themes in and around NWMO's work; and
- A five-year look ahead on the events that will shift the focus of the organization's work.

The President also shared with the Board members an excerpt from the U.S. Senate's Committee on Energy and Natural Resources. The Assistant Secretary for Nuclear Energy commented on NWMO's impressive progress with regard to the siting of the repository and the importance of local and federal engagement in the consent-based siting process.

Certain discussions were reported on *in camera*.

6. Report from the Siting Committee (In Camera)

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

- Comments on the draft Integrated Strategy for Radioactive Waste (ISRW) report and associated recommendations since the public comment period closed on November 24th; and
- An update on NWMO's work to implement the Indigenous Knowledge Policy and an update the traditional knowledge utilization report.

Certain discussions were reported on *in camera*.

7. Report from the AFR Committee

The AFR Committee Chair reported on the meeting held on December 7th, discussions included:

- An update from the Pension Management Committee and the Annual Performance Review of the Investment Managers;
- The financial results and forecast;
- The 2023 AFR Committee workplan; and
- An update from the internal auditor.

The Board also reviewed and approved the proposed Internal Audit Plan for 2023.

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 2023 Internal Audit Plan.

The motion was made, seconded and unanimously passed

8. Report from the Project Oversight Committee Meeting

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

- An update on the small modular reactor (SMR) strategy as it relates to the current fuel waste liability;
- An overview of the work underway in the regulatory decision process;
- A presentation of the preliminary pre and post closure site-specific safety analyses for both siting areas;
- The 2023 Project Committee workplan;
- A general safety update;
- An update on the internal and contractor audits / performance; and
- An overview of the APM gated process and project reporting.

Certain discussions were reported on *in camera*.

9. Advisory Council Chair's Report

The Board of Directors were briefed on the Council's meeting with Natural Resources Canada (NRCan)'s Associate Deputy Minister (DMA) Mollie Johnson. The Chair reported Council had a very productive meeting with the DMA.

The Chair also reported on other items discussed at its December 5 meeting:

- The President's report and year-end review;
- The preparations being made by the NWMO for the federal Impact Assessment process with a particular focus on Indigenous Led Assessment;
- A dialogue with Management on the Council's current draft of the Triennial Report Recommendations;
- An update on NWMO's technical program where Management reported on the completion of the drilling and downhole testing of the boreholes in both siting areas;
- An update on the ISRW program; and
- An update on NWMO's work on the Centre of Expertise visioning process in both siting municipalities.

Several discussions were reported on *in camera*.

10. Planning for 2023 (In Camera)

This item was discussed *in camera*.

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11. Legal Update (*In Camera*)

The Board was updated by NWMO's General Counsel on key legal developments *in camera*.

12. Upcoming Meetings for the Board

The draft 2023 Board Calendar was provided to the Board.

13. *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 11:42 am.

* Denotes actions to be taken.



Glenn Jager^{12 Apr, 2023 8:32:54 AM EDT}
Chair



Doug Taylor^{12 Apr, 2023 3:02:10 PM EDT}
Board Secretary