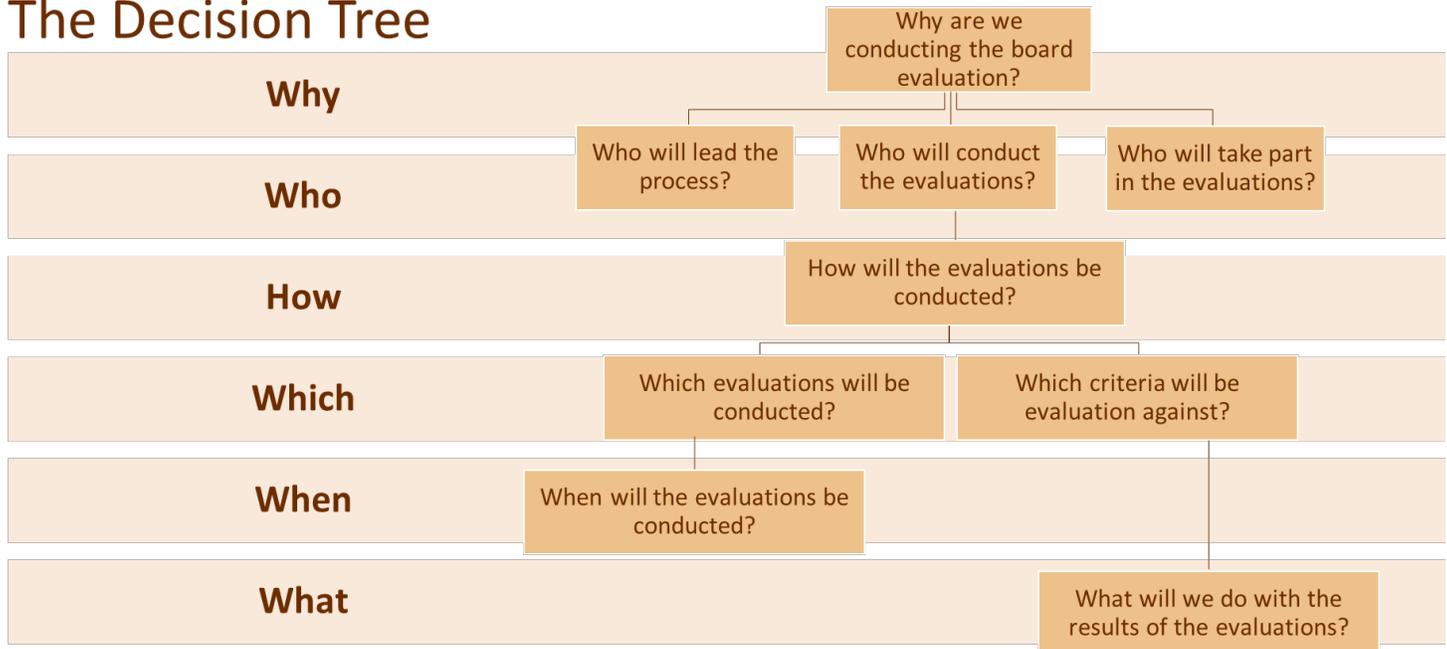


# The Decision Tree



<b>EVALUATION DECISIONS AND CHOICES</b>	
1. <b>Why</b> are we conducting the board evaluation?	<input type="checkbox"/> Governance Audit/Review <input type="checkbox"/> Self-Improvement <input type="checkbox"/> Skills Assessment <input type="checkbox"/> Compliance <input type="checkbox"/> Inform Board Succession & Renewal (for Board Evaluation) <input type="checkbox"/> Align CEO Compensation (for CEO Evaluation) <input type="checkbox"/> Assurance to Shareholders/Members <input type="checkbox"/> Other: _____
2. <b>Who will lead</b> the process?	<input type="checkbox"/> Board Chair <input type="checkbox"/> Outside or Lead Director <input type="checkbox"/> Governance Committee Chair (for Board Evaluation) <input type="checkbox"/> Governance Committee (for Board Evaluation) <input type="checkbox"/> Corporate Secretary (for Board Evaluation) <input type="checkbox"/> Senior Legal Counsel (for Board Evaluation) <input type="checkbox"/> HR/ Compensation Committee Chair (for CEO Evaluation) <input type="checkbox"/> HR/ Compensation Committee (for CEO Evaluation) <input type="checkbox"/> VP HR (for CEO Evaluation) <input type="checkbox"/> Other:

<p>3. <b>Who will conduct</b> the evaluations?</p>	<p><input type="checkbox"/> Governance Solutions</p> <p><input type="checkbox"/> Board Chair</p> <p><input type="checkbox"/> Outside or Lead Director</p> <p><input type="checkbox"/> Governance Committee Chair (for Board Evaluation)</p> <p><input type="checkbox"/> Governance Committee (for Board Evaluation)</p> <p><input type="checkbox"/> Corporate Secretary (for Board Evaluation)</p> <p><input type="checkbox"/> Senior Legal Counsel (for Board Evaluation)</p> <p><input type="checkbox"/> HR/ Compensation Committee Chair (for CEO Evaluation)</p> <p><input type="checkbox"/> HR/ Compensation Committee (for CEO Evaluation)</p> <p><input type="checkbox"/> VP HR (for CEO Evaluation)</p> <p><input type="checkbox"/> Other:</p>
<p>4. <b>Who will complete</b> (be asked to take part in completing surveys and interviews, etc.) the evaluations?</p>	<p><input type="checkbox"/> All Board Members</p> <p><input type="checkbox"/> CEO</p> <p><input type="checkbox"/> Senior Management Team</p> <p><input type="checkbox"/> Corporate Secretary</p> <p><input type="checkbox"/> Senior Legal Counsel</p> <p><input type="checkbox"/> Auditor</p> <p><input type="checkbox"/> Other:</p> <p><input type="checkbox"/> Other:</p>
<p>5. <b>How</b> will the evaluations be conducted?</p>	<p><input type="checkbox"/> Questionnaires</p> <p><input type="checkbox"/> Interviews with Board Members</p> <p><input type="checkbox"/> Interviews with Senior Management</p> <p><input type="checkbox"/> Interviews with Corporate Secretary</p> <p><input type="checkbox"/> Interviews with Senior Legal Counsel</p> <p><input type="checkbox"/> Interviews with Auditor</p> <p><input type="checkbox"/> Interviews with Others:</p> <p><input type="checkbox"/> Facilitated Dialogue</p> <p><input type="checkbox"/> Behavioural and Relationship Observations by Skilled, Objective Observer of Board Meeting(s)</p> <p><input type="checkbox"/> Behavioural Observations by Skilled, Objective Observer of Committee Meeting(s)</p> <p><input type="checkbox"/> Comprehensive Written Analysis with Workplan</p> <p><input type="checkbox"/> 360 Feedback</p>

	<input type="checkbox"/> Online Survey Completion <input type="checkbox"/> Other:
6. <b>Which evaluations</b> will be conducted?	<input type="checkbox"/> CEO <input type="checkbox"/> Board as a Whole <input type="checkbox"/> Board Chair <input type="checkbox"/> Committee Chairs <input type="checkbox"/> Individual Self Evaluation <input type="checkbox"/> Individual Peer Evaluation <input type="checkbox"/> Audit & Finance Committee <input type="checkbox"/> Governance & Nominating Committee <input type="checkbox"/> HR & Compensation Committee <input type="checkbox"/> Other Board Committee: _____ <input type="checkbox"/> Other Board Committee: _____ <input type="checkbox"/> Other Board Committee: _____
7. <b>Which criteria</b> will be evaluation against?	<input type="checkbox"/> Mission, Vision, Values <input type="checkbox"/> Strategic Plan <input type="checkbox"/> Act and Bylaws <input type="checkbox"/> Board and Committee Terms of Reference <input type="checkbox"/> Competencies and Contributions <input type="checkbox"/> Behavioural Aspects <input type="checkbox"/> Performance Measurement Framework <input type="checkbox"/> Risk Factors <input type="checkbox"/> Past Evaluations <input type="checkbox"/> Boardroom Culture <input type="checkbox"/> Governance Solutions Peer Benchmarks <input type="checkbox"/> Other:
8. <b>When</b> will the evaluations be conducted?	<input type="checkbox"/> Q1 – Following Y/E results but prior to AGM <input type="checkbox"/> Q4 – Anticipating Y/E results <input type="checkbox"/> Other: <input type="checkbox"/> Other:
9. <b>What</b> will we do with the results of the evaluations?	<input type="checkbox"/> Implement a timed action plan based on the evaluation results <input type="checkbox"/> Review self and peer results with each director one-on-one

<ul style="list-style-type: none"><li><input type="checkbox"/> Review comprehensive results with CEO (for CEO Evaluation)</li><li><input type="checkbox"/> Align CEO Compensation (for CEO Evaluation)</li><li><input type="checkbox"/> Review comprehensive results with full board (for Board Evaluation)</li><li><input type="checkbox"/> Review comprehensive results with Governance Committee only – report to the board on the action plan only</li><li><input type="checkbox"/> Provide each committee with their comprehensive results</li><li><input type="checkbox"/> Governance Solutions facilitate dialogue on results and recommendations and next steps</li><li><input type="checkbox"/> Report on process to Shareholders/Members</li><li><input type="checkbox"/> Other: _____</li><li><input type="checkbox"/> Other: _____</li></ul>
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