

Report to the GHRC Committee

Advisory Committee Terms of Reference

May 4, 2021

PURPOSE

To seek GHRC committee approval of revised advisory committee terms of reference (TOR) for executive committee recommendation and board approval.

RATIONALE

Both advisory committees (RAAC and PAAC) have reviewed and accepted proposed amendments to their respective terms of reference. The amendments refine/standardize the main sections of the document (i.e., purpose, revision history), clarify committee operations and membership requirements, and change committee decision-making provisions (i.e., remove voting and where consensus is not possible, the committee to refer the matter to the board for resolution).

Furthermore, the PAAC has added the following language to the objectives section of its TOR to address the request of the GHRC committee in the context of the recently approved delegation of authority policy:

- Provide feedback and advice on the CNA's government relations and communications plans and coalesce as required to address crisis communications matters or other extraordinary issues that could significantly impact industry reputation.

The revised terms of reference (clean copy) are attached as **Appendix A**. The current terms of reference are available on the [myCNA portal](#).

MOTIONS

That the GHRC committee approve amendments to the terms of reference noted below for executive committee recommendation and board approval, effective June 8, 2021

- CNA Public Affairs Advisory Committee
- CNA Regulatory Affairs Advisory Committee

APPENDICES

- **Appendix A:** PAAC and RAAC Revised Terms of Reference (Clean copy)



Public Affairs Advisory Committee

Terms of Reference

PURPOSE

The Public Affairs Advisory Committee (the “committee”) is a standing advisory committee of the CNA Board of Directors (the “board”) that is responsible for advising the board and CNA management on policy, government relations, communications and related strategies to be pursued by the Association.

OBJECTIVES

In carrying out its purpose, the committee will achieve the following objectives:

- Monitor and identify emerging issues of importance to the industry and advise on the effectiveness of strategies developed to address those issues.
- Provide advice and guidance on CNA efforts to assure a systematic and coordinated flow of information, and exchange of effective policy, government relations and communications strategies and techniques, within the nuclear industry.
- Provide advice on projects being implemented by working groups and related task forces which are comprised of member organizations of the Association.
- Provide feedback and advice on the CNA’s government relations and communications plans and coalesce as required to address crisis communications matters or other extraordinary issues that could significantly impact industry reputation.

MEMBERSHIP AND VOTING

The board will appoint the chair of the committee. The chair of the committee is an officer of the organization who serves on the executive committee of the board. Appointment of the chair of the committee is for a three-year term. Appointment takes place at the first meeting of the board following the annual meeting of members, or upon the occurrence of any vacancy in the position.

The committee will consist of ten or more members, including the chair of the committee and designates of the CNA President and CEO. Members should reflect the diversity of the organization’s membership and should include representatives of companies in the forefront of major communication issues. Decisions as to the size and composition of committee membership rest with the chair of the committee and designate of the CEO.



NON-MEMBER ATTENDANCE

The committee may, at its discretion, invite members of management and/or other guests to attend all or part of any meeting.

DECISION-MAKING

The committee will reach decisions where possible by consensus developed by the chair of the committee. Where consensus is not possible, the committee will refer the matter to the board for resolution.

COMMITTEE AUTHORITY

The committee's work is advisory only. It provides a forum for dialog among CNA member representatives and staff, guidance to CNA staff, and advice to the board. The committee's work by itself does not have material resource implications for CNA.

ACCESS TO EXTERNAL ADVISORS

With the consent of the chair of the board, the committee may retain such advisors, counsel, or other consultants as are reasonably required to assist the committee in fulfilling its duties and may determine the fees of any applicable engagements.

MEETINGS AND RECORDS

The committee will meet at least four times a year and minutes of their meetings must be kept and approved at the next meeting. To the extent possible, the agenda and meeting materials will be circulated to committee members at least five days in advance of regular meeting dates.

REPORTING

The chair of the committee or their designate will report to the board at least twice a year.

ASSESSMENT

At least annually, the committee will assess its effectiveness in fulfilling its responsibilities and duties set out in these terms of reference.

REVIEW

Annually the committee will review these terms of reference to assess whether they accurately describe the duties and responsibilities of the committee and will either confirm or recommend changes to the terms of reference to the CNA's Governance, Human Resources and Compensation Committee.

REVISION HISTORY:

Approved:

Revised:

Regulatory Affairs Advisory Committee

Terms of Reference

PURPOSE

The Regulatory Affairs Advisory Committee (RAAC) (the “committee”) is a standing advisory committee of the CNA Board of Directors (the “board”) that is responsible for advising the board and CNA management on regulatory affairs issues that are of concern to CNA members and to the nuclear industry in general; and for the strategies to be pursued by the Association in resolving those issues.

OBJECTIVES

In carrying out its purpose, the committee will achieve the following objectives:

- Identify and prioritize the regulatory affairs issues that are of concern to the industry, develop industry positions and provide guidance on their solution;
- Encourage broad participation by the CNA members in its Government and Regulatory Affairs Programs and;
- Facilitate the dissemination of the information to CNA member and governmental policy makers on regulatory affairs issues of concern to the nuclear industry.

MEMBERSHIP

The board will appoint the chair of the committee. The chair of the committee is an officer of the organization who serves on the executive committee of the board. Appointment of the chair of the committee is for a three-year term. Appointment takes place at the first meeting of the board following the annual meeting of members, or upon the occurrence of any vacancy in the position.

The committee will consist of a maximum of ten CNA members, including the committee chair, as well as a designate of the CNA President and CEO (typically a member of CNA staff). Membership includes nominees from the major licencees, as well as a representative from the supply chain and the university research community. Nominations are reviewed and accepted by the chair of the committee and the designate of the CEO.

NON-MEMBER ATTENDANCE

The committee may, at its discretion, invite members of management and/or other guests to attend all or part of any meeting.



DECISION-MAKING

The committee will reach decisions where possible by consensus developed by the chair of the committee. Where consensus is not possible, the committee will refer the matter to the board for resolution.

RESPONSIBILITY AND AUTHORITY

The committee is responsible for:

- Providing the Association with guidance on the strategy for addressing regulatory affairs issues (policy and legislative).
- Working to ensure consistency of approach or strategy in addressing regulatory affairs issues among CNA member organization.
- Advising the board on regulatory affairs issues and the strategy for addressing them.

The committee's work is advisory only. It provides a forum for dialog among CNA member representatives and staff, guidance to CNA staff, and advice to the board. The committee's work by itself does not have material resource implications for CNA.

The committee may establish working groups and task forces to address specific issues (e.g., Impact assessment Act).

MEETINGS AND RECORDS

The committee will meet at least twice a year and minutes of their meetings must be kept and approved at the next meeting. To the extent possible, the agenda and meeting materials will be circulated to committee members at least five days in advance of regular meeting dates.

Committee members must maintain the confidentiality of any financial details or other sensitive information they receive.

REPORTING

The chair of the committee or their designate will report to the board at least twice a year.

ASSESSMENT

At least annually, the committee will assess its effectiveness in fulfilling its responsibilities and duties set out in these terms of reference.

REVIEW

Annually the committee will review these terms of reference to assess whether they accurately describe the duties and responsibilities of the committee and will either confirm or recommend changes to the terms of reference to the CNA's Governance, Human Resources and Compensation Committee.

REVISION HISTORY:

Approved: Dec. 8, 2014
Revised: