

Board and Standing Committee 2021 Work Plan

Topic/Item	Committee	Q1			Q2			Q3			Q4			When Performed			
		Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Annually	Every 2-3 years	As Required	
1. Strategic oversight (refurb strategy, business plan & corporate scorecard)	Oversight of strategic planning process and the implementation and effectiveness of the strategic plan																
a. Monitor implementation and effectiveness of strategic and business plan (i.e., review targets and progress against priorities and scorecard) ¹	Executive			✱		✱					✱			✱	✓		
b. Establish 2022 targets and measures	Executive										✱			⊙●	✓		
2. Financial Oversight	Oversight of the quality and integrity of the CNA's financial reporting; the qualifications and performance of the external auditor; and additional financial matters.																
a. Quarterly financial results and forecast	Finance		○	●		○	●		○	●		○	●	✓			
b. Annual audited financial statements	Finance		○	● ²										✓			
c. Review financial policies, procedures and internal accounting controls	Finance		○	⊙●													✓
d. Appointment of public accountant to hold office, including fixing compensation of auditor	Finance					○	●⊙							✓			
e. Operating and capital budget for fiscal year ending Dec. 31	Finance								✱			○	●	✓			
f. CFO compliance certificate	Finance		○			○			○			○					✓
g. Principal financial risks to business/systems and procedures to manage these risks, including fees to be levied by membership classes	Finance																

¹ Achieved, in part, via CNA president's report and program updates.

² Approval must be evidenced by the manual signature of one or more directors or a facsimile of the signatures reproduced in the statements (NFP Act, s. 178(1)).

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h. Review property management and insurance coverage	Finance		✱									○		✓			
i. Review portfolio performance	Finance		○			○			○			○		✓			
j. Terms of reference	Finance								○					✓			
k. Committee effectiveness	Finance					○											
3. Governance and Compliance Oversight																	
	Oversight of CNA's corporate governance and compliance																
a. Review articles of incorporation and by-law	GHRC											○	○	●●		✓	✓
b. Review governance policies, guidelines and procedures	GHRC														✓	✓	
c. New director orientation and continuing educations	GHRC								○					✓			
d. Review board and committee work plans	GHRC/All		○	●●										✓			
e. Review committee terms of reference	GHR											○	●●	✓			
f. Director nomination and election	GHRC		○	●		○	●⊙							✓		✓	
g. Select and appoint board officers and committee members	N/A					○	●							✓		✓	
h. Evaluate and review the performance of the board, its committees, the chair and individual directors	GHRC/All		○	●●									○	✓			
i. Review and monitor compliance with statutory filings, reporting and internal governance policies	GHRC		○			○			○			○		✓			
j. Review directors' and officers' liability coverage	GHRC								○	●				✓		✓	
k. Phase 2 Governance Review ³	GHRC	○	✱		○	○			○	●						✓	

³ Updates/checkpoints with the board by the GHRC committee at each quarterly meeting.

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4. Human Resources Oversight	Oversight of CNA policies and procedures related to people management, and the appointment, compensation, performance evaluation and succession planning of CEO and other designated officers.															
a. HR policies, procedure and practices	GHRC											○	●●	✓		
b. Succession planning, talent planning and leadership development processes	GHRC		*			*			*			*		✓		✓
c. Monitor compliance with HR policies and procedures	GHRC											○		✓		
d. Annual performance review and compensation (e.g., CEO performance objectives, self-assessment, compensation)	GHRC		○	●●								○	●●	✓		✓
e. Review and approve annual parameters for CNA staff compensation	GHRC		○	●●								○	●●	✓		
6. Membership	Oversight of the process whereby organizations who have applied for CNA membership are accepted by resolution of the board.															
a. Review membership structure (categories and criteria) and value ⁴	GHRC & Exe.					○	●		○	●						✓
b. Review and accept applications for CNA membership	GHRC	○	○		○	○			○			○				✓

⁴ Updates/checkpoints at quarterly meetings.