Minutes of Meeting
of the Human Resources and Governance Committee
of the Independent Electricity System Operator

February 28, 2017, 2:00 p.m.
16th Floor Boardroom, 120 Adelaide Street West, Toronto, Ontario

Attendees

Bruce Campbell
Cynthia Chaplin
Murray Elston *(by teleconference)*
Margaret Kelch - Chair
Tim O'Neill

Members of Staff in Attendance

John Rattray
Julia McNally *(portion of meeting)*
Kimberly Marshall *(portion of meeting)*
Elizabeth Squissato *(portion of meeting)*
Carol Pask *(portion of meeting)*
Terry Young *(portion of meeting)*
Chuck Farmer *(portion of meeting)*
Susan Harrison *(portion of meeting)*
Liz Stokes *(portion of meeting)*
David Short *(portion of meeting*
John Hodgkinson *(portion of meeting)*

Minutes

Ms. Margaret Kelch chaired the meeting and Mr. John Rattray acted as Secretary.

Constitution of the Meeting

The Chair noted that due notice of the meeting had been given, all members of the Human Resources and Governance Committee ("Committee") were present, and that, accordingly, the meeting was duly and properly constituted.

Conflicts

The Chair enquired whether any Committee member had a conflict of interest to report. No conflict was reported.

Approval of the Proposed Agenda

The Chair reviewed the proposed Agenda with the Committee. It was agreed that the Committee would consider agenda item #16, the Chief Executive Officer's Performance Objectives, with agenda item #3 the President's Report. On motion duly made and seconded, the following resolution was unanimously carried,

BE IT RESOLVED THAT the Agenda of items for consideration at this meeting of the Committee, as amended, is hereby approved.

Approval of Minutes

The minutes of the December 6, 2016 Committee meeting had been provided to the members of the Committee for review prior to the meeting. On motion duly made and seconded, the following resolution was unanimously carried,

BE IT RESOLVED THAT the Minutes of the Meeting of the Human Resources and Governance Committee of the Independent Electricity System Operator held on December 6, 2016 are hereby approved.

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

CFO Report

A memorandum titled "CFO Report to the HRGC Committee" dated February 28, 2017 was provided to the Committee for review prior to the meeting. Ms. Marshall advised the Committee about the ongoing review of the Corporation's accounting policy and potential amendments which will be discussed further at the Board meeting.

Other Business

There was no other business brought before the Committee.

[redacted]

[redacted]