Minutes of the Governance Committee Meeting

June 15, 2026 10:00 am – 11:00 am (NT) | Hybrid
In-person: Fishers' Loft Inn, Mill Rd, Port Rexton, NL | Virtual: Teams

Committee members in attendance	
Menelika Bekolo Nick Colucci Christopher Dixon Sophie Larivière-Mantha	Andrew Lockwood Denise Pothier Marisa Sterling John Van der Put
Regrets	
Jean-Luc Martel	
Observers	
Marlo Rose Elliott Cole	Christian Bellini
Staff support	
Light Go, General Counsel and Corporate Secretary	Phillip Rizcallah, CEO

1. Introductions and selection of the committee chair

D. Pothier, Chair of the Governance Committee for the 2025-2026 term, opened the meeting at 10:05 am (NT). The HR Committee had recommended that D. Pothier be reappointed as Governance Committee chair; however, D. Pothier withdrew from consideration. Following a vote on two nominations, M. Sterling was elected Governance Committee chair for the 2026-2027 term.

Moved and seconded
THAT Marisa Sterling be appointed Governance Committee chair for 2026-2027.
Carried

2. Call to order and approval of agenda

M. Sterling welcomed everyone to the first meeting of the 2026-2027 Governance Committee.

Moved and seconded
THAT the agenda be approved, and the chair be authorized to modify the order of discussion.
Carried

3. Declaration of conflict of interest

No conflicts were declared.

4. Committee orientation

4.1. For information: Approved meeting minutes from April 20, 2026, and action table
4.2. Governance Committee responsibilities

L. Go, General Counsel and Corporate Secretary, provided an overview of the Governance Committee's role and responsibilities, as outlined in the pre-circulated terms of reference.

5. Approval of the 2026-2027 work plan

L. Go presented the draft 2026-2027 work plan, which had been pre-circulated to the committee. It was noted that the ongoing governance review may identify the need to revise certain policies and that related committee work would be paused to avoid duplication. The meeting placeholders will be retained to allow for touchpoints on governance review updates, as needed.

A brief discussion ensued, and it was confirmed that the meeting dates in the workplan may be adjusted if needed.

Moved and seconded
THAT the 2026-2027 Governance Committee work plan be approved, as presented.
Carried

6. Policy reviews

2026-2027 policy review schedule

The schedule was discussed and it was asked for staff to adjust the schedule to better reflect the known postponement of the scheduled policy reviews considering the impacts from the current Governance Review Task Force work and its pending recommendations currently scheduled for October 2026.

7. Other business

No other business was brought forward.

8. Next committee meetings

The committee received the upcoming meeting dates in its agenda.

9. Meeting evaluation

The Governance Committee conducted a post-meeting evaluation.

10. Closing

With no further business, the meeting was closed at 10:47 (NT).