

BOARD ANNUAL SELF-EVALUATION

PURPOSE This standard provides the governance and expectations to complete the annual NPPD Board (the Board) self-evaluation. The standard identifies the Chief Audit and Ethics Officer (CAEO) and the Vice-President of Corporate Strategy and [Transformation](#) to facilitate the self-evaluation.

SCOPE This standard is applicable to the annual Board self-evaluation which is required by Board Governance Policy BP-GP-02, Board Job Description.

INFORMATION A board self-evaluation is a methodology for a board to evaluate its performance and compliance to good governance practices. The Board has committed to annual evaluate its performance in Board Governance Policy, BP-GP-02.

Board Governance Policy BP-GP-04 states that the Board Chair shall schedule and coordinate the annual performance evaluation. The Board Chair may utilize the Board Governance and Strategic Planning Committee to coordinate and execute the evaluation.

The Board received training on the self-evaluation process in October 2022 and during this training agreed upon an initial set of questions for self-evaluation. The questions were presented to the Board in December 2022 and were received with general consensus.

STANDARD The CAEO and the Vice-President of Corporate Strategy and [Transformation](#) shall, in alignment with the following expectations, jointly facilitate the self-evaluation process with the Board Chair and Board Governance and Strategic Planning Committee.

Self – Evaluation Survey Questions – The Board has agreed upon 27 questions, within eight areas of good governance, for the self-evaluation survey. These questions and the respective areas are included in Attachment 1. The questions shall be scored on a 4-point scale. In order to provide the most value, consistency in

these questions is key to ensure proper comparison of performance from year-to-year. These questions will be reviewed annually by the Board Chair and Board Governance and Strategic Planning Committee for updates, but any proposed changes should not impact the intent of the question.

The survey shall provide Directors the opportunity to provide comments at the end of each area, as well as the opportunity to provide overall comments at the end of the survey. The survey will also request topics for future Board workplan items or items the Board should “start, stop, or continue doing.”

The Board Chair shall have the discretion to include up to three additional survey questions concerning Board performance or governance.

Participants – The following are expected to participant in the self-evaluation survey.

- Board of Directors
- Management
 - CEO
 - Vice-Presidents
 - General Manager of Retail
 - Chief Audit and Ethics Officer

The CAEO shall monitor survey participation and coordinate with the Board Chair and the CEO to encourage full participation.

Results – The results of the survey shall be compiled by the CAEO, or designee within Audit Services. The survey results will be provided to the Board in three areas: 1) aggregate, 2) Board only, and 3) management only. Results will be presented to show year-to-year comparisons. All comments from the survey will be included in the results; the CAEO will also attempt to present consistent themes interpreted from the comments.

Actions – The intent of the self-evaluation process and review of the results is to initiate a discussion amongst the Board for possible actions to improve Board performance and governance. Any action items identified for the future year(s) will be captured and included on the Board work-plan.

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Timeline – The Board self-evaluation shall be an annual process which follows the [general](#) timeline in the table below. The survey will open in [August](#) to provide [newly-elected](#) Directors the opportunity to attend at least [six](#) meetings prior to completing the survey. The survey also will be open for a period that covers two board meetings to allow completing the survey during a meeting.

Month	Action	Responsible
April/May	Request additional discretionary questions from the Board Chair. Review and finalize evaluation questions with the Board Chair and Board Governance and Strategic Planning Committee	Chief Audit and Ethics Officer / Vice-President Corporate Strategy and Transformation
June/July	Create, modify and test the self-evaluation survey platform and questions. (In coordination with the NPPD survey team)	Chief Audit and Ethics Officer
August	Survey opens prior to August Board meeting.	Chief Audit and Ethics Officer
September	Survey closes after the September Board meeting.	Chief Audit and Ethics Officer
September/October	Survey results and comments are compiled and provided to Board and Management	Chief Audit and Ethics Officer
October/November	Results are reviewed and discussed by the Board and Management at Fall Board Retreat	Board and CEO

REFERENCES

[BP-GP-02; Board Job Description.](#)

[BP-GP-04; Election and Role of the Board Officers.](#)

ATTACHMENTS

Attachment 1, Board Self-Evaluation Survey.

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Document Approval / Review Information

Date Reviewed: 05-08-24

Date Approved:

Effective Date:

Owner: Donna Starzec – Chief Audit & Ethics Officer

Reviewer(s): Board Governance and Strategic Planning Committee

Approver(s): Board of Directors

Revision History

Revision Date	Revised By	Revision Description
03-11-23	Conrad Saltzgaber	Initial issue.
08-10-23	Donna Starzec	Update survey close language and other minor wording changes.
05-08-24	Donna Starzec	Update VP title and update timeline for new board meeting schedule in 2024

ATTACHMENT 1 – BOARD SELF-EVALUATION SURVEY

Vision

1. Our Board regularly talks about strategies to create long-term value for our customers & stakeholders
2. Our Board establishes clear strategic goals for the organization.
3. Our Board measures the utility's performance in achieving the goals.

Analysis and Judgment

4. Our Board seeks relevant information and data for setting policy.
5. Board members challenge each other's assumptions.

Communication

6. Board members communicate in a constructive manner to one another.
7. Board members listen to each other.

Decisiveness

8. Our Board is willing to make tough decisions.
9. Our Board holds itself accountable for its actions.
10. Board decisions are well understood by all members.

Governance

11. Our Board has the right committees in place.
12. Our Board has the right balance of committee work and full Board work.
13. Our Board has sound policies for its own governance.
14. Our Board reviews its own performance and makes improvements as needed.

Roles and Responsibilities

15. Board members are clear about their role in the organization.
16. Board and staff have a productive working relationship.
17. Board members are fully engaged at meetings.
18. Board members come to meetings prepared.
19. Board members hold each other accountable.

Effective Meetings

20. Our Board meetings have a clear agenda.
21. Our Committee meetings have a clear agenda.
22. Our Board meetings have the right blend of Board and staff input.
23. Our Committee meetings have the right blend of Board and staff input.
24. Our Board meetings are effectively managed.
25. Our Committee meetings are effectively managed.

Relationships

26. Board members trust one another.
27. I can count on the other members of the Board to help me when I need it.