

Board CSR Committee Mandates

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Background

Strandberg Consulting reviewed the CSR Committee mandates of four Canadian publicly traded corporations from the following 2012 disclosures:

- Cameco
- Potash
- Agrium
- Suncor

Board CSR Committee Mandates and Responsibilities

The following is a high level summary of the mandates and responsibilities of their CSR committees:

Mandate

The CSR Committee mandate is to:

- Assist the board in fulfilling its CSR oversight responsibilities
- Ensure the company fulfills its CSR commitments and obligations and achieves its CSR objectives

Responsibilities (not including regulatory compliance, incident investigation and physical asset management)

The responsibilities of the CSR Committee are to:

- Assess effectiveness of the CSR policy, CSR management system and CSR audits
- Review CSR objectives and budget
- Monitor progress towards CSR goals, objectives and targets
- Determine CSR objectives for executive compensation and assesses performance for short term incentive plan
- Review internal CSR communications
- Monitor emerging CSR trends and issues
- Review industry best practice benchmarking reports
- Oversee enterprise CSR risks
- Review CSR report