

# Minutes of the Meeting of the Board of Directors held at 3:40 pm (PT) 14 May 2024 and 8:30 am (PT) 15 May 2024

Location:

Prestige Treasure Cove Resort, 2005 Cariboo Hwy, BC-97, Prince George, BC

Board Present:

Greg Moore

Chair

Joan Axford Hilary Cassady Fiona Chan Lisa Ethans

Leah George-Wilson Nejeed Kassam Dusty Kelly Mario Lee Gillain Malfair

Management Present:

Coro Strandberg

Pat Davis President and Chief Executive Officer

Dan Beebe Chief Operating Officer

Alan Kerr Chief Financial Officer & VP, Corporate Services

Marie-Noelle Savoie Chief Compliance Officer & VP, Legal, Compliance, Security

Mark Goldberg Chief Information Officer & VP, Business Technology

Natasha Questel Chief Social Purpose Officer & VP, Marketing

Sandy Austin Chief People Officer

Cynki Taylor\* Director, Financial Planning & Analysis (Item 4.1 and 4.2)

Rao Wandawasi Director, Audit Services

Jennifer Barbosa Director, Enterprise Risk Management Services

Karen Jensen\* Director, Procurement (Item 4.3)
Richard Fenster\* Director, Corporate Strategy (Item 8.1)

Shirley Beveridge\* Director, Data Enablement & Automation (Item 6.3 and 8.2)
Sarah Marshall\* Director, Data & Information Governance (Item 8.2)
Sarah Turtle\* Director, People Engagement & Org Development (Item 8.5)

Rob Connolly\* Co-General Counsel (Item 9.1.2.1)

Katie Hensrud\* Senior Internal Communications Specialist (Item 4.2)

Jeremy Hopwood\* Senior Manager, Enterprise Insights (Item 6.3)

Christine Carter Corporate Secretary & Director, Governance

Suzanne Rowley Assistant Corporate Secretary

### Observers & Guests:

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(\*attending in part)

Greg Moore took the Chair at 4:02 pm with Christine Carter acting as recording secretary. As proper notice of the meeting had been given and a quorum was present, the Chair declared the meeting to be regularly constituted and open for the transaction of business at 4:02 pm.

### IN CAMERA SESSION

The Board went in camera at 4:02 pm, concluding at 4:05 pm.

### LAND ACKNOWLEDGEMENT

Management joined the meeting and the Chair noted that a Welcome to the Land had kindly been provided at the beginning of the day.

### 1 AGENDA

#### 1.1 Action Items List for Reference

The Chair invited comments on the Agenda, but Board members had no comments.

On motion duly made and carried, the agenda was adopted.

#### 2. CONSENT AGENDA

### 2.1. Minutes of 11 & 31 January 2024

The Chair invited comments on the Consent Agenda, but Board members had no comments.

On motion duly made and carried, the minutes of 11 & 31 January 2024 were approved, and the following resolutions were adopted:

### 2.2. Enterprise Data Strategy Assessment

WHEREAS the Board has reviewed management's assessment of the Enterprise Data Strategy ("Management's Assessment");

AND WHEREAS the Board has received a recommendation from the Strategy Committee to approve Management's Assessment;

NOW THEREFORE be it resolved that:

- Management's Assessment is hereby approved; and
- Any officer or director is hereby authorized on behalf of the Corporation to execute and deliver all such documents and instruments, and to do all such other acts and things as in his or her opinion may be necessary or desirable to give full effect to the foregoing resolution.

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# 2.4. FY25 Annual Audit Plan

WHEREAS the Board has reviewed the Annual Audit Plan produced by Audit Services for the fiscal year ending March 31, 2025 (the "AAP");

AND WHEREAS the Board has received a recommendation from the Audit Committee to approve the AAP;

NOW THEREFORE be it resolved that:

- 1. The AAP is hereby approved; and
- Any officer or director is hereby authorized on behalf of the Corporation to execute and deliver all such documents and instruments, and to do all such other acts and things as in his or her opinion may be necessary or desirable to give full effect to the foregoing resolution.

# 2.5. Revised Signing Authority Policy

WHEREAS the Board has reviewed the revised Signing Authority Policy;

AND WHEREAS the Board has received a recommendation from the Audit Committee to approve the revised Signing Authority Policy;

NOW THEREFORE be it resolved that:

- 1. The revised Signing Authority Policy is hereby approved; and
- 2. Any officer or director is hereby authorized on behalf of the Corporation to execute and deliver all such documents and instruments, and to do all such other acts and things as in his or her opinion may be necessary or desirable to give full effect to the foregoing resolution.

### 2.6. Contracts >\$20M

### 2.6.1. Compugen Contract

WHEREAS the BCLC Signing Authority Policy requires Board approval of any expenditure (including via contract) representing a financial commitment greater than \$20M over the entire duration of the contract, including all options beyond the initial contract term;

AND WHEREAS the Board has reviewed Management's proposal to enter into an IT Infrastructure, Licensing and Support Services agreement (the "Agreement") among the Corporation, B.C. Lottotech International Inc. and Compugen Inc., which represents an overall potential expenditure of up to \$75M (the "Compugen Expenditure");

AND WHEREAS the Board has received a recommendation from the Audit Committee to approve the Compugen Expenditure;

NOW THEREFORE be it resolved that:

- 1. The Board hereby approves the Compugen Expenditure; and
- 2. The Board hereby delegates to the CEO the authority to approve the final terms and conditions of the Agreement provided that the final Agreement is substantially in accordance with the information and key terms provided to the Board; sign the final Agreement on behalf of the Corporation; and to do all such other acts and things as in his or her opinion may be necessary or desirable to give full effect to these resolutions.

# 2.6.2. OpenBet Contract

WHEREAS the BCLC Signing Authority Policy requires Board approval of any expenditure (including via contract) representing a financial commitment greater than \$20M over the duration of the contract, including all options beyond the initial contract term;

AND WHEREAS the Board has reviewed Management's proposal to enter into an IT Infrastructure, Licensing and Support Services agreement (the "Agreement") among the Corporation, B.C. Lottotech International Inc. and OpenBet Technologies Ltd., which represents an overall potential expenditure of up to \$32M over a two-year term (the "OpenBet Expenditure");

AND WHEREAS the Board has received a recommendation from the Audit Committee to approve the OpenBet Expenditure;

NOW THEREFORE be it resolved that:

- The Board hereby approves the OpenBet Expenditure; and
- 2. The Board hereby delegates to the CEO the authority to approve the final terms and conditions of the Agreement provided that the final Agreement is substantially in accordance with the information and key terms provided to the Board; sign the final Agreement on behalf of the Corporation; and to do all such other acts and things as in his or her opinion may be necessary or desirable to give full effect to these resolutions.

# 2.6.3. Light & Wonder OGS Contract

WHEREAS the BCLC Signing Authority Policy requires Board approval of any expenditure (including via contract) representing a financial commitment greater than \$20M over the duration of the contract, including all options beyond the initial contract term;

AND WHEREAS the Board has reviewed Management's proposal to enter into an IT Infrastructure, Licensing and Support Services agreement (the "Agreement") among the Corporation, B.C. Lottotech International Inc. and LNW Canada Limited., which represents an overall financial commitment of an estimated \$22 million in direct expenses per year or the 5-year Agreement (the "LNW Expenditure");

AND WHEREAS the Board has received a recommendation from the Audit Committee to authorize the Corporation to enter into the Agreement;

NOW THEREFORE be it resolved that:

- 1. The Board hereby approves the LNW Expenditure; and
- 2. The Board hereby delegates to the CEO the authority to approve the final terms and conditions of the Agreement provided that the final Agreement is substantially in accordance with the information and key terms provided to the Board; sign the final Agreement on behalf of the Corporation; and to do all such other acts and things as in his or her opinion may be necessary or desirable to give full effect to these resolutions.

# 2.6.4. Moore Cda (Lottery Slips) Contract

WHEREAS the BCLC Signing Authority Policy requires Board approval of any expenditure (including via contract) representing a financial commitment greater than \$20M over the duration of the contract, including all options beyond the initial contract term;

AND WHEREAS the Board has reviewed Management's proposal to enter into an IT Infrastructure, Licensing and Support Services agreement (the "Agreement") among the Corporation, B.C. Lottotech International Inc. and and Moore Canada Corporation, which represents an overall potential expenditure of up to \$50M (the "Moore Expenditure");

AND WHEREAS the Board has received a recommendation from the Audit Committee to approve the Moore Expenditure;

NOW THEREFORE be it resolved that:

- 1. The Board hereby approves the Moore Expenditure; and
- 2. The Board hereby delegates to the CEO the authority to approve the final terms and conditions of the Agreement provided that the final Agreement is substantially in accordance with the information and key terms provided to the Board; sign the final Agreement on behalf of the Corporation; and to do all such other acts and things as in his or her opinion may be necessary or desirable to give full effect to these resolutions.

# 2.6.5. IGT Online Gaming Services Contract

WHEREAS the BCLC Signing Authority Policy requires Board approval of any expenditure (including via contract) representing a financial commitment greater than \$20M over the duration of the contract, including all options beyond the initial contract term;

AND WHEREAS the Board has reviewed Management's proposal to enter into an IT Infrastructure, Licensing and Support Services agreement (the "Agreement") among the Corporation, B.C. Lottotech International Inc. and IGT Canada Solutions ULC, which represents a financial commitment of an estimated \$13 million in direct expenses during the extension year beyond the existing financial commitment (the "IGT Expenditure").

AND WHEREAS the Board has received a recommendation from the Audit Committee to approve the IGT Expenditure;

NOW THEREFORE be it resolved that:

- The Board hereby approves the IGT Expenditure; and
- 2. The Board hereby delegates to the CEO the authority to approve the final terms and conditions of the Agreement provided that the final Agreement is substantially in accordance with the information and key terms provided to the Board; sign the final Agreement on behalf of the Corporation; and to do all such other acts and things as in his or her opinion may be necessary or desirable to give full effect to these resolutions.

### 2.7. Process for Changes to Draw Program- Amendment

WHEREAS in May 2023 the Board passed a resolution requiring management to present any fundamental changes to the Draw Program to the Audit Committee and Board for review and approval, prior to making the changes;

AND WHEREAS many of the existing manual controls and procedures in the Draw Program will be automated when the new lottery system goes live on May 26th;

AND WHEREAS Audit Services will continue to provide assessments, testing and an annual review of the Draw Process, the results of which will be reported to the Audit Committee, as needed;

AND WHEREAS the Board has received a recommendation from the Audit Committee to amend the May 2023 Board resolution accordingly;

NOW THEREFORE be it resolved that:

- The Board hereby amends the resolution approving the Process for Changes to the Draw Program which was passed at the meeting on 11 May 2023 by adding "until such time as the new lottery system goes live."; and
- Any officer or director is hereby authorized on behalf of the Corporation to execute and deliver all such documents and instruments, and to do all such other acts and things as in his or her opinion may be necessary or desirable to give full effect to the foregoing resolution.

### 3. BOARD EDUCATION

# 3.1. Board Oversight Role in Cybersecurity

Mark Lane, as well as s 22

joined the meeting.

s 22 provided the presentation, noting that ransomware is the most common form of cyber-attack. Mark Goldberg and Mark Lane commented on cyber security practices at BCLC. Jennifer Barbosa and Rao Wandawasi commented on the 2<sup>nd</sup> line of defence (ERMS) and 3<sup>rd</sup> line of defence (Audit) at BCLC.

A discussion ensued regarding the role of the Board and the role of government during a potential cyber security incident. Board members requested further clarity from management regarding the respective roles of the Board and government at a future meeting.

s 22 left the meeting. A further discussion ensued regarding the corporation's cyber security insurance policy.

### 4. CORPORATE APPROVALS

# 4.1. Preliminary FY25-28 Forecast & Projections (TBS)

Cynki Taylor joined the meeting and provided a presentation on the Preliminary FY25-28 Forecast & Projections, noting that there were no changes from the previous forecast. The Board members had no questions.

On motion duly made and carried, the following resolution was adopted:

WHEREAS the Board has reviewed the Corporation's preliminary projections for fiscal years 2024/2025 – 2027/28 (the "Preliminary FY25-28 Forecast & Projections");

AND WHEREAS the Board has received a recommendation from the Audit Committee to approve the foregoing;

NOW THEREFORE be it resolved that:

- 1. The Preliminary FY25-28 Forecast & Projections are hereby approved; and
- 2. Any officer or director is hereby authorized on behalf of the Corporation to execute and deliver all such documents and instruments, and to do all such other acts and things as in his or her opinion may be necessary or desirable to give full effect to the foregoing resolution.

### 4.2. Draft Annual Service Plan Report

Katie Hensrud joined the meeting. Alan Kerr provided an overview of the draft Annual Service Plan Report and Katie provided the presentation. Board members provided feedback on the Report.

On motion duly made and carried, the following resolution was adopted:

WHEREAS the Board has reviewed the annual service plan report for the fiscal year ending March 31, 2024;

AND WHEREAS the Board has received a recommendation from the Audit Committee to approve the foregoing;

NOW THEREFORE be it resolved that:

- 1. The annual service plan report for the fiscal year ending March 31, 2023, substantially in the form presented to the Board, together with such changes as may be approved by the Board Chair on behalf of the Board, is hereby approved.
- 2. Any officer or director is hereby authorized on behalf of the Corporation to execute and deliver all such documents and instruments, and to do all such other acts and things as in his or her opinion may be necessary or desirable to give full effect to the foregoing resolution.

The Chair adjourned the meeting at 5:00 pm on Tuesday, May 14th.

The Chair resumed the meeting at 8:30 am on Wednesday, May 15<sup>th</sup>. He thanked the retiring Board members for their service and offered them a token of appreciation.

### 4.3. Federal Report on Forced Labour in Supply Chains

Karen Jensen joined the meeting and commented on the Federal Report on Forced Labour in Supply Chains. Board members had no questions.

On motion duly made and carried, the following resolution was adopted:

WHEREAS the Board has reviewed the Fighting Modern Slavery Report;

AND WHEREAS the Board has received a recommendation from the Governance Committee to approve the Fighting Modern Slavery Report:

NOW THEREFORE be it resolved that:

- 1. The Fighting Modern Slavery Report is hereby approved; and
- 2. Any officer or director is hereby authorized on behalf of the Corporation to execute and deliver all such documents and instruments, and to do all such other acts and things as in his or her opinion may be necessary or desirable to give full effect to the foregoing resolution.

Karen Jensen left the meeting.

#### 5. REPORT BY CHAIR

The Chair provided an update on the Board recruitment process and noted that the Minister responsible for BCLC had publicly announced that she would not be seeking reelection.

# 6. REPORTS BY MANAGEMENT

### 6.1. Report by President & CEO

Pat Davis provided his report, noting the recent Estimates Debate in Victoria. He commented on sports initiatives that were designed to enhance players' sense of community. He noted that the final vacancy on the Executive team had been filled and he offered thanks to the departing Board members for their service.

# 6.2. Management Reports

# 6.2.1. Finance & Corporate Services

Alan Kerr took the Finance & Corporate Services report as read, noting only the highlights. A brief discussion ensued regarding the update on the corporation's progress against the business plan, which management noted would be brought forward to the next Board meeting.

# 6.2.2. Operations

Dan Beebe took the Operations report as read. Board members had no questions.

### 6.2.3. Business Technology

Mark Goldberg took the Business Technology report as read, noting only the highlights. A discussion ensued regarding voluntary budget reductions, as well as government's focus on cyber security.

### 6.2.4. People & Culture

Sandy Austin provided an overview of the People & Culture report. A discussion ensued regarding diversity, inclusion and belonging initiatives, including the recent Moose Hide campaign.

# 6.2.5. Social Purpose & Marketing

Natasha Questel commented on the Social Purpose & Marketing report, noting that she was still in her first 90 days of employment. A discussion ensued regarding the demise of a loyalty trailing commission model.

# 6.2.6. Safer Play & Enterprise Integrity

Marie-Noelle Savoie provided the Legal, Compliance, Security report, noting only the highlights. Board members requested a presentation on the new compliance software, Everi, at a future meeting. A discussion ensued regarding FINTRAC's risk rating process and a new change in the retail sportsbook.

#### 6.3. Q4 Dashboard

Shirley Beveridge and Jeremy Hopwood joined the meeting. Shirley Beveridge took the Q4 Dashboard as read, noting only the highlights. A discussion ensued regarding factors that may be impacting some of the dashboard metrics, both positively and negatively.

Shirley Beveridge and Jeremy Hopwood left the meeting.

#### 7. COMMITTEE REPORTS

#### **7.1.** Audit

Lisa Ethans provided the Audit Committee report, noting that the Committee had reviewed the revised Signing Authority Policy, as well as the five contract expenditures that were included in the Board's consent agenda. Committee members also noted the review of the Audited Financial Statements.

#### 7.2. Governance

Coro Strandberg provided the Governance Committee report, noting that there had been a discussion of the corporation's priority stakeholder engagement plans at the meeting. She advised that some of the draft stakeholder engagement plans would come forward to the Board for approval at the July meeting.

### 7.3. People

Mario Lee presented the People Committee report, noting that most of the subject matter for discussion at the Committee was also coming forward to the Board for approval.

Note- see Information Reports for Strategy Committee Report.

#### 8. CORPORATE OPERATIONS

# 8.1. FY26 Business Planning Focus Areas

Richard Fenster joined the meeting and commented on the FY26 Business Planning Focus Areas, noting that the team was in the early stages of planning for FY26. Board members requested a post-mortem on the previous year's business plan at the next meeting.

Board members requested that management add timelines to each of the focus areas in next year's business plan and ensure that the Board has enough time set aside to discuss any new initiatives. Board members also requested that the small casino business model be brought forward to a future meeting.

Richard Fenster left the meeting.

# 8.2. Al Systems & Data Ethics Guidelines

Sarah Marshall and Shirley Beveridge joined the meeting. Marie-Noelle Savoie and Mark Goldberg introduced the Al Systems and Data Ethics Guidelines, noting they were being brought forward for Board feedback. A discussion ensued regarding a potential policy on employees' use of generative Al.

Board members requested that the Board's role in oversight of AI be incorporated into the Board Manual at the next annual review.

Sarah Marshall and Shirley Beveridge left the meeting.

# 8.3. List of Board-Delegated Authorities

Chris Carter presented the list of potentially active Board-delegated authorities, which had been compiled based on a review of nearly 40 years' worth of Board minutes, from the time of BCLC's incorporation. She noted that a register of active authorities would be maintained for annual Board review going forward.

Board members requested that management's recommendations for revisions to the potentially active Board-delegated authorities be brought forward at a future meeting.

# 8.4. Strategic Update: Service Provider Engagement

Dan Beebe gave the Strategic Update, noting that the draft Service Provider Stakeholder Engagement Plan was provided for feedback. Board members requested that the Plan be revised to include current activities in the action items, as well as an action item to gain more alignment on the Corporate Strategy.

Board members also requested that some of the context for the Plan be moved to an appendix.

s 22 left the meeting.

# 8.5. Employee Engagement Survey Results

Sarah Turtle joined the meeting and provided a presentation on the Employee Engagement Survey Results. Board members requested that a review of any proposed changes to the Employee Engagement survey questions be incorporated into the People Committee and Board Terms of Reference (ToR).

A discussion ensued regarding annual reporting to the Board on employee engagement. Board members requested that an annual status update on progress against management's action plan to improve the most recent employee engagement scores be included in the People Committee and Board ToRs.

A further discussion ensued regarding the Workforce of the Future education session that had been held at the People Committee meeting. Board members advised that they were supportive of similar education sessions in future years to help the Board stay current on the latest trends in people and culture.

Sarah Turtle left the meeting.

### OTHER BUSINESS

### 9.1. In camera Board Sessions (with the noted participants):

# 9.1.1. CEO & Chief People Officer

# 9.1.1.1. CEO Objectives (F24/25)

The Board went *in camera* with the CEO and Chief People Officer to discuss the above matter at 11:28 am, concluding at 11:34 am.

The Board went *in camera* with the Chief People Officer alone to discuss the above matter at 11:34 am, concluding at 11:49 am.

The Board requested that the CEO Evaluation Process in the Board Manual be revised to indicate that the CEO Objectives may be approved in January, but the Board Chair is authorized to subsequently add any incomplete objectives from the prior year.

On motion duly made and carried, the following resolution was adopted:

WHEREAS the Board has reviewed the proposed goals and objectives for the President and Chief Executive Officer for the fiscal year ending March 31, 2025 (the "CEO Objectives");

AND WHEREAS the Board has received a recommendation from the People Committee to approve the foregoing;

NOW THEREFORE be it resolved that:

 The CEO Objectives, substantially in the form presented to the Board, together with such changes as may be approved by the People Committee Chair and Board Chair on behalf of the Board, is hereby approved; and 2. Any officer or director is hereby authorized on behalf of the Corporation to execute and deliver all such documents and instruments, and to do all such other acts and things as in his or her opinion may be necessary or desirable to give full effect to the foregoing resolution.

# 9.1.1.2. Executive Mgmt Compensation (incl. PSEC Disclosure)

# 9.1.1.3. Executive Succession & Development

#### 9.1.1.4. Pension Plan Update

The Board went *in camera* with the CEO and Chief People Officer to discuss the above three matters at 11:49 am, concluding at 12:05 pm.

The Board requested regular updates on progress on the Executive Succession & Development plan every six (6) months.

The Chair moved ahead to agenda item no. 9.1.6.

### 9.1.1.5. CEO Self-Assessment Calibration

The Board went *in camera* with the Chief People Officer alone to discuss the above matter at 12:09 pm, concluding at 12:27 pm.

Nejeed Kassam left the meeting.

The Chair moved ahead to agenda item no. 9.1.5.

#### 9.1.1.6. CEO Succession Plan

The Board went *in camera* with the CEO and Chief People Officer to discuss the above matter at 1:00 pm, concluding at 1:10 pm.

On motion duly made and carried, the following resolution was adopted:

WHEREAS the Board has reviewed the CEO Succession Plan;

AND WHEREAS the Board has received a recommendation from the People Committee to approve the foregoing.

NOW THEREFORE be it resolved that:

- 1. The CEO Succession Plan is hereby approved; and
- 2. Any officer or director is hereby authorized on behalf of the Corporation to execute and deliver all such documents and instruments, and to do all such other acts and things as in his or her opinion may be necessary or desirable to give full effect to the foregoing resolution.

# 9.1.1.7. CEO Development Plan & 360 Evaluation (F23/24)

The Board went *in camera* with the CEO alone to discuss the above matter at 1:10 pm, concluding at 1:13 pm.

On motion duly made and carried, the following resolution was adopted:

WHEREAS the Board has reviewed the CEO Development Plan;

AND WHEREAS the Board has received a recommendation from the People Committee to approve the foregoing.

NOW THEREFORE be it resolved that:

The CEO Development Plan is hereby approved; and

2. Any officer or director is hereby authorized on behalf of the Corporation to execute and deliver all such documents and instruments, and to do all such other acts and things as in his or her opinion may be necessary or desirable to give full effect to the foregoing resolution.

# 9.1.2. CEO, CCO & VP, Legal, Compliance, Security

### 9.1.2.1. Comprehensive Litigation Report

The Board went *in camera* with the CEO, CCO & VP, Legal, Compliance, Security and General Counsel to discuss the above matter at 1:13 pm, concluding at 1:17 pm.

# 9.1.3. CEO & Corporate Secretary & Director of Governance

### 9.1.3.1. 2023 Board Self-Assessment - Report Writing Guidance

The Board went *in camera* with the CEO and Corporate Secretary & Director of Governance to discuss the above matter at 1:17 pm, concluding at 1:25 pm.

The Board requested that the Board Report Templates be revised, and draft Board Reports be reviewed, to ensure consistency in the "Recommendation" and "Social Purpose" sections.

# 9.1.4. CEO & Board

The Board went in camera with the CEO at 1:25 pm, concluding at 1:36 pm.

For the next off-site Board meeting, Board members requested that a briefing with public relations personnel, a formal introduction to stakeholders and name tags be arranged in advance.

The Chair moved ahead to agenda item no. 10.

# 9.1.5. Chief People Officer

#### 9.1.5.1. CEO Compensation

The Board went *in camera* with the Chief People Officer to discuss the above matter at 12:27 pm, concluding at 12:30 pm.

On motion duly made and carried, the following resolution was adopted:

WHEREAS the Board has reviewed Management's proposal to provide a merit increase for the CEO effective 1 April 2024;

AND WHEREAS the Board has received a recommendation from the People Committee to approve the foregoing;

NOW THEREFORE be it resolved that:

- The Board hereby approves a merit increase for the CEO of 3 percent to base salary, as defined by the B.C. Public Sector Employers' Guide to Accountable Compensation and permitted by the B.C. Public Sector Employer's Council Secretariat letter dated 21 March 2024, such merit increase to be effective as of and from 1 April 2024; and
- 2. Any officer or director is hereby authorized on behalf of the Corporation to execute and deliver all such documents and instruments, and to do all such other acts and things as in his or her opinion may be necessary or desirable to give full effect to the foregoing resolution.

The Board adjourned for a 30-minute lunch break, resuming at agenda item no. 9.1.1.6.

#### 9.1.6. Board

### 9.1.6.1. Safe Reporting Report, if any

# 9.1.6.2. Any Other Business

# 9.1.6.2.1. Future ICE & G2E Conferences

The Board went in camera to discuss the above matters at 12:05 pm, concluding at 12:09 pm.

The Chair moved back to agenda item no. 9.1.1.5.

# **10. NEXT MEETING**

There being no further business, the meeting was adjourned at 1:36 pm.

The next meeting is scheduled for 26 and 27 July 2023.

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