

Board Remuneration Framework*

2.0 Directors' Compensation

The compensation arrangements are as follows:

- 2.1 Each Director shall receive an annual retainer of \$25,000.
- 2.2 The Chair of the Board shall receive an additional annual retainer of \$50,000.
- 2.3 The Chair of each of the Audit Committee, Human Resources and Governance Committee and Markets Committee shall receive an additional annual retainer of \$5,000.
- 2.4 A Director shall receive \$1,000 for attending each scheduled meeting of the Board or a Committee of the Board of which he or she is a member or a meeting of the Stakeholder Advisory Committee. Although not formally a member of the Committees of the Board, the Chair of the Board shall also receive \$1,000 for attending each scheduled meeting of a Committee of the Board.
- 2.5 For an unscheduled or special meeting of the Board or a Committee or for participating on a panel hearing an exemption application, a Director shall receive \$200 for each hour of the meeting or hearing (rounded up to the next full hour) up to a maximum of five hours.
- 2.6 From time to time, the Chair of the Board or the relevant Committee may request that a Director undertake additional duties or special projects on behalf of the Board or the Corporation such as sitting on a candidate search committee or meeting with IESO staff or external consultants on a specific project. A Director shall receive \$200 for each hour of his or of the additional duties or special project or for attending a meeting (rounded up to the next full hour).

**Excerpted from the Director Compensation and Expense Policy*

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