

PEGNL BOD Attributes:

Candidates for positions on the Board of Directors should have characteristics which will enable them to govern, and not manage, PEGNL. In order to determine if an individual has these personal attributes it is important to understand the three key components of the Board's job.

1. Understanding who are the "Owners" of the Board (on whose behalf the Board is acting), and creating/maintaining a connection or linkage with these Owners. PEGNL represents a diverse group of Owners, that is, the general public. Board members must be willing to actively seek to access and understand this diversity. They must be willing and able to look beyond the internal function of the Board and focus on what should be delivered to the Owners. It is only with this knowledge that the Board can successfully serve, and make decisions on behalf of, the Owners.

A Board position should solely be sought for the purpose of service towards the Owners and PEGNL, and not for personal status, title, connections or potential financial gain.

2. Outlining broad policies which will establish a future oriented direction for PEGNL, and developing procedures for assuring organizational performance. Policies are expressions of values. To be beneficial as a Board member, an individual must be able to clearly perceive which values will serve as a foundation for developing the policies that govern (or will govern) PEGNL. Board members should be able to conduct this business with a mindset of macro-management rather than micro-management. That is, "Big Picture Thinkers" who are able to think about where regulation of the professions should be heading, rather than how to get there. This broader understanding of PEGNL and the context within which it operates coupled with future oriented thinking is essential to sound policy development.
3. Monitoring the CEO and Board function to ensure that the policies created for PEGNL and Board governance are being followed, results are being achieved, and no unethical situations are occurring. This requires that Board members have a capacity

for critical thinking, be able to ask insightful (though sometimes difficult) questions, and be able to assess the value and implications of information and opinions. Potential Board members should be clear about what the Board function is, and be able to recognize the boundaries between Board and CEO function. That is, Board members should not expect to be involved in the day-to-day operations of PEGNL.

To actively participate as members of the Board of Directors of PEGNL, individuals with diverse perspectives are desirable to represent the diverse group of Owners. It is, however, important to realize that the Board must function as a whole and the individuals must be able to make decisions collectively. As such, it is equally important that those individuals seeking to become members of the Board of Directors:

- be team players
- be able to participate assertively in deliberation, while respecting the opinions of others
- exhibit a willingness and commitment to honour Board decisions once they are made
- show a commitment to make judgments in an open-minded manner
- be committed to the task of Board function and dedicate adequate time for preparation prior to meetings and other Board assigned work.