

## DIRECTOR DEVELOPMENT AND EDUCATION PLAN

The Director Development and Education Plan consists of two components: Director Orientation and Continuing Education.

### 1. Director Orientation

The orientation program for new Directors is intended to provide a comprehensive introduction to the Vancouver Airport Authority (the “Authority”), the airport (“YVR”), and the Authority’s governance rules and practices. The orientation sessions will be used as an opportunity to get to know new Directors’ areas of expertise, their interests, and areas where they would like additional focus during their introduction to the Authority and YVR. A checklist of potential focus areas will be provided to new Directors. Where possible, sessions will be tailored based on the individual Director’s experience. The program consists of:

- 1.1. Meeting with the Governance Committee Chair and Corporate Secretary: a session to review fiduciary duty and duties under the law, risk, conflict of interest, interaction with management and confidentiality.
- 1.2. Meeting with the Chair: an introductory session to get to know the Chair. Opportunity to discuss each Director’s interests with regard to Committee assignments.
- 1.3. Meeting with the President: an opportunity to get to know the President and discuss issues facing the Authority.
- 1.4. Meeting with the Vice President Human Resources: a session to review the executive compensation policy and program.
- 1.5. Aviation 101 Session: a half day session with Part 1 providing a primer on the Authority’s strategy and the aviation business, including a look at airports, airlines and government policy; and Part 2 consisting of an overview by each Authority Vice President on his or her department and current issues. The session will also include an overview of the Authority’s subsidiaries, including their activities and the oversight structure.
- 1.6. Administrative Session with the Corporate Secretary: includes an overview of

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the Board's Governance Rules and Practices Manual, a tutorial on the Board Portal, review of the Board calendar, and information on Directors' fees and expenses as well as other administrative issues.

- 1.7. Airport Tour: a comprehensive tour of the terminals, both pre and post-security, and airside conducted by the Vice President Airport Operations or other qualified employees.
- 1.8. Orientation Binder and Reference Guide: a self-study program on the Authority and the airport including: the location on our corporate website or a hard copy of material such as the most recent annual report, business plan, Master Plan summary, Strategic Plan and summary of the most recent economic impact study; a list of material available on the Board Portal; and other essential administrative information such as Board Portal log-in instructions, parking and fee administration.
- 1.9. Six month check-in: The Chair and the Corporate Secretary will check-in with new Directors once they have served approximately six months on the Board. They will ask the new Directors to review the checklist of potential focus areas, and arrange briefings with appropriate members of the Authority team as may be appropriate or requested.

## 2. Continuing Education

- 2.1. Continuing education is designed to expand Directors' knowledge of the aviation industry, government policy, business risk, competition, governance practices and particular industry segments, such as cargo or environmental management. The program consists of:
- 2.2. Presentations by Experts: At least three times a year not including the annual Board Strategic Retreat, an expert will be invited to make a presentation for Directors, and management if appropriate, on industry issues either at a Board meeting or other convenient setting. A question and answer session will form part of the program. These sessions also may be used to schedule a meeting with another board of directors, city council or other organization to discuss issues of mutual interest.

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- 2.3. Annual Board Tour: The Board of Directors will include a site visit and briefing on an area of airport operations in conjunction with a Board meeting, usually the June meeting. Note: In addition, Board Committees are encouraged to hold periodic tours to gain additional perspectives on issues covered by the Committee's Terms of Reference.
- 2.4. The Board Strategic Retreat: The Senior Vice President Strategy and CFO and the Corporate Secretariat will work with the Planning and Development Committee to develop agendas that result in productive sessions that provide an educational opportunity while also achieving clear and specific outcomes. External experts on relevant topics will be invited to participate.
- 2.5. Annual Educational Opportunities: the Corporate Secretariat will bring to the attention of Directors locally available educational opportunities related to governance, aviation, the economy, trade, tourism and government and community relations. Directors are also encouraged to identify relevant educational opportunities and, if appropriate, bring them to the attention of fellow Directors via the Governance Committee. Requests to attend seminars, courses or similar programs must be approved in advance by the Chair
- 2.6. Ad Hoc Board and Committee Presentations: The Corporate Secretariat will continue to arrange presentations or provide educational material to the Board or to a Board Committee on breaking issues that may impact the Airport Authority.
- 2.7. Rotation of Committee Leadership and Membership: The Board considers periodic rotation in committee leadership and membership to be an important part of Directors' education and development. As set out in Tab 2, Section 11 of the Governance Rules and Practices Manual, the rotation should recognize and balance the needs for new ideas, continuity and maintenance of functional expertise.