

DIRECTOR REMUNERATION AND EXPENSES

The Board is responsible for setting Director Compensation¹. Director remuneration falls in the following three categories:

- (a) annual retainer;
- (b) per meeting fee compensation for attending meetings and other work performed on behalf of the authority;
- (c) reimbursement for reasonable expenses incurred in connection with authorized work performed on behalf of the authority.

ANNUAL RETAINER

Directors receive the following annual retainers:

- (a) for the Board Chair, \$75,000;
- (b) for the Vice Chair, \$14,000;
- (c) for Director, \$12,000;
- (d) for the Audit, Human Resources, Sustainability, and Major Projects Committee Chairs, an additional \$5,000; for all other committee Chairs \$5,000.

The retainer is for such responsibilities as reviewing Board and Committee materials and includes meetings with executive regarding committee related issues.

MEETING FEE ENTITLEMENT

In addition to the annual retainer, all Directors are entitled to meeting fee compensation. Meeting per diem rate: \$1,250 (\$625 for meetings less than 2 hours)

- (a) Directors are entitled to per diems for attendance at duly constituted meetings of the board.
- (b) Directors are entitled to per diems for attendance at duly constituted meetings of committees of the Board.
- (c) Directors travelling to Prince Rupert to attend PRPA Board or Committee meetings are paid a minimum of (2) days for travel at the prevailing per diem rate

¹ s.30, Port Authorities Management Regulations

- (d) Directors travelling out of town to attend PRPA Board or Committee meetings are paid a minimum of (2) days for travel at the prevailing per diem rate.
- (e) Directors are entitled to per diems for travel associated with Authority business.
- (f) Directors are entitled to per diems when, at the request of the Board of Chair, a Director acts as a representative or delegate at a business meeting.

RETAINER AND MEETING FEE REVIEW

The Board, assisted by the Governance Committee, shall review Director retainers and meeting per diem rate bi-annually to ensure the level of compensation is appropriate.

EXPENSE ENTITLEMENT

Directors are entitled to reimbursement for:

- (a) Reasonable expenses incurred in the course of duties in the area where they are resident;
- (b) Reasonable living and travel expenses incurred while absent from ordinary place of resident in the course of duties

TRAVEL AND HOSPITALITY EXPENSES

Travel and hospitality expenses of Directors will be reimbursed in accordance with PRPA policies and procedures, and the National Joint Council Travel Directive, as adopted by PRPA, where applicable.