



Board Policy

NUMBER

B03-036

POLICY TITLE	BOARD APPROVAL	SLGA APPROVAL	EFFECTIVE DATE
Strategic Affairs Committee Mandate	September 16, 2024	October 22, 2024	30 Days after Final Approval

1. Preface

- 1.1 Properly structured and well-functioning committees facilitate the work of the Board. Committees have an advisory function to the Board.

2. Policy Objective

- 2.1 To ensure clarity of roles and responsibilities for the Strategic Affairs Committee.

3. Definitions

- 3.1 Independence – a Director is considered independent if he/she is independent of management and is free from any interest and any business or other relationship which could, or could reasonably be perceived to, materially interfere with the director’s ability to act with a view to the best interests of SIGA.
- 3.2 Director – For the purposes of this policy, all Directors are members of the Committee unless stated otherwise, all “Directors” mentioned in the Policy are considered independent as defined in 3.1.
- 3.3 Senior Executive Team – for the purpose of this policy shall mean the President/CEO’s direct reports.
- 3.4 Senior Management Team – for the purpose of this policy shall mean senior managers who report indirectly to the President/CEO, through a member of the Senior Executive Team.
- 3.5 Shareholder – includes holders of Class A shares in SIGA INC. who act on behalf of the 74 First Nations of Saskatchewan.
- 3.6 Stakeholder – for the purpose of this policy includes Saskatchewan First Nations, First Nations Trust, First Nations Addictions Research Foundation, customers, business partners, and other government regulatory agencies, vendors and the local community.
- 3.7 Standing Committee – a permanent committee.

4. Policy Statement

- 4.1 The Strategic Affairs Committee will ensure that there are sufficient processes in place to develop, maintain and monitor the strategic plan, provide advice on shareholder and stakeholder relations and review and provide advice on new business opportunities.



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5. Application

5.1 This policy applies to the Board of Directors.

6. Policy Requirements

6.1 Responsibilities: The Committee shall have the following specific functions, duties and responsibilities:

- a) Ensure sufficient processes are in place to develop, maintain and monitor the organizations' strategic plan.
- b) Review and assess strategic plan targets and business model changes on an annual basis.
- c) Review, assess and monitor strategic level risks in SIGA's environment and ensure the appropriate risk mitigation strategies are in place.
- d) Monitor and provide advice on key issues regarding shareholder matters and stakeholder relations and ensure stakeholder engagement mechanisms provide insights and remain effective.
- e) Review and recommend for approval to the board the authority's annual report.
- f) Review and provide recommendations on the Casino Operating Agreement and Framework Agreement.
- g) Review, assess and provide advice on new business opportunities.
- h) Review the Capital Investment Policy on an annual basis and recommend changes as required.
- i) Develop guidelines, measures and means of assessing intergovernmental and Member relations.
- j) Support SIGA's Board Chair in liaising with; the Federal of Saskatchewan Indian Nations (FSIN) Chief and the FSIN Gaming Commission on issues related to the Gaming Framework Agreement, First Nations Jurisdiction, and the Criminal Code of Canada.
- k) Advise the President-CEO Evaluation process, through review of the Corporate Scorecard, quarterly updates and year-end results.

6.2 Committee status: The Committee is a Standing Committee.

6.3 Meetings: The Committee shall meet at least two times per year.



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7. Monitoring

- 7.1 The Committee shall review annually the mandate of the Strategic Affairs Committee and, where appropriate, recommend revisions to the Board.
- 7.2 Conduct an annual evaluation of the Strategic Affairs Committee's performance relative to its mandate, and report the results in writing to the Board.

8. References

- 8.1 Policy No. B03-014, Board Committees.
- 8.2 Policy No. B03-015, Evaluations (Board, Chair & Committees).

9. Enquiries

- 9.1 All enquiries concerning this policy should be directed to the Board Chair, Chair of the Governance Committee or Chair of the Strategic Affairs Committee.