

# CERTIFICATION BOARD

The Certification Board (CB) is established to consult with and advise the President, CSA International / President, OnSpeX, regarding the strategies, business plans, and performance of CSA International and OnSpeX and to advise the Board of Directors on these matters.

The CB reports through its Chair to the CSA Group Board.

The primary role of the CB is to help support the development of strategies and policies for approval by the CSA Group Board. Its specific responsibilities are to:

- Review, help develop and take forward strategies in the field of certification, product performance and related services to the CSA Group Board. These strategies will include consideration of major operational policies of a competitive, leadership, and communication nature.
- Review proposed business plans, operating budgets and major capital expenditures, and make recommendations on such plans and budgets to the CSA Group Board.
- Monitor the progress of CSA International and OnSpeX to the implementation of strategies and business plans, reporting its conclusions to the CSA Group Board.

## COMPOSITION

- The CB shall consist of up to seven (7) members.
- The Chair and Members of the CB shall be appointed by the CSA Group Board every two (2) years, for a term of two (2) years. Such appointments will normally be made as soon as convenient after each Annual Meeting at which Directors have been elected to the CSA Group Board.
- A Chair or Member may also be appointed by the CSA Group Board during the term of a CB, in which case such appointment shall be for the remainder of the term of that CB.
- The Chair and members may be reappointed for additional terms.
- The Chair of the Board, CSA Group President & CEO, and the President, CSA International, shall be non-voting *ex-officio* members.
- For a meeting of the CB, a quorum shall consist of 50% of voting CB Members.

Approved by the CSA Board of Directors, March 30, 1994  
Name change made by the CSA Board, June 16, 1997  
Revised and approved by the CSA Board of Directors, March 22, 2007

