

DIRECTOR COMPENSATION MANDATE

The Director Compensation Mandate includes fees for certain directors for attendance at meetings of the Board. Other than the fees for certain directors, the Corporation does not have any arrangements, standard or otherwise, pursuant to which directors are compensated by the Corporation or its subsidiaries for their services in their capacity as directors, or for committee participation, involvement in special assignments or for services as consultants or experts. The directors are reimbursed for actual expenses reasonably incurred in connection with the performance of their duties as directors.