

MINUTES OF THE ONE HUNDRED AND THIRD MEETING OF THE BOARD OF DIRECTORS OF NALCOR ENERGY HELD IN THE BOARDROOM, SIXTH LEVEL, HYDRO PLACE, ST. JOHN'S, NEWFOUNDLAND AND LABRADOR ON FRIDAY, OCTOBER 28, 2016 AT 10:15 A.M.

Present: J. Green, Chair
D. Brewer, Member
H. Jacobs, Member
C. Loomis, Member
S. Marshall, Member

Present by Invitation: D. Sturge, Executive Vice-President
Finance and CFO
G. Bennett, Executive Vice-President
Power Development

Secretary: P. Hickman

1329. CONSTITUTION OF THE MEETING

Notice for the meeting was sent to all Directors on October 5, 2016. A quorum of Directors being present, the Chairperson declared the meeting duly called and validly constituted for the transaction of business.

1330. SAFETY MOMENT

Mr. Hickman provided a safety moment on parking lot safety.

1331. VERIFICATION OF MINUTES

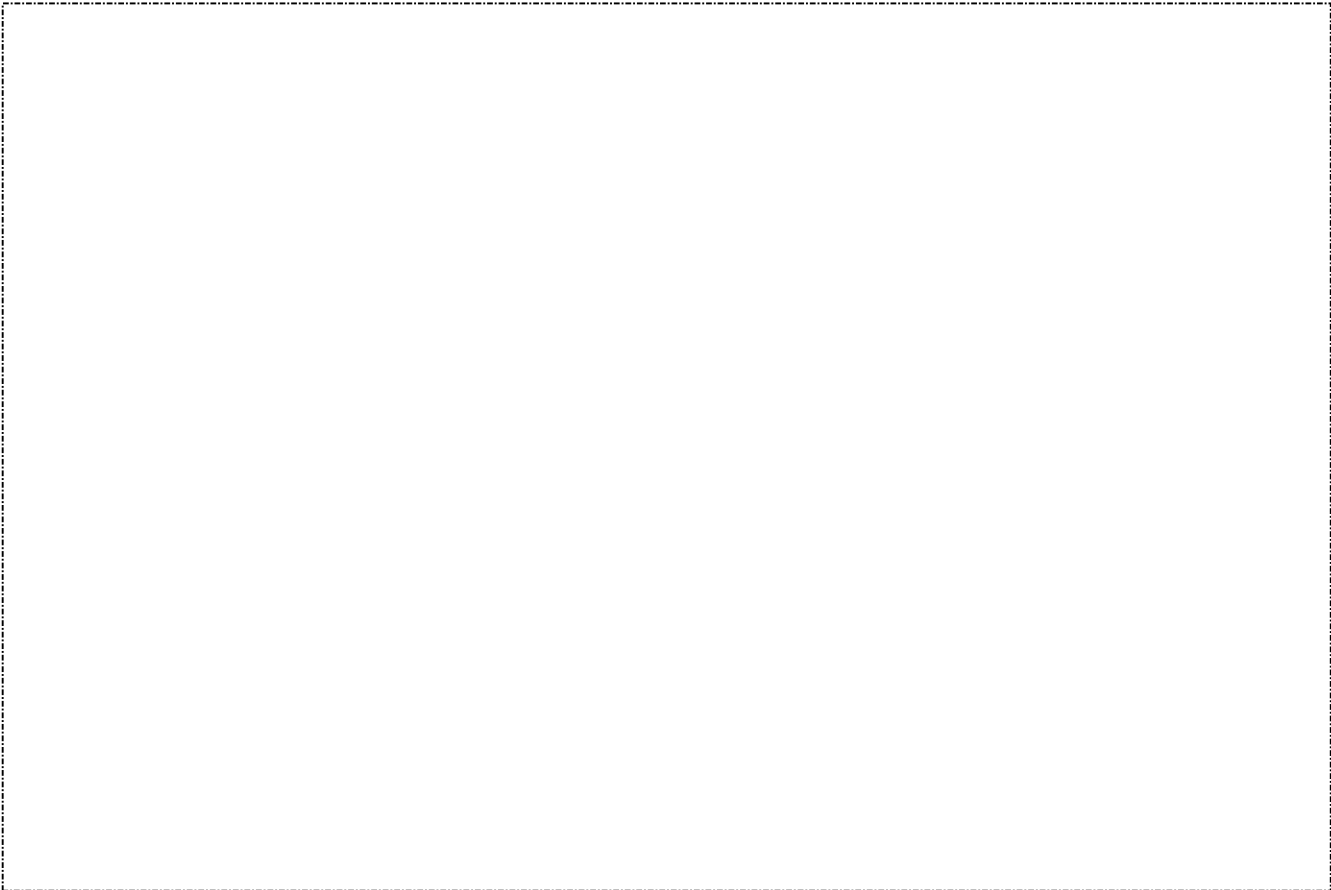
A copy of the minutes of the **One Hundredth and First** meeting of the Board of Directors of Nalcor Energy held on September 30, 2016, was included in the meeting papers circulated prior to the meeting.

On motion duly made by H. Jacobs, seconded by C. Loomis and unanimously carried, it was resolved:

THAT the minutes of the **ONE HUNDREDTH AND FIRST** meeting of the Board of Directors of Nalcor Energy held on September 30, 2016, which minutes are currently before this meeting, be and they are hereby verified as being correct; and

THAT the Chairperson be and is hereby authorized to verify the minutes by signing the Minute Book.

1332. APPROVAL OF HEBRON SUPPLEMENTAL FUNDS



**1333. APPOINTMENT OF DIRECTORS-LABRADOR
TRANSMISSION CORPORATION**

Mr. Hickman informed the Board that Mr. Paul Humphries had retired in July of 2016. As a result, he is no longer a member of the Labrador Transmission Corporation. It is necessary to replace Mr. Humphries and it is the recommendation of Management that Mr. John MacIsaac be appointed to that Board.

On motion duly made by D. Brewer, seconded by H. Jacobs and unanimously carried, it was resolved:

WHEREAS

Paul Humphries has resigned as a Director of Labrador Transmission Corporation ("LTC");

BE IT RESOLVED

THAT Nalcor Energy is hereby authorized to execute a written resolution of the Shareholder of LTC with respect to the election of John MacIsaac as a Director of LTC to hold office until the next annual meeting or until his successor is duly elected or appointed.

1334. MUSKRAT FALLS PROJECT – METHYL MERCURY

A presentation was provided to the Board members prior to the meeting relating to methyl mercury and the Muskrat Falls Project. Mr. Bennett explained that the presentation was provided to media at a technical briefing which was held on October 19, 2016.

Mr. Bennett stated that as the protests had ceased at the Muskrat Falls site, the focus of work at site will be to continue with construction at the Coffey Dam, so that the flooding that needs to take place for the winter months can be commenced as soon as possible. He stated that flooding should start in early November and be completed by the end of that month. He noted, however, that this flooding will not commence until Government directs Nalcor to proceed, after consultation with Aboriginal groups.

Work is also continuing on finalizing the work related to the spillway gates and that work should be completed within the next several days. Astaldi's focus is now on preparing the site for the winter months. Mr. Bennett also noted that the North Spur work is almost complete.

Mr. Bennett then reviewed the presentation on methyl mercury. Mr. Bennett reviewed the environmental monitoring program relating to methyl mercury that will be undertaken. He stated that this will be carried out for 30 to 40 years after completion of the construction of the project. He then reviewed the table included in the presentation showing existing levels of mercury in residents in the area of Muskrat Falls that were tested.

Mr. Bennett informed the Board that it is expected that levels of mercury in fish in the reservoir and downstream of the plant will increase by 2.5 to 4 times the present levels. This is according to studies carried out on behalf of Nalcor. He stated that the levels of methyl mercury in the waters will be well within drinking water standards. He stated that it is Nalcor's belief that the levels of methyl mercury in marine life resulting from the flooding of Muskrat Falls Reservoir will cause no harmful health effects to humans. He stated that in the past any health effects to humans experienced as a result of increased levels of methyl mercury were the results of industrial events, as opposed to flooding of reservoirs associated with hydro electrical projects.

Messrs. Marshall, Bennett, Sturge and Hickman, as well as Ms. Brewer left the meeting at this time.

1335.

IN CAMERA SESSION

The remaining members of the Board held an in camera session.

1336.

TERMINATION

There being no further business, the meeting was terminated.


Secretary

Verified at a meeting held on

November 25, 2016


Chairperson