## **Board Oversight of Sustainability Issues**

### **Board of Directors**

#### **Key Sustainability Issues:**

- Monitors compliance with conduct and ethics policies
- Develops approach to corporate governance
- Oversees the strategic planning process
- Oversees risk management and internal controls

The Board delegates to its Committees and to management via Committee Charters and Oversight Guidelines.

### **Board Committees**

#### **Audit Committee**

### Key Sustainability Issues:

- Conflicts of interest and ethics (Code of Conduct, Corruption and Whistleblowing)
- Internal control policies
- Legal and regulatory compliance

# Governance and Nominating Committee

### Key Sustainability Issues:

- Corporate Governance (principles and guidelines)
- Director Independence
- Director Suitability (identifying and recommending candidates)

### Human Resources Committee

### Key Sustainability Issues:

- Executive Compensation
- Talent Management
- Retention strategies and succession planning

# Risk Review Committee

### Key Sustainability Issues:

- Identification and management of risk
- Enterprise Risk
  Management framework
- Risk Profile\*

\*includes environmental impacts as they relate to credit risk

Go to <a href="www.bmo.com/corporate\_governance">www.bmo.com/corporate\_governance</a> for further information on BMO's Governance Structure.

