

## **Chair of the Board**

### **Position Description**

#### **1. Summary**

The Chair is responsible for the overall leadership and management of the board of directors. The Chair is a non-executive position and is at all times independent of management. The Chair is elected and has his/her performance evaluated by the Board of Directors.

#### **2. Key Responsibilities**

- Provide leadership to enhance board effectiveness
- Manage the activities of the board and ensure coordination among committees of the board
- Ensure that the respective roles of the board and management are well delineated
- Act as a liaison between the board and management
- Ensure that the board has the information it needs for it to be effective
- Ensure that the board monitors the achievement of the aims, strategy and policies of the company
- Represent the company, on particular matters identified by the board or management, with stakeholders
- Lead by example and set a high standard of integrity

#### **3. Time Commitment**

The Chair is expected to spend between 40 and 60 days per year on his/her duties. This would include an estimated 1 day of preparation, 1 day of participation and 1 day of follow-up for each of the 6 regularly scheduled board meetings, totaling 18 days, a further 1 to 2 days per month liaising with management and directors, totaling 18 days per year, and up to 20 days per year on additional matters as circumstances warrant.

#### **4. Compensation**

Compensation for the Chair is to be established by the Board on recommendation from the Human Resources Committee.