

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.