



## **POSITION DESCRIPTION FOR THE PRESIDENT AND CHIEF EXECUTIVE OFFICER<sup>1</sup>**

### **1) Basic Function**

The President and C.E.O. is responsible for developing the Corporation's strategic plan, managing the day-to-day business and affairs of the Corporation within the boundaries established by the Board, and reporting on the business and affairs of the Corporation to the Board on a timely and regular basis.

### **2) Responsibilities**

The President and C.E.O. shall:

- a) develop and present the Corporation's strategic plan to the Board for approval;
- b) regularly report to the Board on the Corporation's execution of the approved strategy;
- c) recommend officer appointments and changes to the Human Resources and Compensation Committee;
- d) manage the day-to-day business and affairs of the Corporation within the boundaries established by the Board and regularly report to the Board all significant facts and changes concerning the Corporation's business and affairs;
- e) implement all Board decisions in accordance with the terms thereof and regularly update the Board on the status of the implementation of those decisions;
- f) develop and maintain a process to identify, assess, monitor and manage the Corporation's operational, strategic and compliance risks, and report the Corporation's principal risks to the Board together with the actions being taken by the Corporation's officers (collectively, "Management") to monitor and manage such principal risks;
- g) develop and maintain controls designed to provide reasonable assurance that the Corporation's Code of Business Conduct and Ethics and all material legal and other obligations are complied with;
- h) develop and maintain a communications policy governing the disclosure of confidential information concerning the Corporation's business and affairs to internal and external parties;
- i) develop and recommend a compensation philosophy and associated compensation and benefit programs to the Human Resources and Compensation Committee and, following approval by the Board, implement the approved philosophy and associated compensation and benefit programs;
- j) develop and recommend succession plans for all Management positions to the Human Resources and Compensation Committee;
- k) report his or her assessment of the performance of all members of Management who report directly to him or her to the Human Resources and Compensation Committee;
- l) communicate regularly with the Board Chair and Directors to ensure that they are provided in a timely manner with all information and access to Management necessary to permit the Board and the Committees to fulfill their duties; and
- m) perform such other functions as the Board may reasonably specify from time to time.

*Effective January 1, 2017*

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<sup>1</sup> All capitalized terms used in this document have the meanings given to them in the Board of Directors' Mandate, as approved and amended by the Board from time to time.  
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