



Chair of the Human Resources Committee

Summary

The Chair will provide leadership to the Human Resources Committee in discharging its mandate in an effective manner.

Major Duties and Responsibilities

- Promotes a thorough understanding by the members of the Human Resources Committee and management the duties and responsibilities of the committee
- Acts as liaison between the Human Resources Committee and each of the Company's management, the Board and external advisors (if any) and promotes open and constructive discussion between members of the committee and each of these parties
- Organizes the agenda for, frequency of, preparation for, and the conduct of, Human Resources Committee meetings
- Chairs Human Resources Committee meetings
- Fosters an atmosphere at Human Resources Committee meetings conducive to open discussion and debate
- Manages the quality, quantity and timeliness of the information that goes to the Board of Directors with respect to the Human Resources Committee and related matters
- Encourages independent directors to participate in Human Resources Committee discussion
- Promotes the proper flow of information to the members of the Human Resources Committee to keep the members apprised of all matters which are material to the Human Resources Committee at all times
- The Chair will perform such other functions as may be ancillary to his/her duties or responsibilities to fulfill the mandate of the Human Resources Committee or as may be delegated by the Board of Directors