



## Chair of the Risk and Capital Committee

### Summary

The Chair will provide leadership to the Risk and Capital Committee in discharging its mandate in an effective manner.

### Major Duties and Responsibilities

- Promotes a thorough understanding by the members of the Risk and Capital Committee and management the duties and responsibilities of the committee.
- Acts as liaison between the Risk and Capital 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, Risk and Capital meetings.
- Chairs Risk and Capital Committee meetings.
- Fosters an atmosphere at Risk and Capital 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 Risk and Capital Committee and related matters.
- Encourages independent directors to participate in Risk and Capital Committee discussion.
- Promotes the proper flow of information to the members of the Risk and Capital Committee to keep the members apprised of all matters which are material to the Risk and Capital 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 Risk and Capital Committee or as may be delegated by the Board of Directors.