



## **EXECUTIVE CHAIRMAN POSITION DESCRIPTION**

### **The Role of the AGF Executive Chairman**

The role of the AGF Executive Chairman of the Board is the management, development and effective performance of the Board, and for providing leadership to the Directors in carrying out their collective responsibilities to supervise the management of the business and affairs of the Corporation, including the selection and appointment of the Chief Executive Officer. The AGF Executive Chairman is also responsible to provide guidance and oversight to the Chief Executive Officer in setting the mission, vision, and strategic direction of the Corporation, and to provide management oversight on strategic initiatives and key stakeholder relationships. The AGF Executive Chairman will be actively involved in business development and strategic growth opportunities.

### **The Responsibilities of the AGF Executive Chairman – Position Description**

The AGF Executive Chairman of the Board is responsible for the management, development and effective performance of the Board, and for providing leadership to the Directors in carrying out their collective responsibilities to supervise the management of the business and affairs of the Corporation. The Executive Chairman at AGF also maintains an active interest in the effective day-to-day management of the Corporation, working closely with the Chief Executive Officer & Chief Investment Officer (CEO & CIO). Specific responsibilities of the AGF Executive Chairman include:

#### **1. Board Management & Effectiveness**

- Lead the Board in ensuring the Directors and its Committees assume their duties and responsibilities for the stewardship of the Corporation and are able to function independently from Management.
- Ensure the responsibilities of the Board are well understood by both the Board and Management and the boundaries are clearly understood and respected.
- Assume principal responsibility for the operation and functioning of the Board, including acting as Chair at meetings and, in consultation with the CEO&CIO, setting Board meetings and agendas with a view to the Corporation's strategic priorities.
- Ensure and monitor the proper and timely flow of information to the Board in advance of meetings, during, and post Board meetings.
- Coordinate the responsibilities of each Board Committee to ensure they are working effectively together and that the delegated Committee functions are carried out and reported to the Board.
- Lead the discussion and provide guidance to the Nominating and Corporate Governance Committee with respect to (i) the composition and structure of the Board, and (ii) candidates for Board and Committee membership,
- Work closely with the CEO & CIO and the Chair of the Nominating and Governance Committee to further the creation of a healthy corporate governance culture within the Corporation.

- Lead the discussion and provide guidance to the Compensation Committee on the identification and approval of CEO & CIO goals, objectives and annual compensation awards.
- Guide the Board in establishing consensus on important issues and decisions while allowing a full and open debate.
- Ensure that the Board is provided with the necessary resources, training and development with respect to the Corporation's business to enable each Director to fulfill his or her duties to the Corporation.
- Act as liaison between the CEO & CIO, Management, and the Board as required.

## **2. Relationship with the Chief Executive Officer (CEO) and Chief Investment Officer (CIO)**

- Advise the CEO & CIO on the effective interface with the Board, Shareholders, Stakeholders and the Public,
- Partner with the CEO & CIO to confirm the corporate mission, vision and values/principles of the Corporation,
- Partner with the CEO & CIO to establish short and long term growth strategies for the Corporation,
- Review the annual development of CEO & CIO's annual Performance Goals & Objectives for submission and approval by the Board,
- Provide advice, counsel and approval on strategic organizational changes proposed by the CEO & CIO in conjunction with sound succession planning practices.

## **3. Corporate Development, Strategic Account Management, and Community Relations**

- Partner with the CEO & CIO and Management in the identification and evaluation of new business opportunities, including acquisitions, expansions into new global markets, and alternate growth strategies,
- Partner with the CEO & CIO and Management in maintaining strong company relationships with existing key accounts and stakeholder to ensure retention and identification of new business opportunities,
- Take a lead in the Corporation's philanthropic and social responsibility activities, promoting a culture of community support and sponsorship.
- Consider and approve the assumption of directorships in other for profit companies by employees of the Corporation,
- Support the Corporation's Environmental, Social and Governance (ESG) strategy, including Diversity, Equity & Inclusion initiatives

## **4. Subsidiary Oversight**

- Maintain current Chairman and/or Director responsibilities for AGF subsidiary/joint venture Boards, ensuring Subsidiaries/joint ventures are operating within established governance guidelines and frameworks.