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# HOME CAPITAL GROUP INC.

## CHAIR OF A BOARD COMMITTEE

### POSITION DESCRIPTION

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#### **ROLE**

The primary function of a Board Committee Chair is to provide effective leadership of the Board Committee for which he or she is appointed chair, facilitate the operations and deliberations of that Committee and oversee the satisfaction of that Committee's functions and responsibilities under that Committee's Charter.

#### **APPOINTMENT**

The Board shall annually appoint from among its members the Chair of each Committee of the Board (the "Committee Chair"). The Committee Chair shall satisfy the independence requirements established by the Board and any additional independence standards required for a Board Committee under applicable law.

#### **ACCOUNTABILITIES AND RESPONSIBILITIES**

The Chair shall have the accountabilities and responsibilities set out below as well as any other matters that are specifically delegated to the Chair by the Board. The Chair shall perform the duties required of a Board committee chair by the Corporation's governing legislation, binding requirements of the stock exchange on which the securities of the Corporation are listed and all other applicable laws.

##### **Committee Management**

- The Chair shall chair meetings of the Board Committee for which he or she is appointed as chair.
- The Chair shall work with the Chair of the Board, the Chief Executive Officer and the Corporate Secretary to schedule meetings of the Board Committee for which he or she is appointed as Chair and shall set the agenda for each Committee meeting.
- The Chair shall ensure that each Committee meeting agenda includes reviews of appropriate operating and strategic issues, and any other matters requiring

approval of, or consideration by, the Committee under the Committee's Charter and allot sufficient time for the Committee to complete these matters.

- The Chair shall coordinate compliance by the Board Committee for which he or she is appointed as chair with the Committee's Charter and work with management to develop the Committee's annual work plan.
- The Chair may meet with the Chief Executive Officer to provide feedback and advice on behalf of the Board Committee for which he or she is appointed as chair regarding concerns or comments of the Committee, shareholders or other stakeholders.

#### **Report to the Board**

- The Chair shall report to the Board on material matters addressed by the Board Committee for which he or she is appointed as chair and shall make available to the Board the presentations considered by the Committee and the minutes of the Committee meeting.

This Position Description was approved by the Board on February 13, 2006.

This Position Description was approved by the Board on February 13, 2007.

This Position Description was reviewed by the Board on February 11, 2008.

This Position Description was reviewed by the Board on February 12, 2009.

This Position Description was reviewed by the Board on February 9, 2010.