

---

# HOME CAPITAL GROUP INC. VICE CHAIR OF THE BOARD OF DIRECTORS POSITION DESCRIPTION

---

## **ROLE**

The Vice Chair works collaboratively with the Chair of the Board and supports the Chair of the Board in fulfilling his/her responsibilities.

## **APPOINTMENT**

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

## **ACCOUNTABILITIES AND RESPONSIBILITIES**

- The Vice Chair shall have the powers and responsibilities and is expected to perform all the duties of the Chair during the absence or disability of the Chair, and shall perform such other duties, if any, as may be from time to time assigned to the Vice Chair by the Chair of the Board or by the Board of Directors.
- The Vice Chair shall report to the Board on material matters arising in undertaking his or her functions and responsibilities under this Position Description and, if necessary, shall make recommendations to the Board for the Board's approval on these matters.

Approved by the Board, February 12, 2009.

Reviewed by the Board, February 9, 2010.