

Position Description: Board Vice-Chair

Approved: September 25, 2025

Reviewed: September 17, 2025

1.1 GENERAL

The Vice-Chair (the “**Vice-Chair**”) of the Board of Directors (the “**Board**”) shall preside over Board meetings in the absence of the Board Chair (the “**Board Chair**”). In the event of an inability of the Board Chair to fulfill the role, the Vice-Chair shall be called upon to replace the Board Chair until such time that the Board elects a new Board Chair.

1.2 DUTIES AND RESPONSIBILITIES

1.2.1 Leadership

When acting as the Board Chair, the Vice-Chair shall act in accordance with the Position Description: Board Chair.

1.2.2 Board Operations

The Vice-Chair serves as a table officer of Central 1.

1.3 ACCOUNTABILITY

The Vice-Chair shall be independent of management and accountable to the Board. The Vice-Chair has no independent authority to act, unless the Board delegates such power to the Vice-Chair.