

ALLIED

Role and Mandate of the Executive Chair

May 2023

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The Executive Chair is specifically charged with the responsibility for leading the ongoing development, refinement and pursuit of Allied's vision, mission and culture in collaboration with the CEO and the Trustees. The Executive Chair, in collaboration with the Lead Trustee, provides leadership to the Board and facilitates its effective operation in carrying out its mandate. The roles and responsibilities of the Executive Chair include, among other things:

- (a) in collaboration with the Lead Trustee, providing overall leadership to foster the effectiveness of the Board;
- (b) providing advice, counsel and mentorship to the CEO and the Trustees;
- (c) developing, together with the CEO and the Trustees, Allied's strategic direction and monitoring same;
- (d) with the CEO, ensuring that the Trustees are kept appropriately informed of the overall business operations of Allied and the major issues and risks facing Allied;
- (e) with the CEO, having ultimate accountability for the development and execution of the strategy and policies of Allied and communication to the Trustees, employees and Unitholders of Allied;
- (f) with the CEO, representing Allied to its major Unitholders, investment and financial communities, governments, users and the public;
- (g) chairing all meetings of the Board and Unitholders;
- (h) ensuring that the independent Trustees meet in the absence of the non-independent Trustees at each Board meeting under the guidance of the Lead Trustee;
- (i) assessing and reporting to the Board on the performance of the CEO;
- (j) ensuring that an adequate process is in place to assess the effectiveness of the Board as a whole, the Board's committees and individual Trustees;
- (k) with the Governance, Compensation and Nomination Committee, ensuring that succession planning for the Board is carried out; and
- (l) with the CEO, leading Allied's philanthropic and social responsibility initiatives and promoting a culture of community support and sponsorship.