



Position Description
Chief Executive Officer



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Table of Contents

1	Currency of the Document	4
2	Chief Executive Officer	5
2.1	Position Summary	5
2.2	Duties and Responsibilities	5
2.3	Business Management and Strategy	5
2.4	Corporate Governance and Disclosure.....	6

1 Currency of the Document

This mandate was reviewed and approved by the Board of Directors on February 26, 2019.

2 Chief Executive Officer

2.1 Position Summary

The Chief Executive Officer (“CEO”) of Pason Systems Inc. (“Pason”) is responsible for providing strategic leadership of Pason by working with the Board of Directors (the “Board”) and the executive management team to establish, implement and oversee the long-range goals, strategies, plans and policies of Pason.

2.2 Duties and Responsibilities

- Provide leadership to ensure that the culture, ethical values and core guiding principles of Pason are put into practice.
- Report to the Board on a regular basis and work closely with the Chair of the Board.
- Lead the executive management team to be effective developers of solutions to business challenges consistent with Pason’s culture, thereby establishing credibility throughout Pason, with the Board and with the public.
- Responsible for removing barriers and supporting management enabling Pason to achieve sales, profitability, cash flow and business goals.
- Motivate and lead a high-performance management team.
- Provide mentoring as a cornerstone to the maintenance and implementation of Pason’s culture.
- Support the recruitment, selection, individual development, monitoring and retention of the executive management team and other senior management personnel to ensure Pason maintains a strong succession plan.
- Represent Pason and its values with customers, vendors, shareholders, government and regulatory bodies, other stakeholders and the public generally.

2.3 Business Management and Strategy

- In conjunction with the Board, spearhead the development, communication and implementation of effective overall business strategies and processes.
- Collaborate with the executive management team to develop and implement plans for the operational infrastructure of systems, processes and personnel designed to accommodate the strategic growth objectives of Pason.
- Assist, as required, in raising additional capital at appropriate valuations to enable Pason to meet sales, growth and market share objectives.
- Direct the development, strategy and implementation of major mergers, acquisitions and divestitures.
- Foster a success-oriented, accountable environment within Pason.

2.4 Corporate Governance and Disclosure

- Oversee the development, implementation and compliance with key corporate policies, including policies regarding corporate governance, risk management and financial reporting as well as compliance with applicable legal and regulatory requirements.
- Assist the Corporate Governance Committee and the Chief Financial Officer to ensure appropriate and timely disclosure of material information.
- Together, with the Chief Financial Officer, establish and maintain Pason's: (i) disclosure controls and procedures; (ii) internal controls over financial reporting; and (iii) processes for certification of the public disclosure documents.