

## **TERMS OF REFERENCE PRESIDENT AND CHIEF EXECUTIVE OFFICER**

### **Introduction**

The President and Chief Executive Officer (President & CEO) is the senior management officer of BC Hydro.

The President & CEO may or may not be a member of the Board of Directors. When the President & CEO has not been appointed to the Board by Government, it will be Board policy that the President & CEO can expect to receive the same information as any other Director, except that information relating to the President & CEO's performance, as appropriate.

### **President & CEO's Duties and Responsibilities**

- Lead and manage BC Hydro within the parameters established by the Board and its Committees.
- Report to the Board.
- Develop and recommend the strategic business plan to the Board and successfully implement corresponding corporate operational plans, capital plans and other supporting initiatives.
- Ensure the Corporation's public policy responsibilities that have been assigned by the Government have been incorporated into the strategic business plan (aka Service Plan).
- Identify and report to the Board principal risks of the business and ensure the implementation of systems to manage these risks.
- Develop and recommend to the Board the overall corporate organizational structure.
- Seek Board approval for expenditures, revenue measures, leases or other actions or transactions falling outside the plans approved by the Board.
- Direct and monitor the Corporation's activities in a manner that ensures the assets of BC Hydro are safeguarded and optimized.
- Develop and implement operational policies to guide BC Hydro within the limits prescribed by the framework of the strategic directions adopted by the Board.
- Ensure BC Hydro builds strong, sustainable relationships with Indigenous communities which are grounded in mutual trust and respect, and the principles of reconciliation.
- Ensure the integrity of BC Hydro's internal control and management systems.
- Ensure the safe efficient operation of BC Hydro and ensure compliance with BC Hydro's Corporate Policies, as they may be amended from time to time by the Board.
- Ensure BC Hydro achieves and maintains a satisfactory competitive position within its industry and a high standard for its products and services.
- Continue to build BC Hydro's reputation as a leader in the fields of innovation and diversity.
- Prior to appointing Vice-Presidents, review their appointment with the Chair and the Chair of the Governance and Human Resources Committee of the Board.
- Annually establish and maintain a Board reviewed plan for senior management development and succession.
- Provide the Board, with exposure to the Corporation's key management at Board and Committee meetings.

- Together with the Chair, act as a primary spokesperson for BC Hydro and oversee the Corporation's interfaces with Government and other stakeholders including:
  - developing and implementing a communications program; and
  - representing the Corporation in its interface with Government, regulatory bodies and other stakeholders.
- Collaborate closely and rigorously exchange information with the Chair:
  - to maintain a close liaison regarding communication strategies with Government and other stakeholders; and
  - to review material issues and to ensure the Chair and other Directors are provided with relevant and timely information.
- Foster a corporate culture that promotes ethical practices and encourages individual integrity and social responsibility.
- When considering any significant non-BC Hydro public service commitments and/or accepting outside Board appointments, seek Board approval and ensure appointments are in accordance with applicable Government policies.