

**STELLA-JONES INC.**  
**CHIEF EXECUTIVE OFFICER**  
**POSITION DESCRIPTION**

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The Chief Executive Officer (“CEO”) is accountable to the Board of Directors (“Board”) for the effective overall management of Stella-Jones Inc. and its subsidiaries (the “Corporation”) and for conformity with policies agreed upon by the Board.

The CEO shall have full responsibility for the day-to-day operations of the Corporation’s business in accordance with its strategic plan, current year operating and capital expenditure budgets as approved by the Board.

The approval of the Board (or appropriate Committee) shall be required for all significant decisions outside of the ordinary course of the Corporation’s business, including major financings, acquisitions, dispositions, budgets and capital expenditures.

The primary accountabilities of the CEO are:

1. Developing a long-term strategy and vision for the Corporation that leads to the creation of shareholder value.
2. Developing an annual operating plan and financial budget that support the Corporation’s long-term business plan and strategies.
3. Strategy and implementation for major mergers, acquisitions and divestitures.
4. Ensuring that the day-to-day business affairs of the Corporation are appropriately managed by developing and implementing processes that will ensure the achievement of the Corporation’s financial and operating goals and objectives.
5. Taking steps to build an effective management team below the level of the CEO, effectively lead, motivate and support the management team and oversee the Corporation’s active plan for management’s development and succession.
6. Serving as the chief spokesperson for the Corporation.
7. Interfacing with shareholders, investors, banking institutions and other lenders.
8. Keeping the Board informed in a timely and candid manner of the progress of the Corporation towards the achievement of its established goals as well as events affecting its business, including opportunities in the marketplace and adverse or positive developments.
9. Evaluating the performance of the other officers of the Corporation and senior employees and making recommendations with respect to their compensation.
10. Overseeing the implementation of environmental protection policies and the requisite systems for compliance therewith.
11. Ensuring that risk management systems and internal control procedures are in place.
12. Leading an organization-wide course of conduct that promotes the incorporation of corporate social responsibility into both strategic and daily decision making.

13. Fostering a corporate culture that promotes ethical practices and encourages inclusion, individual integrity, and produces a work climate that is conducive to attracting, retaining and motivating top-quality employees at all levels.
14. Foster relationships with major customers and suppliers.

Reviewed and approved by the Board of Directors on December 9, 2020.