

TERMS OF REFERENCE: PRESIDENT & CHIEF EXECUTIVE OFFICER

I. INTRODUCTION

- A.** The President and Chief Executive Officer (the “**CEO**”) is appointed by, and reports to, the British Columbia Lottery Corporation (“**BCLC**”) Board of Directors (the “**Board**”) and maintains open communication with the Board and the Board Chair.
- B.** The CEO is responsible for:
- i. leading and managing the operations of BCLC on a day-to-day basis in accordance with the parameters established by the Board;
 - ii. providing overall leadership and vision in developing the strategy and plans necessary to realize objectives; and
 - iii. ensuring strategic and annual plans are effectively implemented, the results are monitored and reported to the Board and financial and operational objectives are attained.

II. DUTIES AND RESPONSIBILITIES

A. Leadership

The CEO has the responsibility to:

- i. lead and manage BCLC within the strategies, plans, policies and other parameters established by the Board;
- ii. foster a corporate culture that promotes ethical practices and encourages individual integrity and social responsibility;
- iii. ensure all operations and activities of BCLC are conducted in accordance with laws and regulations, and BCLC’s policies and practices, including its Board approved Standards of Ethical Business Conduct; and
- iv. ensure that all reporting requirements to Government are met in a timely and appropriate manner.

B. Corporate Strategy, Planning and Reporting

The CEO has the responsibility to:

- i. develop for Board approval strategic and service plans consistent with BCLC’s mission, vision and values and Government’s Mandate Letter; this includes updating and making changes as required, and involving the Board in the early stages of developing strategy;
- ii. develop for Board approval and successfully implement the corresponding annual business plan, operating and capital budgets; review and report regularly to the Board on the overall progress and results against operating and financial objectives and initiate courses of action for improvement;

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- iii. develop for Board approval ongoing financial forecasts and projections; and
- iv. keep the Board fully informed of all significant operational, financial and other matters relevant to BCLC, including external items emanating from the Government of British Columbia ("**Government**") and stakeholders.

C. Policies and Controls

The CEO has the responsibility to:

- i. ensure employees' responsibilities and authorities are clearly established;
- ii. develop and implement policies to guide BCLC within the limits prescribed by the Board;
- iii. establish effective control and co-ordination mechanisms for all operations and activities; and
- iv. ensure the integrity of the internal control and management systems.

D. Risk Management

The CEO has the responsibility to:

- i. set an appropriate tone for sound risk intelligence;
- ii. ensure BCLC establishes and implements an effective enterprise risk management program for the identification, assessment and management of strategic and operational risks; and
- iii. oversee BCLC's risk profile, including its ongoing and potential exposure to risks.

E. Human Resources

The CEO has the responsibility to:

- i. develop and maintain a sound, effective organization structure and obtain Board approval for any significant changes to the structure of the Vice Presidents reporting to the CEO ("**Executive Management**"), including appointments of officers;
- ii. develop, maintain and annually review with the Human Resources and Compensation Committee a plan for development and succession of Executive Management;
- iii. annually review with the Human Resources and Compensation Committee the results of Executive Management performance evaluations;
- iv. develop for Board approval BCLC's compensation philosophy and principles;

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- v. annually review with the Human Resources and Compensation Committee the compensation of Executive Management; and
- vi. provide the Board, at Board and Board Committee meetings, with exposure to BCLC's key management.

F. External Relations

The CEO has the responsibility to:

- i. ensure BCLC's communication and relationships with Government, other stakeholders and the public is timely, effective and appropriate;
- ii. act as the spokesperson for BCLC in accordance with the Communications Policy set out in Tab 19; and
- iii. obtain Board approval prior to acceptance of significant outside commitments, including acting as a director or trustee of for-profit and not-for-profit organizations.