

Director Qualifications

Qualifications for consideration as a board nominee may vary according to the particular areas of expertise being sought as a complement to the existing board composition. However, qualifications considered include:

- high level leadership experience in business activities;
- a personal and professional reputation consistent with the image and reputation of the Company;
- breadth of knowledge about issues affecting the Company;
- experience on other boards of directors, preferably public company boards;
- time available for meetings and consultation on Company matters;
- academic or professional expertise;
- diversity of background and experience, including with respect to age, gender and race;
- the independence of the member; and
- other criteria deemed relevant by the Board.

The Nominating & Governance Committee routinely seeks a diverse group of candidates who possess the background, skills and expertise to make a significant contribution to the Board, to the Company and its shareholders. The Committee evaluates potential nominees, whether proposed by shareholders or otherwise, by reviewing their qualifications, reviewing results of personal and reference interviews and reviewing such other information as may be deemed relevant.
