



Board Committees & Responsibilities

January 2023

The AIMCo Board of Directors has established five standing committees, which assist the Board in discharging its responsibilities. At every meeting of the Board of Directors, the Board and all Committees have in-camera sessions, without management attending.

AUDIT COMMITTEE

- Tom Woods (*Chair*)
- Phyllis Clark
- Lorraine Mitchelmore
- Theresa Whitmarsh
- Mark Wiseman*

Responsible for: Financial reporting processes, development and implementation of internal audit and financial control policies, and compliance with said policies and applicable laws and regulations.

ENTERPRISE RISK COMMITTEE

- Sharon Sallows (*Chair*)
- Phyllis Clark
- Bob Dhillon
- Ken Kroner**
- Mark Wiseman*

Responsible for: Assisting the AIMCo Board of Directors in fulfilling its obligations to oversee risk management and risk governance. The Committee is responsible for overseeing all elements of risk management and governance that are not retained for the direct oversight of the Board or delegated to another committee of the Board and is responsible for overseeing the management of AIMCo's enterprise risk exposure in an integrated manner.

GOVERNANCE COMMITTEE

- Theresa Whitmarsh (*Chair*)
- Lorraine Mitchelmore
- Roger Renaud
- Mark Wiseman*
- Tom Woods

Responsible for: Policies, processes and procedures that comprise AIMCo's corporate governance framework, including overseeing terms of reference for the Board of Directors and each Board Committee, Board recruitment, conducting Board evaluations, and generally ensuring the principled and effective operation of the Board of Directors.

HUMAN RESOURCES AND COMPENSATION COMMITTEE

- Roger Renaud (*Chair*)
- Bob Dhillon
- Jim Keohane
- Ken Kroner
- Sharon Sallows
- Mark Wiseman*

Responsible for: Human resources strategy, philosophy and policies of the Corporation in alignment with corporate objectives, organizational structure, management development and succession, and compensation practices with the support of an external consultant.

INVESTMENT COMMITTEE

- Ken Kroner (*Chair*)
- Committee of the Whole

Responsible for: Investment activities, risk management and operations of AIMCo and voting on specific investment-related matters.

**As Chair of the Board of Directors, Mark Wiseman is a mandatory member of the Governance Committee, and a non-voting, ex-officio member of the Audit, Enterprise Risk and Human Resources and Compensation Committees.*

***As Chair of the Investment Committee, Ken Kroner is a mandatory member of the Enterprise Risk Committee.*