

SECURE

Position Description: Vice-Chair of the Board of Directors SECURE Waste Infrastructure Corp.

General

The vice-chair ("**Vice-Chair**") of the board of directors (the "**Board**") of SECURE Waste Infrastructure Corp. (the "**Corporation**") is appointed by, reports to and serves at the pleasure of, the Board.

The primary responsibilities of the Vice-Chair are to assist the chair (the "**Chair**") in the fulfillment of the Chair's responsibilities under the Position Description of the Chairman of the Board of Directors. Key role objectives are:

- provide insight and be a sounding board for the CEO and Chair on a wide spectrum of ideas and concepts ranging from management expertise, strategy, key success factors, risk management, and external affairs;
- support the CEO in maintaining key relationships across stakeholder groups which are key to the long-term success of the Corporation;
- share knowledge and experiences; and
- continue to influence the Corporation's 'owner manager' values including safety, integrity, work ethic, etc.

Mandate

The Vice-Chair's specific duties and responsibilities include, but are not limited to, the following:

Facilitating Interaction between the Chair, Board and Management

The Vice-Chair along with the Chair or, if applicable, the lead director (the "**Lead Director**"), will:

- ensure that management strategies, plans, and performance are appropriately presented to the Board; and
- together with the CEO, provide assistance on major policy issues such as acquisitions, divestitures, and new strategic initiatives.

Board Governance

The Vice-Chair will:

- together with the Chair or Lead Director (if applicable), assist the Board in assessing whether the Corporation has an effective senior management team below the level of the CEO;
- together with the Chair, lead the Board in the implementation of management succession and development plans;
- ensure the Board receives full, timely and relevant information on all issues important to the welfare and future of the Corporation; and
- together with the Chair or Lead Director (if applicable), ensure the Directors are alert to their obligations to the Corporation, securityholders, management, other stakeholders and pursuant to applicable law.

SECURE

Board Meetings

The Vice-Chair will, if the Chair or Lead Director (if applicable) is not available, chair Board meetings and lead meetings of the independent Directors.

Relations with Shareholders, Other Stakeholders and the Public

The Vice-Chair will:

- if the Chair is not available, chair meetings of shareholders;
- together with the Chair, ensure, in conjunction with the relevant committees of the Board, that the Corporation's management and, where applicable, the Board are appropriately represented at official functions and meetings with major securityholder groups and other stakeholder groups;
- together with the Chair, at the request of the Board, assist in representing the Corporation at specific securityholder presentations or with senior levels of industry or government to promote specific corporate objectives; and
- together with the Chair, undertake public service activities, as requested by the CEO and relevant committees, in conjunction with the Corporation's charitable, educational and cultural objectives.

Review

The Corporate Governance and Nominating Committee, with input from all Board members, will periodically review this position description to determine if further additions, deletions or other amendments are required.

Adopted by the Board on February 22, 2024. Last reviewed and/or amended on February 20, 2025.