

**POSITION DESCRIPTION**  
**CHAIR OF THE BOARD OF DIRECTORS OF TECK RESOURCES LIMITED**

**BASIC DUTIES**

The non-executive Chair of the Board of Directors (the “**Board**”) of Teck Resources Limited (“Teck”) is the independent leader of the Board and is responsible for ensuring that the Board’s agenda will enable it to successfully carry out its duties. The Chair of the Board is responsible to the Board as a whole for the development and effective performance of the Board and provides leadership to the Board in all aspects of its work.

The Corporate Governance & Nominating Committee will be responsible for recommending a qualified candidate for Chair, to be elected annually by a majority of the directors, and for coordinating a review of the performance of the Chair as part of the overall Board evaluation process.

**RESPONSIBILITIES**

The Chair of the Board will, in addition to fulfilling the general responsibilities of a Teck Director:

1. chair all Board meetings, including meetings of the independent directors of the Board, and facilitate frank and open discussions at such meetings;
2. provide ethical and independent leadership to enable the Board to effectively function with integrity;
3. advise and otherwise assist the Board and Management in the development and execution of strategy;
4. in consultation with the Chief Executive Officer, oversee the planning and organization of the activities of the Board, including:
  - a) scheduling of, preparation for and conduct of Board meetings, including reviewing the agenda proposed by the Chief Executive Officer and ensuring adequate scheduling of matters requiring approval of or discussion by the full Board;
  - b) monitoring the quality, quantity and timeliness of the information that goes to the Board;
  - c) facilitating ongoing formal and informal communication with and among Directors and between the Board and Management of Teck and
  - d) advising Management in the planning of strategy meetings;
5. advise and support the Chair of the Corporate Governance & Nominating Committee in:
  - a) evaluation of the performance and effectiveness of the Board, all individual directors and Committee Chairs and overseeing the implementation of improvements thereto;
  - b) making recommendations in respect of the composition of, and the appointment of the chair of, all Committees of the Board;

- c) in consultation with the Chief Executive Officer and the Vice Chair, planning and development of the Board, including director recruitment, succession planning and evaluation; and
  - d) overseeing corporate governance disclosure.
6. as and when required, coordinate the appointment of independent or special Committees of independent directors;
  7. ensure that the Board is aware of and understands its obligations to Teck, and its shareholders, Management and other stakeholders under applicable laws and that the boundaries between Board and Management responsibilities are clearly understood and respected;
  8. participate with the Compensation Committee in establishing the performance goals and targets for the Chief Executive Officer and in assessing achievement of those goals and targets each year;
  9. in consultation with the Senior Vice President, Commercial and Legal Affairs and the Chief Executive Officer, respond directly to shareholder and other stakeholder comments and questions directed to the Board or to independent directors;
  10. meet with shareholders, stakeholders, rating agencies, regulators and other external constituencies, as may be requested by the Board or Management;
  11. act as the primary conduit for communications between the Board and Management to encourage a professional and productive relationship; and
  12. carry out such other duties as reasonably requested by the Board from time to time.

#### **QUALIFICATIONS**

The Chair of the Board must:

1. qualify as an independent director under applicable securities legislation, regulations and guidelines, as well as under applicable stock exchange rules;
2. be familiar with Board governance through extensive experience as an independent director or other relevant professional experience; and
3. be available to effectively work closely and collaboratively with the Chief Executive Officer and the Vice Chair.