

## Position Description

**Title:**           **Chair of the Board**  
                      **Crystallex International Corporation**

**Reports to:**   **Board of Directors**

- leads the Board.
- responsible for the day-to-day management of the activities of the Board
  - schedules and sets the agenda for Board meetings with input from the Lead Director and other Directors and from the Chief Executive Officer and other senior management as appropriate
  - arranges for senior management and others to attend Board meetings as appropriate
  - facilitates the delivery of accurate, timely and clear information to the Board to enable the Board to successfully carry out its responsibilities
  - assists the chairs of Board committees in developing agendas for Board committee meetings that will enable the Board committees to successfully carry out their responsibilities
  - coordinates the activities of Board committees with the activities of the Board
  - assigns tasks to other Directors and Board committees
  - chairs Board meetings other than separate meetings of the *independent* Directors.
- schedules, sets the agenda for and chairs meetings of shareholders.
- maintains an active and cooperative relationship with the Chief Executive Officer and other senior management.
- acts as the principal interface between the Board and the Chief Executive Officer.
- provides advice and counsel to the Chief Executive Officer and other senior management.
- together with the Chief Executive Officer, speaks for the Corporation in its dealings with shareholders and the public.
- performs such other functions as may reasonably be requested by the Board.