

DATA COMMUNICATIONS MANAGEMENT CORP.

CHIEF EXECUTIVE OFFICER POSITION DESCRIPTION

Qualifications:

The Chief Executive Officer of the Corporation (the “**CEO**”) must have such skills and abilities as are appropriate to the position of CEO as determined by the Human Resources and Compensation Committee (the “**Compensation Committee**”) of the board of directors of the Corporation (the “**Board**”) and the Board

Duties:

The CEO, in exercising his or her powers and discharging his or her duties, must act honestly and in good faith with a view to the best interests of the Corporation and its subsidiaries and exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances. The CEO will have the specific duties set out below and will have such other duties and such powers as the Board may delegate.

The CEO must:

- present annual objectives to the Compensation Committee for its approval, which objectives must consist of person and corporate goals, and will review annually with the Compensation Committee the CEO’s performance against such objectives;
- provide leadership and vision for the Corporation and promote the Corporation’s goals;
- develop a strong organization with the appropriate personnel;
- provide general supervision and management of the day to day affairs of the Corporation and its businesses, including financial and human resources;
- develop a strategic and financial plan for review and approval by the Board and effectively implement the approved plan;
- effectively implement the annual operating budget of the Corporation approved by the Board;
- communicate, in a timely fashion, with the Board on material matters affecting the Corporation and its subsidiaries;
- develop senior management succession and development plans and report to the Board at least annually on such plans;
- recommend candidates for appointment to senior management, monitor performance of senior management and provide feedback and training as appropriate;
- manage relationships with the Corporation’s stakeholders;
- approve commitments within the limits of delegated approval authorities;
- ensure appropriate policies and procedures of the Corporation are developed, maintained and disclosed; and
- provide appropriate certifications regarding the Corporation and its activities, as may be required by applicable law from time to time.