



## **HARTE GOLD CORP.**

### **CEO POSITION DESCRIPTION**

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#### **APPOINTMENT**

The Chief Executive Officer (the “**CEO**”) of Harte Gold Corp. (“**Harte Gold**” or the “**Company**”) is appointed as CEO by the Board of Directors (the “**Board**”), and shall be a duly elected or appointed member of the Board. The CEO is not considered to be independent under standards for director independence adopted by the Board and, accordingly, shall not be a member of any committee of the Board but is expected to attend all Board committee meetings.

#### **RESPONSIBILITIES, DUTIES & POWERS**

The CEO is to oversee the operations and affairs of the Company, to provide leadership to management and to provide vision for future growth opportunities to enhance the Company’s short and long-term performance.

The CEO has overall responsibility, subject to the oversight of the Board, for managing the Company’s business on a day-to-day basis, for general supervision of the business of the Company and the execution of the Company’s operating plans and strategic priorities. In fulfilling his executive role, the CEO acts within the authority delegated to him or her by the Board.

The CEO has a responsibility to act in the best interests of Harte Gold and its shareholders in accordance with applicable legislation and the corporate governance practices that Harte Gold has adopted.

The CEO’s responsibilities shall include:

- providing leadership and vision for the Company to grow value in a responsible manner;
- developing a strong organization with the right people in the right positions;
- fostering a corporate culture and practices that adhere to the principles of the Board Mandate;
- providing general supervision and management of the day-to-day affairs of the Company;
- ensuring that the Board is kept informed of all material developments and the overall business operations of the Company on a timely basis;
- developing a corporate strategy for review and approval by the Board and effectively implementing and monitoring such strategy;
- preparing an annual budget for review and approval by the Board and overseeing the implementation of the budget;

- developing a management succession plan for review with the Board and recommending appointments of senior management;
- monitoring the performance of senior management and providing feedback;
- serving as the Company's external spokesperson and principal manager of relationships with the Company's stakeholders, including shareholders, customers, contractors, suppliers, regulatory and governmental authorities, and the community;
- ensuring appropriate policies are developed, maintained and communicated;
- establishing and maintaining in conjunction with the Chief Financial Officer, the Company's system of internal controls over financial reporting and disclosure; and
- any such other duties as the Board may delegate from time to time.

Approved by the Board of Directors on November 12, 2020.