

**NORTHWEST HEALTHCARE PROPERTIES  
REAL ESTATE INVESTMENT TRUST**

*POSITION DESCRIPTION  
CHIEF EXECUTIVE OFFICER*

**1. General**

**A. Purpose**

This position description describes the appointment, role and responsibilities of the chief executive officer (the “CEO”) of NorthWest Healthcare Properties Real Estate Investment Trust (the “REIT”).

**B. Governing Statute and Articles**

This position description is subject to and shall be interpreted in a manner consistent with the REIT’s Declaration of Trust and any other applicable legislation, all as may be amended from time to time.

**2. Office of the CEO**

The Board shall appoint the CEO on terms and conditions it considers appropriate. The CEO shall report to the Board.

**3. Responsibilities**

**A. General**

The CEO shall oversee the REIT’s strategic plan.

Notwithstanding the foregoing, the following matters shall require Board approval:

- (a) decisions which are outside of the ordinary course of the REIT’s business;
- (b) appointment of senior officers of the REIT; and
- (c) such other matters as the Board may determine from time to time.

**B. Specific Responsibilities**

In discharging his or her responsibility for the oversight of the REIT’s business, subject always to the oversight by the Board, the CEO shall:

- (a) provide leadership and direction to the other members of the management team;
- (b) foster and maintain a positive image and reputation of the REIT;
- (c) foster a corporate culture that promotes ethical practices and encourages individual integrity and initiative;
- (d) maintain a positive and ethical work climate that is conducive to attracting, retaining and motivating top-quality employees at all levels;
- (e) develop, or supervise the development of, and recommend to the Board a long-term strategy and vision for the REIT that leads to enhancement of unitholder value;
- (f) ensure that the day-to-day business affairs of the REIT are appropriately managed;

- (g) strive to achieve the REIT's financial and operating goals and objectives;
- (h) design or supervise the design and implementation of effective disclosure and internal controls;
- (i) maintain responsibility for the integrity of the financial reporting process;
- (j) ensure that the REIT has an effective management team below the level of the CEO and has a plan for management development and succession; and
- (k) serve as chief spokesperson for the REIT, subject to the direction of the Board.

**C. Information Flow to the Board**

The CEO will deliver information to the Board on a timely basis to keep the Board apprised of matters which are material to the Board.

\5791714