

NOMINATING COMMITTEE CHARTER

The Nominating Committee will have the following duties:

1. conduct an annual review of the performance of each of the directors on the board and its committees;
2. recommend suitable candidates for membership on the board of directors;
3. recommend to the board proposed nominees for election at the next annual meeting as directors of the Corporation and to fill any vacancies in the intervening period; and
4. recommend to the board candidates for appointment to the committees of the board.