Washington Federal.
invested here.

Washington Federal, Inc.
Regulatory Compliance Committee Charter

PURPOSE

The Regulatory & Compliance Committee ("Committee") is appointed annually by the Board of Directors ("Board") to assist them in monitoring compliance with state and federal laws and associated regulations applicable to the holding company and its subsidiaries. The Committee will also serve as the Regulatory Compliance Committee for Washington Federal.

COMPOSITION

The Committee will consist of at least three members of the Board. The Board will appoint Committee members and the Committee Chair on the recommendation of the Company's Nominating and Corporate Governance Committee. The Compliance Manager will act as the Secretary of the Committee.

MEETINGS

The Committee will meet semi-annually or more often as appropriate. The Committee Chairman will be responsible for leadership of the Committee, including establishing the meeting agenda, presiding over meetings, and reporting the activities of the Committee to the Board as soon as is practical, typically at the next regularly scheduled meeting of the Board.

AUTHORITY

In discharging its responsibilities, the Committee:

- Is empowered to investigate matters relating to the integrity of the Company's compliance processes and findings.
- Hire independent legal, compliance, audit or other specialists as deemed appropriate to the discharge of their responsibilities, with funding to be provided by the Company as needed.
- May request that any officer or employee of the Company attend a meeting of the Committee.
- The Committee may also appoint one member as Vice Chairman, to carry out the duties of the Committee Chair in his or her absence.

RESPONSIBILITIES

The Committee will:

- Review and discuss with Management and report to the Board regarding the Bank's regulatory environment, the legal requirements with which it must comply and material risk areas

- Assess with Management and report to the Board on the adequacy of the Bank's Compliance Program.

- Act as the Board's compliance matter subject expert, with the support of Management.

- Review with Management and monitor any examination or audit findings and any remedial action pertaining thereto.

- Approve of any outside auditors engaged for the purpose of external compliance auditing.

- Monitor internal and external audits and investigations for the purpose of identifying troublesome issues and deficient areas and ensuring that corrective and preventive action has been implemented by Management.

CHARTER

The Committee shall review and reassess the adequacy of its charter on an annual basis and recommend any proposed changes to the Board for approval. The Committee shall post its charter on the Company's website.

Approved by the Board of Directors November 26, 2012