

Executive Committee Charter

PURPOSE

The Executive Committee (“Committee”) is appointed annually by the Board of Directors (“Board”) to conduct business on behalf of the Board between meetings.

COMPOSITION

The Committee will consist of at least three members of the Board, including the Chairman of the Board, who will also serve as Chairman of the Committee.

MEETINGS

The Committee will hold meetings as needed in the discretion of the Chairman. There are no regularly scheduled meetings.

AUTHORITY

In discharging its responsibilities, the Committee is authorized to exercise all authority of the Board of Directors except those authorities excluded by the Bylaws or that are not permitted to be delegated by law or NASDAQ listing standards.

RESPONSIBILITIES

The Committee will:

- Convene as needed for conducting urgent or necessary business when the full Board is unavailable.
- Report all actions taken to the full Board of Directors.

CHARTER

The Board shall review and reassess the adequacy of the Committee charter on an annual basis.

Approved by the Board of Directors March 20, 2017