

Bank of Commerce

Executive Committee Charter

Committee Name	Executive Committee
Short Name	EXCOM
Nature	Board Committee
Responsibility Statement	The Executive Committee is empowered to approve and/ or implement all corporate acts within the competence of the Board of Directors (BOD) except those acts expressly reserved by the Corporation Code for the BOD.
Membership	Five (5) Members, with at least three (3) coming from the Board of Directors.
Composition, Qualifications and Voting	<p>The ExCom is composed of five (5) members, with at least three (3) coming from the Board of Directors. All decisions or resolutions of the Committee shall be by a majority vote of all its members.</p> <p>Proposals are normally taken up en banc by the Committee. Under exceptional circumstances, routing of credit proposals may be considered/allowed.</p>
Duties and Responsibilities	<p>The ExCom shall perform the following functions:</p> <ol style="list-style-type: none">1. Evaluate and approve the results of performance appraisals on senior management done by the President;2. Evaluate and act on credit-related proposals within its authority;3. Evaluate and act on proposals to open new or relocate existing branches;4. Evaluate and act on ROPA sale proposals within its authority;5. Evaluate and approve proposals for the Bank to engage in new products or services.
Meeting Schedule	<p>ExCom meetings shall be at least once a month.</p> <p>Committee meetings may be conducted through modern technologies such as, but not limited to, teleconferencing and video-conferencing as long as the committee members attending the meeting can actively participate in the deliberations on matters taken up. Notwithstanding, every Committee member shall participate in at</p>

least fifty percent (50%) and shall physically attend at least twenty-five percent (25%) of all Committee meetings every year.

Evaluation and Reports

The Committee shall review and assess the adequacy of this charter annually and recommend any proposed changes to the Board for its approval pursuant to this charter.

The Committee shall keep written minutes of meetings, which shall be maintained in the books and records of the Bank and reported to the BOD.