

assessment process, and will determine the most effective process, scope, and content of the annual performance evaluation. The results of the self-evaluations, with an assessment of the Board's performance, will be summarized and discussed with the Nominating Committee and the full Board.

The Nominating Committee, in consultation with the Lead Director, will periodically (but not less frequently than every three years) engage a third party to participate in such evaluation process.

8. Periodic Review and Posting

These Guidelines shall be reviewed periodically by the Nominating Committee. The Board may amend these Guidelines from time to time based on recommendations from the Nominating Committee, as necessary or appropriate or as required by applicable laws and regulations.

These guidelines are posted on the Company's website.
