



Ohio Mutual Insurance Group, Inc. Charter for Executive Committee

Purpose:

Subject to the By-laws of the Ohio Mutual Insurance Group, Inc., exercise all powers of the Board of Directors only during intervals between meetings when action is required and a formal meeting is not able to be scheduled

Committee Membership:

Members of the committee will consist of the Board Chair, Vice Chair/Secretary and the President and CEO of the company.

Meetings:

No notice of a meeting of the Executive Committee or of any other committee of the Directors shall be required. A meeting of the Executive Committee or of any other committee of the Directors may be called only by the Chief Executive Officer or by a Member of such Executive Committee or other committee of Directors. Meetings of the Executive Committee or of any other committee of the Directors may be held through any communications equipment if all Persons participating can hear each other, and participation in such a meeting shall constitute presence thereat.

Powers/Responsibilities:

- The Committee shall have the authority, to the extent it deems necessary or appropriate, to retain independent legal or other advisors. The Company shall provide for appropriate funding, as determined by the Committee, for payment of compensation to any advisors employed by the Committee.
- The Committee shall maintain minutes for all of its meetings and report any actions or meetings to the Board at the next Board meeting.
- The Committee shall have such other powers and perform such other duties as the Board may from time to time delegate to it.
- Review the Executive Committee Charter and recommend any changes to the Board for approval.

Revised October 15, 2020