

Medmarc Mutual Insurance Company Human Resources Management Committee Charter

(Approved by Board of Directors – September 19, 2003)
(Confirmed by Board of Directors – September 21, 2007)

MISSION:

The Human Resource Management Committee (the “Committee”) of the Board of Directors of Medmarc Mutual Insurance Company (the “Company”), as constituted by the Board of Directors, shall support senior management in the development of strategic human resource management initiatives that will help to recruit, retain and develop professional staff.

METHODOLOGY, PRINCIPAL DUTIES AND RESPONSIBILITIES:

The Committee shall:

1. Function as a Board liaison with senior management for human resource management issues.
2. Reply to human resource management recommendations provided by senior management and refer appropriate issues to the Board for formal approval.
3. Annually review and approve senior management compensation program and incentive plans that will align management incentives with company long-term and short-term goals and objectives.
4. Periodically review overall compensation programs (including employee benefit programs) and provide direction toward the development of a competitive compensation package.
5. Provide input to senior management on strategic human resource management issues.

STAFFING:

President and CEO as well as General Counsel shall serve as the non-voting senior staff assigned to meet with the Committee.