

**THE PRESIDIO TRUST**  
**GOVERNANCE AND HUMAN RESOURCES COMMITTEE CHARTER**

The purpose of the Governance and Human Resources Committee (“Committee”) is to assist the Presidio Trust Board of Directors (“Board”) in its responsibility for ensuring the creation and implementation of effective Board processes, structure and roles, committee development, Board evaluation, and evaluation of the Presidio Trust (“Trust”) Executive Director. The Committee may also carry out other duties as directed by the Board.

**I. STRUCTURE AND ORGANIZATION**

1. The Committee shall consist of at least two members of the Board. Committee members and the Committee Chair serve at the pleasure of the Board.
2. The Committee shall meet at least semi-annually or more often as necessary to act promptly on any matter within this Charter.

**II. RESPONSIBILITIES**

1. The Committee will provide an orientation and training to new Board members.
2. The Committee periodically will evaluate the performance and effectiveness of the Board and its committees, including a review of their governance practices and a review of the size, structure and composition of the committees.
3. The Committee will nominate candidates for the Board Officers of Chairperson and Vice Chairperson.
4. The Committee will recommend candidates for committee Chairs and membership.
5. The Committee will oversee the annual development and presentation of the Board’s performance expectations to the Trust’s Executive Director, recommend to the Board compensation and periodic adjustments thereto, and meet quarterly with the Executive Director to assess his/her performance against established benchmarks. The Committee will carry out these duties in consultation with the Board.
6. The Committee will report to the Board on Committee matters and shall present recommendations to the Board on matters within the scope of this Charter.
7. The Committee will periodically review and assess its performance.
8. The Committee will review and reassess the adequacy of this Charter annually and may propose recommended revisions to the Board.

Nothing in this Charter shall be interpreted as inconsistent with the Presidio Trust Act or the Bylaws of the Presidio Trust.