

### Lead Director Statement of Duties

1. Preside at meetings of the Board when the Chairman is not present.
2. Serve as liaison between the Chairman and the independent directors.
3. Work with the Chairman to establish schedules and agendas for Board meetings and to ensure that there is sufficient time for discussion of all agenda items.
4. Oversee the process of hiring the Chief Executive Officer.
5. Approve the retention of any consultants retained by the Board.
6. Coordinate Board performance evaluations.
7. Have authority to call meetings of the independent directors.
8. Be available to discuss with other directors any concerns they may have.
9. Be available to consult with the Chief Executive Officer regarding the concerns of the directors.
10. Be available to be consulted by any of the senior executives.
11. Be available for consultation with major stockholders.