Board of Directors Charter

1 Purpose

The purpose of the Board of Directors is to abide by the corporation's established laws, principles and oversee its management.

2 Governing Policies of CDISC

- CDISC will abide by its principles.
- CDSIC is an organization which is established under Massachusetts General Laws Chapter 180 which is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code and will conduct business to maintain this status.
- CDISC will follow its Bylaws.

3 Responsibilities of the Board of Directors

- Provide strategic direction and effective strategic planning
- Determine the organization's purpose and mission
- Monitor the organization's programs, projects and services.
- Support the CDISC Advisory Board as needed.
- Establish corporation Policies.
- Ensure and Oversee Adequate Upper-Level Management and Financial Resources.
- Select and develop appropriate leadership for CDISC.
- Organize Board for Efficiency and Effectiveness of Its Members
- Establish appropriate committees as needed.
- Assess Board Performance.
• Support the President and Review His or Her Performance

• Determine a Succession Plan for key positions within the organization in case of disaster.

• Enhance the Organization’s Public Image through communications efforts.

4 Authorization

This document has been approved and is in effect on this date:

<table>
<thead>
<tr>
<th>Name</th>
<th>CDISC Board of Directors</th>
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</thead>
<tbody>
<tr>
<td>Date</td>
<td>11 Dec 2012</td>
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