

CHARTER OF THE COUNCIL ADVISORY GROUP OF THE NATIONAL MARROW DONOR PROGRAM BOARD OF DIRECTORS

The responsibilities of the Board of Directors of the National Marrow Donor Program ("Corporation") include, among other things, identifying opportunities for improvement in network operations. Article 5, Section 5.10 of the Corporation's Bylaws authorizes the Board's creation of advisory groups in specific areas of interest that extend beyond the scope of the committees or require specific content expertise and directs advisory groups to advise and provide recommendations to the Board. Pursuant to Article 5 of the Bylaws, and as detailed in this Charter, the Board authorizes the creation of and delegates the following responsibilities, for advisement to the Board, to the Council Advisory Group in furtherance of the fulfillment of the Board's duties to the Corporation:

Definitions and Background

The "Council" refers to the entire Network of NMDP Member Donor Centers, Transplant Centers, Cord Blood Banks, Recruitment Centers, Apheresis Centers, and Marrow Collection Centers, including both NMDP-owned and operated centers as well as contracted centers. The entities making up the Council are referred to as "Council Members." The Council is led by a Council President and Council Vice President (who serve as Council Advisory Group Chair and Vice Chair, respectively, as described below), each of whom serves a two-year term. The Council Vice President automatically succeeds the Council President at the end of the Council President's two-year term. NMDP employees are not eligible to serve as Council President or Vice President (and therefore are likewise ineligible to serve as Chair or Vice Chair of the Council Advisory Group).

Authority and Responsibilities

The Council Advisory Group shall serve as a liaison among the Council, NMDP management, and the Board. Its goal shall be to identify opportunities for improvement in network operations, assist in resolution of issues posed by Council Members, and provide input into the content of the annual meeting of the NMDP Network. In addition, the Council Advisory Group shall recommend professional education efforts and participate in the planning process for the annual meeting.

Composition

The Council Advisory Group shall be comprised of at least one (1) representative from each of the following Network partners: Transplant Centers, Contracted Donor Centers, Operated Donor Centers, Recruitment Centers, Cord Blood Banks, Apheresis Centers, and Collection Centers. The Council President and Vice President shall also serve on the Council Advisory Group as the Council Advisory Group Chair and Vice Chair, respectively, but their network affiliation does not factor into the representation identified above. A member of the Council

Advisory Group (including but not limited to the Chair and Vice Chair) is no longer eligible to serve if such member no longer qualifies as a Council Member.

Nomination, Appointment, and Term Limits

In accordance with and to the extent set forth in the NMDP Bylaws, the Chair will serve as a guest of the NMDP Board of Directors, and the Vice Chair may be invited to attend regularly scheduled meetings of the full NMDP Board of Directors as a guest. Every two years, the Council Advisory Group Chair, Vice Chair and NMDP Executive Liaison(s) for the CAG will make a recommendation to the NMDP Board Development Committee for the appointment of a new Council Advisory Group Vice Chair (and subsequent approval by the NMDP Board of Directors) in accordance with the Board Bylaws.

Openings for membership on the Council Advisory Group will be communicated to Council Members encouraging qualified candidates to seek nomination. The nominees will be reviewed by the Chair and Vice Chair of Council Advisory Group and NMDP Executive Liaison(s), and selections for the open positions will be recommended to the NMDP Board Development Committee for appointment (and subsequent approval by the NMDP Board of Directors) in accordance with the Bylaws.

Notwithstanding any conflicting provisions in Section 5.10.2.3. of the Bylaws, the length of term for members of the Council Advisory Group will be two (2) years, and members of the Council Advisory Group will be eligible for a maximum of two (2) consecutive terms. The Chair and Vice Chair shall each serve a two- year term; this service does not count toward the two-term limit set forth above.