

## Membership Committee Charter

As of April 9, 2025

Note: Capitalized terms not defined herein shall have the meanings given to them in [Hedera's LLC Agreement](#). MemCom's activities, as with all Hedera Council activities, are subject to Hedera Council's Policies, including the Hedera Council Antitrust Policy.

### 1. Purpose

Hedera Council's Membership Committee ("MemCom") is an advisory committee, the purpose of which is to provide the Council with strategic guidance on membership-related issues.

### 2. Committee Operation & Composition

MemCom shall operate in accordance with the Hedera Council Committee Policy, which is maintained by the Secretary. The roster of MemCom participants (MemCom Chairs, Delegates, Committee Administrator, etc.) is available at <https://members.hedera.com/wg/MemCom/members>.

### 3. Responsibilities & Authority

- 3.1. General. MemCom shall provide recommendations to the Council but shall have no authority to bind the Council or the Members.
- 3.2. Responsibilities. MemCom is charged with the responsibility to:
  - (a) Propose a set of objective qualifications and criteria for admission to the Council (the "Membership Criteria"), which shall be subject to approval by a majority of the Council Members;
  - (b) Direct Board-provided resources to develop educational materials for prospective members and formally adopt and maintain such materials;
  - (c) Assist with the recruitment of qualified organizations for Council membership;
  - (d) Review and evaluate applications for Council membership in the form of written recommendations to the Council;
  - (e) Recommend ways to onboard new Members and representatives;
  - (f) Assist with member engagement initiatives; and
  - (g) Provide committee-approved contributions to the Hedera risk registry.
- 3.3. Board Oversight. Any MemCom decision, action, policy, or plan that would involve the spending of Council funds (cash or HBAR) shall also require Board approval.

**Document Change Log**

<i>Version</i>	<i>Date</i>	<i>Author</i>	<i>Change Description</i>
v1.0	May 17, 2019	Tom Sylvester	Council Members approved charter
v1.1	August 18, 2023	Tom Sylvester	Updated to reflect Committee Policy, dated Aug. 9, 2023
v. 1.2	November 10, 2023	Kate Ball	Updated "Responsibilities" per Council resolution dated November 10, 2023
v1.2	January 30, 2024	MemCom	Proposed amendments from MemCom
v.2.0	April 26, 2024	Secretary	Council Members approved revised charter
v.2.1	March 19, 2025	Secretary	Proposed revisions for Council vote
v. 3.0	April 9, 2025	Council	Council Approved v. 3.0