

Fitness Standards for Board of Directors

TeraExchange considers several factors in determining the composition of its board, including whether directors, both individually and collectively, possess the required integrity, experience, judgment, commitment, skills and expertise to exercise their obligations of oversight and guidance over a swap execution facility (a “SEF”). Members of the TeraExchange board must have the following attributes:

- Sufficiently good reputations;
- Requisite skills and expertise to fulfill their responsibilities in the management and governance of a SEF;
- A clear understanding of such responsibilities; and
- The ability to exercise sound judgment regarding SEF affairs.