

SVB&T Corporation
Springs Valley Bank & Trust Company
Nominating & Governance Committee Charter

Purpose

The purpose of the Nominating & Governance Committee (“Committee”) of the Board of Directors of SVB&T Corporation /Springs Valley Bank & Trust Company (“Company”) is as follows: 1) to assist the Board of Directors in carrying out its duties and functions regarding corporate governance oversight; 2) to recommend individuals to the Board for nomination as members of the Board of Directors and its committees and assign Board members to Board committees; 3) to assist the Board in translating regulatory mandates and legislation into meaningful policy to effect Company programs and services, and ensure that all Company policies and plans and their outcome support the Mission, Vision, Core Values and strategic goals of the Company.

Committee Membership

The Nominating & Governance Committee shall consist of three or more members of the Board. The Board shall appoint the Chairperson of the Nominating & Governance Committee and shall also have responsibility to appoint and remove Committee members.

Committee Operations

The Nominating & Governance Committee shall report to the Board on a regular basis, not less than six (6) times per year. The Committee may have in attendance such other members of Management and persons as it may deem necessary to provide appropriate information and explanations. The Chairperson of the Nominating & Governance Committee shall report back to the full Board the recommendations of the Committee at the Board Meeting immediately following the Nominating & Governance Committee meeting.

Committee Duties and Responsibilities

The following are the duties and responsibilities of the Nominating & Governance Committee:

1. Nominating -
 - a. Make recommendations to the Board from time to time as to changes that the Committee believes to be appropriate and advisable to the size and make-up of the Board;
 - b. Regularly review the criteria for the selection of Directors and recommend to the Board any necessary changes;
 - c. Identify individuals believed to be qualified to become Board members and to recommend to the Board the nominees to stand for election as Directors at the Annual Meeting of Shareholders or at a special meeting of shareholders, if applicable;
 - d. In the case of a vacancy in the office of a Director (including a vacancy created by an increase in the size of the Board), the Nominating Committee shall recommend to the Board an individual to fill such vacancy;
 - e. In nominating candidates, the Committee shall take into consideration

such factors as the following: business or professional experience, judgment, skill, diversity of background and perspective, any requirements or regulations to have persons with financial expertise available to serve on the Bank's Audit Committee, and the extent to which the candidate generally would be a desirable addition to the Board and any committees of the Board;

- f. Ensure that potential candidates understand the role and duties of the Board as a whole;
- g. Ensure that potential candidates understand the role and duties of Director and any expectations with regard to the execution of those duties;
- h. Establish Director tenure policies as appropriate;
- i. Identify Board members qualified to fill vacancies on any committee of the Board (including the Nominating Committee) and to recommend that the Board appoint the identified member or members to the respective committee;
- j. Recommend to the Board the removal of any Director, subject to the Bank's Articles and By-Laws;
- k. Fulfill any other duties or responsibilities expressly delegated to the Nominating Committee by the Board from time to time.

2. Governance -

- a. Monitor, review and assess guidelines and standards regarding the independence of Directors to confirm that all such practices remain consistent with sound corporate governance and with all applicable laws;
- b. Monitor, review and assess the Board's and the Company's compliance with appropriate corporate governance practices and laws, including that a majority of the Board be comprised of independent directors. Periodically assess any changes in such practices and laws, and make appropriate recommendations to the Board;
- c. Assist the Board in fulfilling its oversight responsibility relating to the Company's financial statements and financial reporting process;
- d. Monitor, review and assess all Company policies and recommend policy and policy changes to the Board;
- e. Ensure policies are aligned with the most current regulatory guidelines, laws and requirements;
- f. Ensure policies are aligned with the Company's Mission, Vision, Core Values and strategic goals;
- g. Monitor the implementation of policies against intended and unintended consequences;
- h. Carry out other duties and responsibilities expressly delegated to the Committee by the Board from time to time relating to the policies, plans and programs of the Company;
- i. Review the structure and functions of the Board committees on a periodic basis and recommend to the Board any changes in such structure and functions, as the Committee deems appropriate and advisable;
- j. Annually evaluate and, when appropriate, make recommendations to the Board concerning the size of the Board, the establishment or dissolution of Board committees, or the appointment or change of committee chairs or of Directors on any committee;
- k. Oversee Director education and compliance training, and, as appropriate,

- monitor Director performance or self-assessments;
- l. Confirm that the Committees of the Board have charters in effect and that those charters are reviewed at least annually by their respective Committees;
 - m. Review and reassess the adequacy of this Charter annually, and thereafter recommend any proposed changes to the Board for approval. Ensure that, if required, this Charter is published and otherwise made publicly available in accordance with all applicable laws. Ensure, with periodic review, that the provisions of this Charter are consistent with applicable corporate governance practices and laws;
 - n. Review any proposed amendments to the Company's Articles of Incorporation and Bylaws and recommend appropriate action to the Board;
 - o. Annually review succession plans for the President/CEO and Senior Management positions;
 - p. Recommend to the Board the hiring or termination of executive officers when appropriate;
 - q. Assure compliance with the Company's Code of Ethical Conduct;
 - r. Recommend to the Board such additional actions related to corporate governance matters as the Committee may deem necessary or advisable from time to time.

Authority and Limitations

The Committee shall have the authority to retain special legal or other consultants to advise the Committee as deemed appropriate by the Committee. Any communications between the Committee and legal counsel in the course of obtaining legal advice will be considered privileged.

The Committee shall have no decision-making authority. Rather, it will discuss and process items under its purview, and make recommendations for the full Board's deliberation and decisioning.