

## **POLICY REGARDING DIRECTOR AND COMMITTEE QUALIFICATIONS AND SHAREHOLDER NOMINEES FOR DIRECTOR**

It is the policy of Dime Community Bancshares, Inc. (the “Company”) to promote effective functioning of the Board, ensure that the Company conducts its business in accordance with the highest legal and ethical standards, and enhance shareholder value. A principal objective of the Board is to maximize the availability of independent perspectives and advice to the Chief Executive Officer and management as well as minimize the possibility of conflicts of interest.

### **Director Qualifications**

The Governance and Nominating Committee is responsible for (a) selecting and recommending nominees for election to the Board by the Company's shareholders, and (b) annually reviewing with the Board: (i) the skills and characteristics required of Directors, and (ii) the Company's goals for Board nominees. The following are general criteria for nomination to the Board, which establish the minimum qualifications and experience that the Board will examine in determining candidates for election.

Directors should:

- Possess personal and professional ethics, integrity and values, and be committed to representing the long-term interests of the Company's shareholders and other constituencies;
- Possess the ability to exercise sound business judgment;
- Possess experience and expertise relevant to the business of the Company;
- Possess the ability to work with others as an effective group;
- Possess the ability to commit adequate time to their responsibilities;
- Be independent as defined in applicable law, the Company's Policy Regarding Director Independence and its Code of Business Ethics and be able to impartially represent the interests of the Company's shareholders and other constituencies;
- Possess such other knowledge, experience or skills as required or which may be useful considering the composition of the Board, the operating requirements of the Company and the long-term interests of the shareholders.

### **Diversity**

The Board understands the importance of diversity among Directors to the long-term success of the Company. Diversity encompasses a wide range of individual characteristics and experience, including such qualities as gender, age, sexual orientation, national origin, religion, political affiliation, marital status, disability and geographic background.

### **Committee Assignments and Designation of Committee Chairs**

Committee assignments and the designation of Committee Chairs are made on the basis of the Director's knowledge, skills, interests and areas of expertise, balanced with Committee needs and workload assignments, and will satisfy all applicable legal requirements. Committee assignments and

Committee Chair designations are recommended by the Governance and Nominating Committee and approved annually by the Board.

The Audit, Compensation, Governance and Nominating, and Risk Committees will be composed entirely of Directors determined by the Board to be independent in accordance with the Board-approved standards of independence as well as applicable law. The Board believes that experience and continuity in Committee work are of greater benefit than rotation. Accordingly, rotation of Committee assignments is not required and Chair designations and changes will be made to increase Committee performance or facilitate Committee work.

**Shareholder Nominees for Director**

Shareholders possess a significant interest in the ability to participate in the Director nomination process. The Company's bylaws permit shareholders to propose nominees for consideration at the Company's annual meeting of shareholders. The Company's annual proxy statement describes the process for nominating directors in accordance with the Company's bylaws.