

Board Committees

Solvis Healthcare, Inc.

Audit Committee

Solvis has a separately-designated standing Audit Committee established in accordance with Section 3(a)(58)(A) of the Securities Exchange Act of 1934, as amended, (the "Exchange Act"). The Audit Committee assists the Board in fulfilling its responsibilities for general oversight of the integrity of Solvis's financial statements, Solvis's compliance with legal and regulatory requirements, the qualifications and independence of the independent registered public accounting firm, the performance of Solvis's internal audit function and the independent registered public accounting firm, risk assessment and risk management, and finance and investment functions. Among other things, the Audit Committee prepares the Audit Committee report for inclusion in the annual proxy statement; annually reviews its charter and performance; appoints, evaluates and determines the compensation of the independent registered public accounting firm; reviews and approves the scope of the annual audit, the audit fee and the financial statements; reviews Solvis's disclosure controls and procedures, internal controls, information security policies, internal audit function, and corporate policies with respect to financial information and earnings guidance; oversees investigations into complaints concerning financial matters; reviews other risks that may have a significant impact on Solvis's financial statements; reviews and oversees treasury matters, Solvis's loans, loan guarantees and outsourcings; reviews Solvis's capitalization and operations; reviews the activities of Investor Relations; and coordinates with the Compensation Committee regarding the cost, funding and financial impact of Solvis's equity compensation plans and benefit programs. The Audit Committee works closely with management as well as the independent registered public accounting firm. The Audit Committee has the authority to obtain advice and assistance from, and receive appropriate funding from Solvis for, outside legal, accounting or other advisors as the Audit Committee deems necessary to carry out its duties.

Compensation Committee

The Compensation Committee discharges the Board's responsibilities relating

to the compensation of Solvis' executives and directors; produces an annual report on executive compensation for inclusion in the annual proxy statement; provides general oversight of Solvis' compensation structure, including Solvis' equity compensation plans and benefits programs; reviews and provides guidance on Solvis' human resources programs; and retains and approves the terms of the retention of compensation consultants and other compensation experts. Other specific duties and responsibilities of the Compensation Committee include evaluating human resources and compensation strategies; monitoring the leadership development process; reviewing and approving objectives relevant to executive officer compensation, evaluating performance and determining the compensation of executive officers in accordance with those objectives; approving severance arrangements and other applicable agreements for executive officers; overseeing Solvis' equity-based and incentive compensation plans; approving any changes to non-equity based benefit plans involving a material financial commitment by Solvis; monitoring workforce management programs; recommending to the Board director compensation; monitoring director and executive stock ownership; and annually evaluating its performance and its charter.

Governance and Nominating Committee

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Governance and Nominating Committee recommends candidates to be nominated for election as directors at Solvis's annual meeting, consistent with criteria approved by the Board; develops and regularly reviews corporate governance principles and related policies for approval by the Board; oversees the organization of the Board to discharge the Board's duties and responsibilities properly and efficiently; and sees that proper attention is given and effective responses are made to stockholder concerns regarding corporate governance. Other specific duties and responsibilities of the Governance and Nominating Committee include: annually assessing the size and composition of the Board, including developing and reviewing director qualifications for approval by the Board; identifying and recruiting new directors consistent with the Board Composition Guidelines and considering candidates proposed by stockholders; recommending assignments of directors to committees to ensure that committee membership complies with applicable laws and listing standards; conducting a preliminary review of director independence and financial literacy and expertise of Audit Committee members; and overseeing director orientation and continuing education. The Governance and Nominating Committee also reviews proposed changes to Solvis's Certificate of Incorporation, Bylaws and Board committee charters; assesses and makes recommendations regarding stockholder rights plans or other stockholder protections, as appropriate; reviews and approves any executive officers for purposes of Section 16 of the Exchange Act ("Section 16 Officers") standing for election for outside for-profit boards of directors; reviews stockholder proposals in conjunction with the Chairman of the Board and recommends Board responses; oversees in conjunction with the Chairman of the Board the self-evaluation of the Board and its committees; ensures that the annual evaluation of the CEO is conducted by the Chairman of the Board in conjunction with the Compensation Committee with input from all

Board members; evaluates senior management in conjunction with the Compensation Committee; and reviews requests for permissive indemnification.