

SPHERION CORPORATION
Charter of the Executive Committee of the Board of Directors
(As of May 2005)

I. PURPOSE

The purpose of the Executive Committee of the Board of Directors (the “Board”) of Spherion Corporation (the “Company”) is to exercise the authority of the Board during intervals between meetings of the Board, subject to certain limitations of Delaware law.

II. COMMITTEE COMPOSITION

A. The Executive Committee will be comprised of at least three members, including the chairperson and the Chief Executive Officer (“CEO”) if the CEO is a member of the Board.

B. The members of the Committee will be appointed by the Board and may be removed by the Board at anytime. A member will serve until either: (i) his or her successor is appointed; (ii) until his or her resignation from the Executive Committee; (iii) until his or her position on the Executive Committee is eliminated due to a reduction in the size of the Executive Committee; (iv) until he or she is removed from the Executive Committee; (v) until his or her death; or (vi) until his or her service on the Board of Directors terminates. The chairperson of the Executive Committee will be the CEO, unless otherwise determined by the Board.

III. MEETINGS AND REPORTS

The Executive Committee will meet as frequently as the Executive Committee deems necessary. Meetings of the Executive Committee may be called by or at the request of the Chairman of the Board of Directors, the chairperson of the Executive Committee, or otherwise as provided in the by-laws of the Company. The Executive Committee will report periodically at regularly scheduled meetings of the Board regarding the Executive Committee’s activities.

IV. SPECIFIC RESPONSIBILITIES AND AUTHORITY

The Executive Committee is responsible for exercising the authority of the Board during intervals between meetings of the Board, subject to certain limitations of Delaware law.

V. DELEGATION; USE OF ADVISORS

The Executive Committee may delegate authority with respect to such of its functions to such officers of the Company or to a subcommittee as it may deem appropriate from time to time. In the course of fulfilling its duties, the Executive Committee has the sole authority to retain its own independent advisors in its sole discretion, including sole authority to approve the fees and other retention terms of any advisor and to terminate such advisor.