



CHARTER OF THE EXECUTIVE COMMITTEE
Revised April 27, 2005

A. Establishment

The Boards of Directors of Harleysville Mutual Insurance Company and Harleysville Group Inc. have established an Executive Committee pursuant to Article V. §2 of the by-laws of each company.

B. Membership

The Executive Committee shall consist of the Chairman of the Board, who shall chair the Committee, Chief Executive Officer, and two or more additional directors. The Secretary shall attend meetings and record minutes. Other officers and employees may attend at the invitation of the Chairman of the Board.

C. Function

Between meetings of the Boards of Directors the Executive Committee shall exercise the full powers of the Boards of Directors, as necessary, and as permitted by applicable law and the by-laws.

D. Responsibilities and Limitations of Authority

The responsibility of the Executive Committee is to conduct the affairs of the Companies and advise the officers of the Companies when the full Boards of Directors are unable or not scheduled to meet; provided, however, that the power and authority of the Committee are subject to the provisions of the Delaware General Corporation Law or the Pennsylvania Business Association Law, as applicable, the Companies' certificates or articles of incorporation, and the Companies' by-laws. Accordingly, the Executive Committee may not approve:

1. the creation or filling of vacancies on the Boards of Directors;
2. any adoption, amendment or repeal of by-laws;
3. any amendment or repeal of any resolution of the Boards that is amendable or repealable only by the Boards of Directors;
4. any amendment of Harleysville Mutual's Articles of Incorporation or Harleysville Group's Certificate of Incorporation;
5. any merger or consolidation of Harleysville Mutual or Harleysville Group into a new corporation; or
6. any division, conversion or dissolution of Harleysville Mutual or Harleysville Group.

The Committee shall not exercise any power or authority delegated or assigned to another Committee by the Boards of Directors, except in extraordinary circumstances as determined by the Executive Committee when time is of the essence.