

LASALLE HOTEL PROPERTIES
NOMINATING & GOVERNANCE
COMMITTEE CHARTER

Purpose

The Nominating & Governance Committee is appointed by the Board (1) to assist the Board by identifying individuals qualified to become Board members, and to recommend to the Board the trustee nominees for the next annual meeting of shareholders; (2) to recommend to the Board the Corporate Governance Guidelines applicable to the Company; (3) to lead the Board in its annual review of the Board's performance; and (4) to recommend to the Board trustee nominees for each committee.

Committee Membership

The Nominating & Governance Committee shall consist of no fewer than three members. The members of the Nominating & Governance Committee shall meet the independence requirements of the New York Stock Exchange and the federal securities laws and regulations for such committee.

The members of the Nominating & Governance Committee shall be appointed and replaced by the Board.

Committee Authority and Responsibilities

The Nominating & Governance Committee shall have the sole authority to retain and terminate any search firm to be used to identify trustee candidates and shall have sole authority to approve the search firm's fees and other retention terms. The Nominating & Governance Committee shall also have authority to obtain advice and assistance from internal or external legal, accounting or other advisors.

1. The Nominating & Governance Committee shall actively seek individuals qualified to become board members for recommendation to the Board.
2. The Nominating & Governance Committee shall select, or recommend that the Board select, the director nominees for the next annual shareholder's meeting.
3. The Nominating & Governance Committee shall receive comments from all trustees and report annually to the Board with an assessment of the Board's and (it being understood that management's performance and compensation is evaluated by the Compensation Committee), to be discussed with the full Board following the end of each fiscal year.
4. The Nominating & Governance Committee will review each director's continuation on the Board every three years or sooner, if their term is to expire as of the next annual shareholders' meeting.

5. The Nominating & Governance Committee shall review and reassess the adequacy of the Corporate Governance Guidelines of the Company and recommend any proposed changes to the Board for approval.
6. The Nominating & Governance Committee may form and delegate authority to subcommittees when appropriate.
7. The Nominating & Governance Committee shall make regular reports to the Board.

The Nominating & Governance Committee shall review and reassess the adequacy of this Charter annually and recommend any proposed changes to the Board for approval. The Nominating & Governance Committee shall annually review its own performance.