

**BY THE BOARD OF DIRECTORS
OF
THE OVERSEAS PRIVATE INVESTMENT CORPORATION**

WHEREAS it is the responsibility of the Board to provide oversight as to the manner in which the business of the Corporation may be conducted.


WHEREAS the Board recognizes that the Corporation faces a broad set of risks.

WHEREAS the Board, at its discretion, may establish a standing committee composed of Directors, in accordance with Article IV of the Corporation's Bylaws.

THEREFORE BE IT RESOLVED that the Board directs OPIC management to create the necessary documents for the formation of a Risk Committee of the Board, including a proposed charter and nominations for Committee membership, for Board consideration at its next regular meeting.



Approved by the Board of Directors
on March 17, 2016


Catherine F. I. Andrade
Corporate Secretary