

LASALLE HOTEL PROPERTIES

NOMINATING AND GOVERNANCE COMMITTEE CHARTER

Purpose

The Nominating and 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 and Governance Committee shall consist of no fewer than two members. The members of the Nominating and 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 and Governance Committee shall be appointed and replaced by the Board.

Committee Authority and Responsibilities

It is anticipated that the Nominating and Governance Committee will meet quarterly, or more or less frequently as the Nominating and Governance Committee members deem appropriate or necessary. One-third, but not less than two of the members of the Nominating and Governance Committee shall be present in person at any meeting of the Nominating and Governance Committee in order to constitute a quorum for the transaction of business at such meeting, and the act of a majority present shall be the act of the Nominating and Governance Committee. Any action required or permitted to be taken at any meeting of the Nominating and Governance Committee may be taken without a meeting, if a consent to such action is given in writing or by electronic transmission by each member of the Nominating and Governance Committee and such consent is filed in paper or electronic form with the minutes of proceedings of the Nominating and Governance Committee.

The Nominating and 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 and Governance Committee shall also have authority to obtain advice and assistance from internal or external legal, accounting or other advisors.

1. The Nominating and Governance Committee shall actively seek individuals qualified to become board members for recommendation to the Board.
2. The Nominating and Governance Committee shall select, or recommend that the Board select, the trustee nominees for the next annual shareholders' meeting.

3. The Nominating and Governance Committee shall receive comments from all trustees and report annually to the Board with an assessment of the Board's performance (it being understood that management's performance and compensation and the Board's compensation are evaluated by the Compensation Committee), to be discussed with the full Board following the end of each fiscal year.
4. The Nominating and Governance Committee will review each trustee's continuation on the Board annually, if his or her term is to expire as of the next annual shareholders' meeting.
5. The Nominating and 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 and Governance Committee may form and delegate authority to subcommittees when appropriate.
7. The Nominating and Governance Committee shall make regular reports to the Board.
8. The Nominating and Governance Committee shall review and reassess the adequacy of this Charter annually and recommend any proposed changes to the Board for approval. The Nominating and Governance Committee shall annually review its own performance.