

Corporate Governance Policy

Board Approval Date: December 27, 2018

1 Introduction

This document sets forth the basic corporate governance principles and practices that govern Glacier Bancorp, Inc. (the “Company”) and its subsidiary, Glacier Bank. It describes the basic framework for the operation of the Company’s board of directors. The Company’s board of directors has approved this statement of principles. The Board recognizes that one of its essential functions is an ongoing review and discussion of corporate governance principles and procedures and the Board is committed to an annual review of these principles.

2 The Role of the Board

The Company’s business is directed by the Board under the management of the Company’s President and Chief Executive Officer (“CEO”) and conducted by its officers, managers and employees to enhance the long-term value of the Company for its shareholders. The Board and management recognize that the Company’s shareholders’ long-term interests are advanced by responsibly addressing the legitimate concerns of other stakeholders and interested parties including employees, customers, suppliers, and the communities in which the Company and its subsidiaries operate.

3 Statement of Board Governance Principles

- Set Company goals and objectives in consultation with executive management;
- Establish policies to achieve Company goals and objectives;
- Monitor the effectiveness of management, including its ability to plan and execute corporate strategies; and
- Hold management accountable for results and appropriately reward management for its achievements.

In carrying out its oversight role, the Board will perform the following principle functions:

- In consultation with executive management, establish a corporate strategy and culture;
- Ensure that internal controls are in place for maintaining the integrity of the Company, the integrity of its financial statements, its compliance with law and ethics, the integrity of its relationships with employees, customers, suppliers and other stakeholders;
- Ensure appropriate management succession for the senior executive officers of the Company and Glacier Bank;
- In consultation with the Compensation Committee of the Board, review and approve the compensation of the CEO and establish procedures for setting and reviewing director compensation;
- Monitor the fundamental financial and business strategies and major corporate actions taken by the Company and Glacier Bank; and
- Identify the major risks facing the Company and how to address and mitigate those risks, including the approval of the Company’s operating policies.