DAVITA INC.
NOMINATING AND GOVERNANCE COMMITTEE CHARTER

Company's governance policies ar

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Establish and oversee the p
effectiveness of incumbent Bo

In coordination with the Board
or election to the Board, as and
for election to the Board by th

In coordination with manage
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environmental, sustainability a
performance or public image o

ng, the Committee members who are present shall
erve as Committee Chair of that meeting.

hen it deems appropriate but shall meet not less than
ect the preparation of or approve an agenda in advance
EO and other Company executives as necessary to
um for the transaction of business at any meeting of
the Committee members. The Committee will report

regularly to the Board and may form and delegate authority to subcommittees consisting of one or more members when it deems appropriate.

III. <u>Nominating and Governance Committee Responsibilities and Duties</u>

The responsibilities and duties of the Nominating and Governance Committee shall include the following:

1. In coordination with the Board, identify and recommend to the Board for nomination, appointment or election, as and when appropriate, candidates qualified to stand for election to the Board by the Company's stockholders or to fill Board vacancies, consistent with criteria approved by the Board and with the Company's corporate governance principles and policies and giving due consideration to the candidate's experience, skills, perspectives, potential contribution to the Board and impact on the overall diversity of the Board. In making such recommendations, the Committee also shall consider the mix of different tenures, and take steps as may be appropriate to ensure that the Board maintains an openness to new ideas and a willingness to re-examine the status quo.

2. Make recommendations to the Board regarding the composition of the committees of the Board and the appointment of specific Board members to the committees, taking into consideration independence, financial expertise and other factors relevant to such appointments.

3. Evaluate from time to time the effectiveness of the Board and make recommendations to the Board regarding Board size and composition, giving consideration to changes in the Company's business, existing and anticipated corporate governance-related provisions of applicable laws and regulations, including Securities and Exchange Commission and New York Stock Exchange requirements, and best corporate governance practices.

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