

<p><b>Washington Federal, Inc.</b> <b>Lead Independent Director</b></p>
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The Board of Directors (“Board”) has determined that a Lead Independent Director position will be established during periods when the Chairman of the Board is also an employee of the Company or has a disqualifying relationship for independence as defined in the NASDAQ corporate governance rules.

The Nominating and Governance Committee will annually recommend a Lead Independent Director from among those non-employee directors whom the Board has affirmatively determined has no material relationship with Washington Federal either directly, or indirectly, as a partner, shareholder, officer or employee of an organization that has a material relationship with the Company. The nominee must then be confirmed by a majority vote of non-employee directors.

The Board’s Lead Independent Director will serve as chair of at least two meetings of independent directors each year, generally to convene immediately after the regularly scheduled meetings of the Board in November and May each year. Additional meetings may be held as needed in the sole discretion of the Lead Independent Director. Non-independent directors will be excluded from these meetings.

In consultation with other independent directors during these meetings, the Lead Independent Director will advise the Chairman regarding agenda items for future meetings of the full Board, be available for consultation and direct communication with the Company’s shareholders and perform such other duties as the Board may delegate from time-to-time. Following each meeting of independent directors, the Lead Independent Director will also be responsible for the preparation of minutes and for communicating the issues discussed to the Chairman.

*Approved by the Board of Directors September 27, 2010*