

COMMUNICATIONS SYSTEMS, INC.

CHARTER OF THE PUBLIC RESPONSIBILITY COMMITTEE¹

I. Purpose

The Public Responsibility Committee (the “Committee”) of the Board of Directors (the “Board”) of Communications Systems, Inc. (“CSI”) is responsible for guiding and directing charitable giving by CSI. In addition, as appropriate, the Committee will review and provide recommendations regarding CSI policies related to corporate social responsibility and public policy issues of significance to CSI or that may affect CSI’s business operations, performance or corporate reputation.

II. Committee Membership

The Committee shall be comprised of at least three directors, a majority of which shall be non-employee members of the Board, each of whom shall serve at the pleasure of the Board. The Board shall appoint the Committee’s Chair.

III. Meetings and Minutes

The Committee will meet at least once each year or more frequently as it deems necessary or appropriate to carry out its responsibilities.

The Chair shall, in consultation with other Committee members, set the agenda for and preside at meetings of the Committee. The Secretary of CSI, or other designated individual, shall record and keep minutes of all Committee meetings.

IV. Committee Duties and Responsibilities

The primary duties and responsibilities of the Committee are:

- A. To develop and, as appropriate, revise the goals and objectives for the Company’s charitable giving, including the degree of emphasis to be placed on giving to local institutions and agencies where CSI operates;
- B. To develop and recommend to the Board various channels by which the Company’s charitable giving would be accomplished, including direct giving, matching grant programs, in-kind contributions, volunteer support or otherwise;
- C. To develop policies and procedures for implementation of the Company’s charitable giving;

¹ Adopted March 6, 2008.

- D. To evaluate and made recommendations to the Board with respect to funding of specific proposed charitable giving opportunities, with ultimate decision making retained by the Board;
- E. To review and, if necessary, make recommendations to the Board with regard to shareholder proposals, if any, involving issues of public policy and social responsibility and to make recommendations to the Board regarding CSI's response to these proposals; and
- F. As appropriate, to monitor and evaluate trends in legislation, regulation, and emerging public policy issues that may affect CSI's business operations, performance, or corporate reputation and recommend to the Board what, if any, action to be taken by the Company in respect thereof.

V. Resources Available to the Committee

The Committee shall have direct access to, and complete and open communication with, senior management and may obtain advice and assistance from internal legal, accounting, and other advisors to assist it. The Committee may retain, if appropriate, independent legal, accounting, and other advisors to assist it, and may determine the compensation of such advisors, and CSI shall be responsible for any costs or expenses so incurred.