

THE GEO GROUP, INC.
LEGAL STEERING COMMITTEE CHARTER

The Legal Steering Committee (the “Committee”) is a committee of the Board of Directors (the “Board”) of The GEO Group, Inc. (the “Company”). The primary function of the Committee is to assist the Board in fulfilling its oversight responsibilities by performing the duties described in this Charter.

DUTIES AND RESPONSIBILITIES

The Committee shall have the following duties and responsibilities:

1. The Committee shall assist the Board in reviewing appropriate litigation matters and ensuring that the Company’s overall legal strategy aligns with the Board’s overall objectives and risk management goals and that the Company appropriately manages litigation risks and opportunities.
2. The Committee shall interact with the Company’s General Counsel in performing its functions.
3. The Company’s General Counsel shall report to the Committee all legal matters that the General Counsel believes are appropriate for consultation with the Committee, in his or her discretion. The General Counsel shall provide appropriate updates to the Committee on such legal matters.
4. The Committee may also request that the General Counsel provide an update on any other legal matters of which the Committee becomes aware.
5. To the extent necessary, the Committee shall review and discuss with Company management any litigation matters that may impact the Company’s public disclosures.
6. The Committee shall report as necessary to the Board concerning litigation matters that the Committee has reviewed.
7. While the Committee has the responsibilities and powers set forth in this Charter, it is not the duty of the Committee to directly supervise the Company’s legal counsel nor to determine strategy regarding the defense of or prosecution of litigation matters the Company faces.

MEETINGS AND PROCEDURES

8. The Committee may fix its own rules of procedure, which shall be consistent with the bylaws of the Company and this Charter.

9. The Committee shall include at least three members, at least two of whom shall be independent members of the Board that meet the independence requirements of applicable laws (including the Securities Exchange Act of 1934 (the “Act”) and the rules promulgated thereunder) and the listing standards of the New York Stock Exchange, and shall comprise a majority of the Committee. If there is any change in the size of the Committee, a majority of its members shall be independent.
10. The members of the Committee should have adequate experience and expertise in addressing relevant legal matters, such as litigation, regulatory compliance, and risk management.
11. The Committee shall recommend, and the Board shall designate, one member of the Committee as Chair. The Chair of the Committee shall be an independent director that meets the independence requirements of applicable laws (including the Act and the rules promulgated thereunder) and the listing standards of the New York Stock Exchange. Committee members may be removed by the Board.
12. The Committee shall meet at least quarterly, or more frequently as it may determine necessary, and shall report to the Board on its activities, including any recommendations that the Committee may have for the full Board regarding oversight of legal matters.
13. The Chair or a majority of the members of the Committee may call meetings of the Committee upon such notice as is required for special Board meetings in accordance with the Company’s bylaws. The Committee may meet by telephone conference call or by any other means permitted by law or the Company’s bylaws.
14. The Committee may conduct periodic separate executive sessions with management or with the Company’s General Counsel to discuss any matters that the Committee or any of these individuals believes should be discussed privately.
15. A majority of the members of the Committee shall constitute a quorum.
16. The Chair of the Committee shall be responsible for leadership of the Committee, including preparing the agenda, presiding over Committee meetings, making Committee assignments and reporting the Committee’s actions to the Board as contemplated below.
17. The Committee may request that any Director, officer or employee of the Company, or other persons whose advice and counsel are sought by the Committee, attend any meeting of the Committee to provide such pertinent information as the Committee requests.
18. The Committee shall regularly report to the full Board on its proceedings and any actions that it takes.
19. The Committee shall keep written minutes of its meetings, which minutes shall be maintained with the books and records of the Company.

PERFORMANCE EVALUATION

20. The Committee shall conduct a self-evaluation of its performance annually.
21. In conducting this review, the Committee shall evaluate whether this Charter appropriately addresses the matters that are or should be within its scope.
22. In conducting this review, the Committee shall address all matters that it considers relevant to its performance, including at least the following: the adequacy, appropriateness and quality of the information and recommendations presented by the Committee to the Board, the manner in which they were discussed or debated, and whether the number and length of meetings of the Committee were adequate for the Committee to complete its work in a thorough and thoughtful manner.
23. The Committee shall present to the Board the results of its evaluation, including any recommended amendments to this Charter and any recommended changes to the Company's or the Board's policies and procedures.

OUTSIDE ADVISORS

24. The Committee has the authority to obtain, and shall obtain as appropriate, advice and assistance from outside legal, accounting or other advisors, at the Company's expense, as the Committee determines appropriate or advisable to carry out its duties. Additionally, the Committee shall have the authority to call upon the appropriate corporate staff for assistance in the conduct of its responsibilities.
25. The Company shall provide appropriate funding, as determined by the Committee, for compensation to any advisors that the Committee chooses to engage. The Company shall also pay for any ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.