

CHARTER OF THE CORPORATE GOVERNANCE AND NOMINATING COMMITTEE

1. PURPOSE

The purpose of the Corporate Governance and Nominating Committee (the "Committee") of Sport Chalet, Inc. (the "Company") is to help to ensure that the Board of Directors (the "Board") is appropriately constituted to meet its fiduciary obligations to the Company and its stockholders, and that the Company has, and follows, appropriate governance standards. To carry out this purpose, the Committee shall:

- (a) Develop and recommend to the Board a set of corporate governance principles applicable to the Company.
- (b) Recommend the director nominees to be selected by the Board for the next annual meeting of shareholders.
- (c) Identify individuals qualified to become Board members, consistent with criteria approved by the Board.
- (d) Oversee the evaluation of the Board and management.

2. COMMITTEE MEMBERSHIP AND ORGANIZATION

The Committee shall be comprised of no fewer than two members. Each member of the Committee shall be "independent" as defined by the rules of the Nasdaq Stock Market. Each member shall be free of any relationship that, in the opinion of the Board, would interfere with his or her individual exercise of independent judgment. The members of the Committee shall be appointed and replaced by the Board. The Board shall appoint one of the members as Chair.

3. COMMITTEE RESPONSIBILITIES AND AUTHORITY

To carry out its purposes expressed in Paragraph 1 above, the Committee shall have the following responsibilities and authority. Delegation by the Board of responsibilities to the Committee shall not preclude the Board from taking any action permitted to be taken under governing law, rules or regulations applicable to the Company.

- (a) Evaluate the current composition, organization, size and governance of the Board and its committees; determine future requirements; make recommendations to the Board concerning the appointment of directors to committees of the Board; and recommend the selection of chairs of committees of the Board.
- (b) Determine the desired qualifications, expertise and characteristics for potential directors and conduct searches for director candidates that have corresponding attributes. Evaluate, propose and approve nominees for election to the Board, and consider and evaluate stockholder nominees for election to the Board.
- (c) Oversee the Board's performance evaluation process, including conducting surveys of director observations, suggestions and preferences. The Committee shall also evaluate the participation of members of the Board in continuing education activities.

- (d) Form and delegate authority to subcommittees, or delegate authority to members, when appropriate, provided that such subcommittees will be composed exclusively of members of this Committee and will operate pursuant to a published charter.
- (e) Evaluate and recommend termination of service of individual members of the Board as appropriate, in accordance with the Board's governance principles, for cause or for other proper reasons.
- (f) Make regular written reports to the Board.
- (g) Review and re-examine this Charter at least annually and make recommendations to the Board with respect to any proposed changes.
- (h) Review annually the Company's corporate governance guidelines and make recommendations to the Board with respect to any proposed changes.
- (i) Annually report to the full Board regarding its own performance against the responsibilities outlined in this Charter and as otherwise established by the Board.
- (j) Obtain advice, assistance, reports or opinions from internal or external legal, accounting or other advisors.
- (k) Retain and terminate any search firm to be used to identify director candidates and approve the search firm's fees and other retention terms

4. MEETING AND MINUTES

- (a) The Committee will meet at least twice annually and will also meet, as required, in response to the needs of the Board and as necessary to fulfill its responsibilities.
- (b) The Committee will maintain written minutes of its meetings, which minutes will be filed with the minutes of the meetings of the Board.