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The Board of Directors has three standing committees: the Audit Committee, the Compensation Committee, and the Nominating and Governance Committee. The chart below summarizes the committee structure and membership of LCA-Vision's Board of Directors as of June 2, 2009.

 Chairperson	 Member	 Financial Expert
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Audit Committee	Compensation Committee	Nominating & Governance Committee
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### Independent Directors\*

William F. Bahl			
John H. Gutfreund			
John C. Hassan			
Edgar F. Heizer			
E. Anthony Woods			

### Non-Independent Directors

Steven C. Straus			
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\* Independent directors as defined in the Marketplace Rules of the Nasdaq Stock Market.