

**THE WEITZ FUNDS
CORPORATE GOVERNANCE COMMITTEE CHARTER**

1. The Corporate Governance Committee (the “Committee”) of The Weitz Funds (the “Funds”) shall be composed entirely of independent trustees.
2. The Committee shall make nominations for independent director membership on the Board of Trustees. The Committee shall evaluate candidates’ qualifications for Board membership and their independence from Weitz Investment Management, Inc. (the “Adviser”) and other principal service providers. Persons selected must be independent in terms of both the letter and the spirit of the Investment Company Act of 1940 (the “1940 Act”). The Committee shall also consider the effect of any relationships beyond those delineated in the 1940 Act that might impair independence, e.g., business, financial or family relationships with the Adviser or service providers.
3. The Committee shall review Board governance procedures, as necessary, and recommend any appropriate changes to the full Board of Trustees.
4. The Committee shall periodically review the composition of the Board of Trustees to determine whether it may be appropriate to add individuals with different backgrounds or skill sets from those already on the Board.
5. The Committee shall periodically review director compensation, as necessary, and recommend any appropriate changes to the independent trustees of the Board.
6. The Committee shall review, as necessary, the responsibilities of any committees of the Board and whether any additional committees of the Board are necessary. The Committee shall make recommendations for any such action, as necessary, to the full Board.
7. The Committee shall make nominations for membership on board committees and shall review committee assignments, as necessary.
8. The Committee shall monitor the performance of legal counsel employed by the Funds and recommend separate counsel to the independent directors, if necessary.
9. In the event that the Funds’ investment adviser has a conflict of interest associated with any proxy vote relating to a security held by a Fund and the investment adviser is unable to vote the proxy on the basis of the recommendation of a third party such as a proxy voting service and discloses the conflict of interest to the Board, the

Committee shall either (i) review the conflict and consent to the adviser's vote or (ii) assume responsibility for voting such proxy.

10. The Committee shall also serve as the "Qualified Legal Compliance Committee" and, therefore, be responsible for overseeing attorney reports made under the Fund's "Procedures for Receiving Reports of Evidence of a Material Violation" adopted pursuant to SOX Section 307 and related SEC rules (part 205) which require attorneys who appear and practice before the SEC to report evidence of any material violation of securities law or breach of fiduciary duty or a similar violation by an issuer or any of its agents up the ladder and, ultimately, to the Board. A copy of the Procedures is attached as Exhibit A to this Charter.
11. The Committee shall have the resources and authority appropriate to discharge its responsibilities, including authority to retain special counsel and other experts or consultants at the expense of the Funds.
12. The Committee shall meet on a regular basis and is empowered to hold special meetings as circumstances require. The Committee shall keep minutes of all meetings held. The Committee shall meet with officers of the Adviser, as necessary.
13. The Committee shall review this Charter at least annually and recommend any changes to the Board of Trustees.

EXHIBIT A

THE WEITZ FUNDS

QUALIFIED LEGAL COMPLIANCE COMMITTEE

**PROCEDURES FOR RECEIVING REPORTS
OF EVIDENCE OF A MATERIAL VIOLATION**

A. Composition

The Qualified Legal Compliance Committee ("QLCC") shall be comprised of all of the Trustees of The Weitz Funds (the "Trust") who are not "interested persons" of the Trust (as defined in Section 2(a)(19) of the Investment Company Act of 1940, as amended). The Corporate Governance Committee of the Trust shall function as the QLCC for purposes of these Procedures.

B. Process for Receiving and Responding to Reports of Evidence of Material Violations

1. Confidential Receipt. Reports of "evidence of a material violation" by the Trust, its officers, Trustees, employees or agents from lawyers "appearing or practicing" before the SEC (as those terms are defined in applicable regulations) shall be submitted in writing to the Chair of the QLCC. The QLCC shall take steps to secure the confidentiality of the report.
2. Initial Review. The Chair of the QLCC shall initially review the report. In the event that the Chair determines that the report may have merit, the Chair shall distribute copies of the report to the other QLCC members for their review. The Chair shall inform the chief legal officer or chief executive officer (or the equivalents thereof) when the QLCC receives a report of evidence of a "material violation."¹
3. Full Committee Review. The Chair may schedule a special meeting of the QLCC (which may be by telephone) or wait until a regular meeting to address the issues raised by the report. Upon reviewing the report, the QLCC shall determine whether an investigation is necessary. If the QLCC determines that no material violation has occurred, is ongoing, or is about to occur, then the QLCC will notify the reporting person(s) and advise the person(s) of the basis for such determination. Such a determination must be made on the basis that the QLCC "reasonably believes" that no material violation has occurred, is ongoing, or is

¹ A "material violation" includes a violation of an applicable United States federal or any state securities law, a material breach of fiduciary duty created by a United States federal or state law, or a similar violation of any United States federal or state law. "Material" refers to conduct or information about which a reasonable investor in the applicable Fund would want to be informed before making an investment decision.

about to occur. "Reasonably believes" means that the QLCC "believes the matter in question and that the circumstances are such that the belief is not unreasonable."

4. Investigation. If the QLCC determines that an investigation of the report is necessary or appropriate, the QLCC shall:
 - a. notify the full Board of Trustees;
 - b. initiate an investigation, which may be conducted either by the adviser's chief legal officer, fund counsel, or by outside attorneys, as appropriate;
 - c. retain such additional expert personnel as the QLCC deems necessary or appropriate. In this regard, the QLCC shall have the full authority to retain, at the Trust's expense, such experts as the QLCC deems necessary and appropriate to carry out the functions of the QLCC.

At the conclusion of any such investigation, the QLCC shall:

- a. recommend, by majority vote of the QLCC, that the Trust implement an appropriate response to evidence of a material violation; and
 - b. the adviser's chief legal officer or the chief executive officer (or the equivalents thereof) and the Board of Trustees of the results of any such investigation under this section and the appropriate remedial measures to be adopted.
5. Additional Response. Acting by majority vote of the QLCC, the QLCC shall take all other appropriate action, including the authority to notify the SEC in the event that the Trust fails in any material respect to implement an appropriate response that the QLCC has recommended the Trust to take.

C. Attorney-Client Privilege

The QLCC, in the discretion of the Chair, may, but shall not be required to, keep copies of written reports submitted to the QLCC, written minutes of its proceedings, and written records of the results of its investigations and recommendations to the Board of Trustees. It is the intent of the QLCC that all such reports, minutes and records shall be protected by the attorney-client privilege (or any other applicable privilege), and that such reports, minutes and records be made available only following a voluntary waiver of such privilege. Any written record of the QLCC's actions required to be maintained by applicable law or the Trust's charter documents shall not disclose any information protected by the attorney-client privilege (or any other applicable privilege).