



Safety, Health, and Environment Committee Charter

Membership and Organization

The members of the Safety, Health and Environment Committee shall be comprised of not less than three directors. The Committee members shall be appointed by the Board. The Committee shall meet regularly and as deemed necessary by the Chairman of the Committee. The Committee may form and delegate authority to subcommittees as it deems appropriate.

Authority and Responsibilities

The Corporation recognizes its responsibility to promote safety, health and sustainable environments for the benefit of customers, employees and the public. The primary responsibility for assuring the Corporation's compliance with applicable safety, health and environmental ("SHE") laws and regulations is vested in management of the Corporation. In order to monitor such compliance, the Board has established the Committee. The Committee is appointed by the Board to review and oversee the Corporation's SHE policies, programs and practices that affect, or could affect, the Corporation's employees, customers, stockholders, and neighboring communities. Without limitation, the Committee shall:

1. Review the Corporation's SHE policies, programs and practices, SHE risks, SHE statistics, pending SHE matters, security risks, and industry best practices;
2. Review regulatory, environmental, and health and safety trends, issues and concerns which affect or could affect the Corporation's SHE practices, including the Corporation's overall environmental compliance, clean-up and remediation efforts;
3. Review the implementation of and compliance with policies with respect to the Corporation's SHE practices and such additional policies and practices to further the interests of the Corporation's employees, customers, stockholders, or neighboring communities; and
4. Review the Corporation's Sustainability Report, including compliance with the Corporation's stated sustainability principles.

Reports to Board

The Committee shall make regular reports to the Board.

Outside Advisors and Access to Management

The Committee may, as it deems necessary or appropriate and at the Corporation's expense, obtain advice and assistance from internal or external legal or other advisors. The Committee shall have unrestricted access to Management.

Charter Recommendation

The Committee shall annually review and assess the adequacy of the Committee Charter and make recommendations to the Board of Directors relating to the Committee's Charter and the Committee's core meeting agenda for the upcoming year.

Performance Review

The Committee shall perform an annual review of the performance of the Committee.