

**QUESTAR CORPORATION
STATEMENT OF RESPONSIBILITIES
EXECUTIVE COMMITTEE**

The Executive Committee of Questar Corporation's Board of Directors consists of the Chairs of the Board Committees, Chairman of the Board, Chief Executive Officer (if the positions are not occupied by the same person), and at least one other independent director. The Chairman of the Executive Committee shall be an independent director who has previously served as Chairman of another Committee. The Committee and its Chairman are appointed each year by the Board of Directors at the first meeting following the Company's annual meeting. The Board of Directors may fill vacancies on the Committee or appoint additional directors to serve on the Committee at any time.

The Chairman of the Executive Committee shall be designated as the "lead director" who shall preside at executive sessions of Board meetings when inside directors and officers are excused. Such sessions shall be held on a regular basis. The lead director is also responsible for communicating information from the executive sessions to the Chief Executive Officer.

The Executive Committee may exercise the power of the full Board of Directors in the management of the Company's affairs when time is of the essence, when providing the final approval on matters previously reviewed by the full Board, or when assigned a specific responsibility by the full Board. The Executive Committee has an annual responsibility to evaluate its effectiveness and review the sufficiency of its statement of responsibilities.

QUESTAR CORPORATION
STATEMENT OF RESPONSIBILITIES
FINANCE AND AUDIT COMMITTEE

The Finance and Audit Committee of Questar Corporation's Board of Directors consists of at least four members. To be eligible to serve on the Committee, a director must be both "independent" and "financially literate." These determinations will be made by the Board using such terms as defined by any applicable law or any listing standard established by the New York Stock Exchange. One lead member of the Committee must have accounting or related financial management expertise and be eligible for designation as a "financial expert." The Committee and its Chairman are appointed each year by the Board of Directors at the first Board meeting following Questar's annual meeting of shareholders. The Board of Directors may appoint new members of the Committee at any time.

The Committee is responsible for overseeing the Company's financial statements, the Company's compliance with legal and regulatory requirements, the independent accounting firm's qualifications and independence, the performance of the Company's internal audit function, and for preparing the report to be included in the Company's annual proxy statement. The Committee Chairman is required to make regular reports to the full Board of Directors (or to the Board of Directors of a reporting subsidiary). The Committee's responsibilities are described more fully below.

1. Annual Financial Statements. Review annual financial statements and the results of the audit performed in conjunction with such statements. The Committee shall review a report, on at least an annual basis, that discloses all critical accounting practices followed by the Company, all alternative treatments of financial information within generally accepted accounting principles, and other material written communications between the accounting firm and Questar's management. The Committee shall review the Company's disclosures in the "Management's Discussion and Analysis."

2. External Audit Process. Oversee the external audit process and the independence of the accounting firm. In connection with this general responsibility, the Committee shall be "directly responsible for the appointment, compensation, and oversight of the work of the independent accounting firm" for the Company and its reporting subsidiaries. The Committee shall approve the engagement letter specifying audit fees for the Company and its reporting subsidiaries, and shall approve in advance any non-audit services to be performed for the Company and/or its subsidiaries, not expressly prohibited under federal law and services not otherwise specified in the engagement letter to be performed by the accounting firm and the fees charged for such services. The Committee shall be responsible for approving any reports concerning audit services and fees disclosed in periodic reports and for resolving disagreements between the Company and the accounting firm brought to its attention. The Committee shall review, at least annually, a report by the accounting firm describing its internal quality control procedures, any material issues raised by the most recent internal quality-control review and any inquiry or investigation by governmental or professional

authorities. The Committee shall also set hiring policies for employees or former employees of the accounting firm and insure that such hiring policies comply with federal law.

3. Internal Audit and Internal Control. Oversee the internal audit function including internal control and financial reporting. In connection with this general responsibility, the Committee shall review and approve the Company's annual internal control report disclosed in the Form 10-K.

4. Interim Financial Statements. In connection with this responsibility, the Committee shall meet with representatives of the Company, the independent accounting firm and internal audit on a quarterly basis and review the Company's disclosures under "Management's Discussion and Analysis."

5. Earnings Releases. Review earnings press releases as well as financial information and earnings guidance provided before such information is disseminated publicly.

6. Business Ethics Policy. In connection with a general responsibility to oversee the Business Ethics Policy, the Committee shall approve any special ethics policy provisions for the Company's Chief Financial Officer and other specified individuals assigned the responsibility for the Company's financial and accounting records. The Committee shall also establish procedures for the Company to use for receiving and treating complaints, including confidential, anonymous employee complaints, concerning accounting, auditing, or internal control procedures.

7. Risk Assessment and Management Policies. In conjunction with a general responsibility to review risk assessment policies, the Committee shall receive periodic reports concerning any legal, environmental, taxation, credit, and regulatory matters that could have a material effect on the Company's financial statements and compliance policies.

8. Reserves Review. The Committee, on an annual basis, shall review estimates of Questar Market Resources' nonregulated reserves and review the process for retaining the independent reservoir engineering firms that prepare the Company's reserve estimates. As part of these responsibilities, the Committee will review the reserves estimates, meet with the Questar Market Resources committee responsible for reserves estimates and perform any other activities the Committee deems necessary to complete its review. The Committee may meet with representatives of any independent reservoir engineering firm.

9. Subsidiary Audit Committees. The Chair of the Committee shall also serve as a director of each of the Company's subsidiaries that is an "issuer" subject to filing requirements imposed by the Securities Exchange Act of 1934, as amended. In conjunction with this role, the Committee Chair shall also serve as a member of each subsidiary's Audit Committee. Other members of each subsidiary's Audit Committee shall include Committee members who also serve as directors of such subsidiary. The members of the Audit Committee for each subsidiary shall be responsible for reviewing the annual and interim financial statements of such subsidiary, particularly disclosures under Management's Discussion and Analysis. When practicable, meetings of this Committee shall be conducted as joint meetings with each reporting subsidiary's Audit Committee.

10. Miscellaneous. Handle miscellaneous assignments requested by the full Board.
11. Evaluation. Review on an annual basis the Committee's effectiveness and the sufficiency of its written statement of responsibilities.
12. Executive Sessions. The Committee, on a periodic basis, shall meet separately with the Chief Financial Officer, internal auditors, and independent public accountants.

The Committee has the authority to hire independent counsel and any other advisors that it deems necessary to assist with its responsibilities.

Management is responsible for preparing the financial statements of the Company and each reporting subsidiary, and the auditors are responsible for auditing such financial statements. Management is also responsible for preparing the reserves estimates. In carrying out its oversight responsibilities, the Committee is not providing any expert or special assurance as to the Company's financial statements or any professional certification as to the independent auditor's work, auditing standards, or the independence of the auditors. Additionally, the Committee is not providing any expert opinion or special assurances as to reserves estimates or any assurances as to the independent engineering firm's work, standards, or independence. Each member of the Committee and the Audit Committee of a reporting subsidiary shall be entitled to rely on the people and organizations that supply information to the Committee and the accuracy and completion of such information.

QUESTAR CORPORATION
STATEMENT OF RESPONSIBILITIES
MANAGEMENT PERFORMANCE COMMITTEE

The Management Performance Committee of Questar Corporation's Board of Directors consists of at least four members, all of whom are independent directors¹. The Committee and its Chairman are appointed each year by the Board of Directors at the first Board meeting following Questar's annual meeting of shareholders. To be considered for membership on the Committee, a director should have broad information about and experience with executive compensation practices. The Board of Directors may appoint new members of the Committee at any time and remove any member who is not fulfilling responsibilities imposed on Committee members **or** who ceases to retain status as an independent director.

The Committee has specified responsibilities delegated by the Board of Directors. Its basic responsibility is to assure that the Company's total compensation program is aligned with the Company's business strategies and overall financial goals; motivates the Company's officers to acquire and retain appropriate levels of stock ownership; is competitive with programs offered by the Company's peers; retains and motivates qualified officers; and promotes the interests of shareholders. More specifically, the Committee has the following responsibilities:

1. Review the performance of the Company's Chief Executive Officer and other senior officers and update the Board of Directors concerning this review on an annual basis.
2. Review on an annual basis the Company's stated compensation strategy to determine if the Company's officers and key employees are rewarded appropriately for their contributions to the Company's growth and profitability and if the strategy supports the Company's objectives and shareholder interests.
3. Review on an annual basis the individual elements of total compensation for the Company's senior officers, particularly the Chief Executive Officer, and to communicate to shareholders, through the special "Compensation Committee Report" included in the Company's proxy statement, the factors and criteria on which the compensation was based, including the relationship of the Company's performance to compensation. When making this evaluation of total compensation, the Committee shall consider the performance, including shareholder return, of the Company on a consolidated basis and business unit basis, the value of awards granted to senior management of the Company's peers, and awards granted in prior years.

¹Definition of Independence. As defined by the New York Stock Exchange, an independent director must have no material relationship with the company either directly or as a partner, shareholder, or officer of an organization. Material relationships can include commercial, industrial, banking, consulting, legal, accounting, charitable, and familial relationships (among others). The basis for a board determination that a relationship is not material must be disclosed in the company's annual proxy statement. No director who is a former employee of the listed company can be independent until five years after his employment.

4. Review and recommend changes in the annual base compensation paid to each officer of Questar and its affiliates and to review and recommend the initial base compensation paid to each new officer of Questar and its affiliates.

5. Approve long term incentives that promote the retention of management and creation of value for the shareholder. The Committee functions as the administrator of Questar's Long-term Stock Incentive Plan. In connection with this responsibility, the Committee recommends grants of stock options for adoption by the Board of Directors, establishes and approves procedures with respect to the exercise of such options, and reviews any recommendations for implementing other types of long-term incentives, stock options, or stock-based awards.

6. Administer short term incentive plans that promote the Company's business strategies. The Committee functions as the administrator of the Annual Management Incentive Plans. In connection with this responsibility, the Committee determines if the plans support the Company's compensation strategy, reviews any recommendations for changes to the plans, reviews and recommends annual performance objectives, reviews and recommends participants (officers and key employees), reviews and recommends target bonuses, approves an aggregate dollar amount for payment under the plans, and reviews and recommends the payment of earned bonuses.

7. Review the individual elements of directors' compensation (retainers, meeting fees, and new equity grants/options).

8. Review and approve for submission to shareholders any new equity-related incentives for officers and employees.

9. Periodically retain a consulting firm to evaluate the Company's executive compensation policies and practices.

10. Oversee the administration of other executive compensation plans [e.g., the Executive Incentive Retirement Plan, the Supplemental Executive Retirement Plan, the Deferred Compensation Plan, the Deferred Share Plan, the Deferred Share Make-up Plan, and the Executive Severance Compensation Plan.

11. Review management succession issues with the Chief Executive Officer and update the Board of Directors concerning these reviews on an annual basis.

12. Review, on an annual basis, its effectiveness and the sufficiency of its written statement of responsibilities.

13. Handle any assignments delegated by the Board of Directors.

The Committee holds meetings as necessary to fulfill its responsibilities. It traditionally reviews base salaries, bonuses, and stock options prior to the meeting of Questar's Board of Directors in February. The Committee can transact business when a majority of the members are in attendance at a meeting. The Chairman of the Committee makes reports concerning Committee meetings to the entire Board of Directors.

The Committee uses Company officers and employees as resources and is also entitled to request independent input on a periodic basis from executive compensation consultants. The Committee shall have the sole authority to retain and terminate any consulting firm hired to review the Company's compensation practices and to approve fees paid to such firm.

QUESTAR CORPORATION
STATEMENT OF RESPONSIBILITIES
GOVERNANCE AND NOMINATING COMMITTEE

The Governance and Nominating Committee of Questar Corporation's Board of Directors consists of at least four members, all of whom are independent directors. Members of the Committee are chosen based on several criteria, including knowledge of governance process and a commitment to improving the structure, composition, policies, and practices of the Board. The members of the Committee are appointed each year by the Board of Directors at the first Board meeting following Questar's annual meeting of shareholders. The Board of Directors may appoint new members of the Committee at any time and remove any member who is not fulfilling responsibilities imposed on Committee members or who ceases to retain status as an independent director.

The Committee shall hold at least two meetings each year and shall hold additional meetings as necessary to fulfill its responsibilities. The Committee can transact business when a majority of the members are in attendance at a meeting. The Chairman of the Committee shall make reports concerning Committee meetings to the entire Board of Directors.

The Committee has the following responsibilities:

1. Establish relevant qualifications for Board members;
2. Identify, review and recommend qualified candidates for appointment or election to the Board and review any self-nominated or shareholder-nominated individuals;
3. Establish criteria and implement procedures and tools to assist with an annual performance evaluation of the Board and individual Committees;
4. Review the performance of incumbent directors prior to the expiration of their terms;
5. Review any notice of an incumbent director's change of business assignment and determine whether such change should lead to the director's resignation;
6. Recommend corporate governance principles for approval by the Board of Directors and monitor the effectiveness and sufficiency of such principles on an annual basis;
7. Review the members of the various Board Committees and make recommendations to the full Board of Directors for Committee members;
8. Review policies relating to the retirement for directors;
9. Review any shareholder proposals and review the Company's response to any such proposal; and
10. Review, on an annual basis, the Committee's effectiveness and the sufficiency of its written statement of responsibilities.

The Committee has the sole authority to retain and terminate any search firm to assist with the identification of director candidates, including sole authority to approve the search firm's fees and other related terms.

The Committee has established the following criteria to use as a framework for evaluating candidates, including self-nominated candidates and candidates suggested by shareholders, for appointment or election to the Board:

1. Experience as Chief Executive Officer, President, Chief Financial Officer, or senior officer of a public company or extensive experience in finance or accounting;
2. Currently active in business at least part time with skills and experience needed to serve as Chair of Board Committee;
3. Willingness to commit time and energy to service as a director;
4. Experience in Questar's lines of business or understanding of Questar's business environment;
5. Ability to exercise independent judgement and make analytical inquiries;
6. Reputation for integrity and good judgement;
7. Geographical location (residence or business activity in states where Questar has significant operations).