

PUBLIC POLICY AND ENVIRONMENT COMMITTEE CHARTER

(Adopted as of March 11, 2003)

Purpose

The Public Policy and Environment Committee is appointed by the Board of Directors and has overall responsibility for the review of public policy, legal, health and safety, environmental and technology issues pertinent to the Company and its policies, and for recommendations relating to possible involvement in such issues.

Committee Membership

The Public Policy and Environment Committee shall consist of no less than three members. The members of the Committee shall be appointed by the Board upon the recommendation of the Governance Committee.

Committee Authority and Responsibilities

1. The Public Policy and Environment Committee shall review the Company's mission and objectives for consistency with the responsibilities of good corporate citizenship.
2. The Public Policy and Environment Committee shall review the Company's process for identifying contemporary and emerging public policy issues.
3. The Public Policy and Environment Committee shall review technology issues pertinent to the Company, its policies, programs or possible involvement relating to such issues.
4. The Public Policy and Environment Committee shall review the Company's environmental policies, plans and performance to insure continuous improvement and compliance with all applicable rules and regulations.
5. The Public Policy and Environment Committee shall review the Company's health and safety policies, plans and performance to insure continuous improvement and compliance with all rules and regulations.
6. The Public Policy and Environment Committee shall review the Company code of ethics, including any code of ethics applicable to the Company's directors, and recommend such code of ethics to the Board for approval.

7. The Public Policy and Environment Committee shall review the Company's policies and procedures for complying with its legal and regulatory obligations, including the Company's adherence to its codes of ethical business conduct, antitrust and conflicts-of-interest policies, and shall make recommendations, where appropriate, for changes to any such policies.
8. The Public Policy and Environment Committee shall review the Company's major litigation and other legal matters.
9. The Public Policy and Environment Committee shall review and recommend to the Board action on any questions relating to the indemnification of t the Company's officers or directors in any pending or threatened legal action or proceeding.
10. The Public Policy and Environment Committee shall review Company policies with respect to charitable and political contributions, and make recommendations to the Board, if appropriate, with respect to such contributions.
11. The Public Policy and Environment Committee shall report to the Board on the Committee's activities and actions at Board meetings, from time to time, and through the distribution of the minutes of committee meetings.
12. The Public Policy and Environment Committee shall annually review its performance against its charter and report to the Board thereon.