

## **ENVIRONMENTAL, SAFETY & SECURITY COMMITTEE CHARTER**

### **I. PURPOSE**

The Environmental, Safety & Security Committee is established by the Board of Directors for the primary purpose of assisting the Board in overseeing:

- the Company's environmental compliance,
- employee safety performance, and
- corporate security.

The Committee also provides policy guidance to executive management on environmental, safety, and security issues.

The Committee is responsible to the Board of Directors and reports regularly to the Board regarding the execution of its duties and responsibilities.

### **II. COMPOSITION AND MEETINGS**

The Environmental, Safety & Security Committee shall be comprised of two or more Directors as determined by the Board. To maintain best practices, all of the Committee members shall be independent Directors (as defined by all applicable rules and regulations), and free from any relationship (including disallowed compensatory arrangements) that, in the opinion of the Board, would interfere with the exercise of his or her independent judgment as a member of the Committee.

The Committee shall meet at least four times annually, or more frequently as circumstances dictate. The Committee may engage internal and/or external advisors to provide information, analysis, and consultation to assist the Committee in carrying out its duties.

### **III. RESPONSIBILITIES AND DUTIES**

1. Consult with management and others, as appropriate, with respect to environmental, safety, and security matters. Endeavor to ensure that corporate decisions appropriately consider environmental, safety, and security issues.
2. Review the Company's environmental compliance, employee safety, and security policies and guidelines at least annually.

3. Support efforts to improve the efficiency and effectiveness of the Company's environmental, safety, and security programs and adherence to the Company's policies and guidelines. Review environmental, safety and security performance annually.
4. Review scope, findings and trends from environmental audits.
5. Review scope, findings and trends from safety audits.
6. Review security initiatives, including threat assessment and risk analysis annually. Review scope, findings and trends from security audits.
7. Review compliance with the Homeland Security Act of 2002.
8. Report significant issues to the Board including information that may impact financial reporting and public disclosure issues.