

# REGULATORY AND GOVERNMENT AFFAIRS COMMITTEE CHARTER

## **I. Purpose**

The Regulatory and Government Affairs Committee is appointed by the Board of Directors to monitor the indicators of the Corporation's compliance with regulatory requirements, oversee the Corporation's initiatives with and involving various agencies of the United States government and applicable State governments and advise the Board on regulatory and other governmental considerations in the Board's deliberations and decision-making processes.

## **II. Composition**

The Committee is comprised of three or more Directors. Members of the Committee are nominated by the Nominating and Governance Committee and are elected for one-year terms by a majority of the Board. Vacancies on the Committee are filled by majority vote of the Board.

## **III. Responsibilities**

The Committee has the following duties and responsibilities:

- a) To inform the Board of significant regulatory (nuclear, environmental, and occupational safety) issues that could have an effect upon the Corporation.
- b) To ensure that the Corporation's regulatory posture and conduct reflect honest and open communication with regulators, and ensure that one or more of the Corporation's officers meet at least once a year with one or more Commissioners of the Nuclear Regulatory Commission.
- c) To ensure that a corporate regulatory vision is maintained by the Corporation, that appropriate regulatory performance indicators are maintained, and that the Corporation's performance is monitored against those indicators.

- d) To brief the Board on a semi-annual basis regarding the regulatory performance of the Corporation.
- e) To provide oversight and guidance to Management of the Corporation with respect to the Corporation's initiatives with or involving the United States government and applicable State governments.
- f) To periodically brief the Board regarding the Corporation's relationships with the U.S. government and applicable State governments.
- g) To perform such other duties as from time to time shall be requested by the Board.
- h) After each of its meetings, to report to the Board regarding any actions taken by the Committee at each meeting.

## **IV. Subcommittees**

The Committee has the authority to appoint subcommittees to carry out any of its responsibilities and to delegate thereto such power and authority as it deems appropriate, but the Committee shall not delegate any power or authority required by any law, regulation or listing standard to be exercised by the Committee as a whole.

## **V. Evaluation of the Committee**

The Committee will annually evaluate its performance under this charter. The Committee will address all matters that the Committee considers relevant to its performance, including the adequacy, quality and appropriateness of the information and recommendations presented by the Committee to the Board. The Committee will report to the Board the results of its evaluation, including any recommended amendments to this charter and any recommended changes to the

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Corporation's or the Board's policies and procedures.

### **VI. Outside Advisors**

The Committee may conduct or authorize investigations into or studies of matters within the Committee's scope of responsibilities, and may engage, at the Corporation's expense, such independent counsel and other advisers, as it determines necessary to carry out its responsibilities without seeking Board approval.

The Committee has sole authority to retain and terminate a consultant to assist the Committee in carrying out its responsibilities and to approve the consultant's fees and other retention terms, which fees are to be borne by the Corporation.