

**CHARTER FOR THE
SUSTAINABILITY COMMITTEE**

1. PURPOSE

The purpose of the Sustainability Committee (“Committee”) is to provide guidance to the Board regarding: (i) plans, programs, and activities related to the health and safety of employees, customers, business partners, and the public, (ii) plans, programs, and activities related to environmental stewardship and sustainability, water supply and conservation, water quality, climate change, and operational efficiency, (iii) the company’s established water supply policies and (iv) any water supply projects.

2. COMPOSITION OF THE SUSTAINABILITY COMMITTEE

The Committee shall be comprised of three or more directors appointed by the Board. Each Committee member shall be subject to annual reconfirmation and they shall continue in office until their successors are duly elected and qualified. Each appointed Committee member may be removed by the Board at any time. Unless a chairperson is elected by the full Board, the members of the Committee may designate a chairperson by majority vote of the full Committee membership.

3. RESPONSIBILITIES AND DUTIES

In carrying out the purpose and authority set forth in Section 1 above, the Committee shall:

- A. Review and monitor (i) plans, programs, and activities related to the health and safety of employees, customers, business partners, and the public, (ii) plans, programs, and activities related to environmental stewardship and sustainability, water supply and conservation, water quality, climate change, and operational efficiency, (iii) the company’s established water supply policies and (iv) any water supply projects.
- B. Report to the Board on the major items covered at each Committee meeting; and
- C. Review the Committee Charter from time to time for adequacy and recommend any changes to the Board.

4. COMMITTEE MEETINGS

The Committee will meet at least biannually or as necessary to act upon any matter within its jurisdiction. A majority of the total number of members of the Committee shall constitute a quorum at all Committee meetings. A majority of the members of the Committee present at any meeting attended by a quorum shall be empowered to act on behalf of the Committee. Minutes shall be kept of each meeting of the Committee.

Adopted by the Board: October 24, 2018

/s/ Suzy Papazian
Suzy Papazian, General Counsel and
Corporate Secretary