



NORTHWEST NATURAL HOLDING COMPANY

DIRECTOR SELECTION CRITERIA

Purpose

These Director Selection Criteria are important considerations in evaluating candidates for nomination to the Board of Directors of Northwest Natural Holding Company (the “Company”). The continued service of existing directors should also be based on continuing qualification under these Director Selection Criteria. These criteria will also be applied in evaluating candidates submitted by shareholders pursuant to the Company’s Restated Articles of Incorporation.

The Company is committed to establishing and maintaining a professionally and culturally diverse board of directors, with a goal of maintaining a balance of knowledge, experience and capability. At all times the Board shall maintain a majority of independent directors as defined by the rules of the New York Stock Exchange and applicable law.

Board Responsibilities

The Board is responsible for selecting candidates for Board membership and delegates the screening process to the Governance Committee of the Board (the “Committee”). The Governance Committee, with recommendations and input from the Chairman of the Board, the Chief Executive Officer and other directors, will evaluate the qualifications of each director candidate in accordance with these Director Selection Criteria.

The Governance Committee is responsible for recommending to the full Board candidates for election as members of the Board. Following the Board’s approval of a candidate, the invitation to join the Board is extended to the candidate on behalf of the Board by the Chair of the Governance Committee, the Chairman of the Board or the Chief Executive Officer.

Membership Criteria and Selection

Candidates for director nominees are reviewed in the context of the current composition of the Board, the operating requirements of the Company, the existing and prospective business environment faced by the Company and the long-term interests of shareholders. In conducting its assessment, the Committee considers a variety of criteria, including the following:

1. **Integrity.** Directors should have proven integrity and be of the highest ethical character and share the Company’s values.
2. **Reputation.** Directors should have reputations, both personal and professional, consistent with the Company’s image and reputation.

3. **Judgment.** Directors should have the ability to exercise sound business judgment on a broad range of issues.
4. **Knowledge.** Directors should be financially literate and have a sound understanding of business strategy, business environment, corporate governance and board operations.
5. **Experience.** Directors should be or have been in a generally recognized position of leadership in nominee's field of endeavor and have a proven track record of excellence in their field.
6. **Maturity.** Directors should value board and team performance over individual performance, possess respect for others and facilitate superior board performance.
7. **Commitment.** Directors should be able and willing to devote the required amount of time to the Company's affairs, including preparing for and attending meetings of the Board and its committees, and should not be over-committed by service on multiple other boards. Directors should be actively involved in the Board and its decision-making.
8. **Skills.** Directors should be selected so that the Board has an appropriate mix of skills in core areas such as: accounting, finance, government relations, technology, management, compensation, crisis management, strategic planning and industry knowledge.
9. **Diversity.** Directors should be selected so that the Board of Directors is a diverse body. "Diversity" in this context includes considerations of geographic location, gender, race and professional background.
10. **Age.** In accordance with the Company's Bylaws, Directors must retire from the Board at the first annual meeting of shareholders after reaching age 75, unless otherwise determined by the Board. As such, directors must be able to, and should be committed to, serve on the Board for an extended period of time.
11. **Independence.** Directors should neither have, nor appear to have, a conflict of interest that would impair the director's ability to represent the interests of all the Company's shareholders and to fulfill the responsibilities of a director.
12. **Ownership stake.** Directors should be committed to having a meaningful, long-term equity ownership stake in the Company and be willing to comply with the Company's stock ownership guidelines.

Effective Dates

Adopted by the Board of Directors of Northwest Natural Holding Company on October 1, 2018.