



## **NORTHWEST NATURAL HOLDING COMPANY**

### **Public Affairs and Environmental Policy Committee**

#### **Purpose**

The Public Affairs and Environmental Policy Committee (Committee) of Northwest Natural Holding Company (NW Holdings or Company) shall: (i) consider, review and monitor significant matters of public interest and societal trends, and NW Holdings' community affairs, charitable contributions, diversity, human rights, and equal employment opportunity compliance programs; and (ii) monitor significant environmental issues affecting NW Holdings and recommend to the Board of Directors appropriate environmental policies.

#### **Membership and Organization**

The Committee shall be comprised of three or more directors, a majority of whom shall not be officers or retired officers of the Company, and all of whom also shall be members of the Board of Directors of NW Holdings' wholly-owned subsidiary, Northwest Natural Gas Company (NW Natural). The Board of Directors shall appoint and remove members of the Committee and shall designate one member of the Committee as Chair.

The Committee shall hold regular and special meetings on the call of the Chair of the Board of Directors, the Committee Chair or the Chief Executive Officer of the Company.

#### **Responsibilities of the Committee**

The Public Affairs and Environmental Policy Committee is responsible for reviewing and considering NW Holdings' policies and practices related to public and environmental issues important to NW Holdings and the industry and for making recommendations to the Board on specific issues to align NW Holdings' objectives in a manner consistent with the responsibilities of good corporate citizenship and any NW Holdings' environmental, human rights, or similar policy statements.

Committee oversight shall include matters pertaining to, as applicable: (i) significant public and political issues and societal trends that may have an impact on the business operations, financial performance or public image of NW Holdings; (ii) NW Holdings' civic, charitable and philanthropic contributions programs, including employee participation in civic and charitable affairs; (iii) NW Holdings' community affairs program; (iv) NW Holdings' programs for communicating public affairs issues to the community; (v) NW Holdings' equal employment opportunity policies and programs; (vi) NW Holdings' Human Rights Policy; and (vii) NW Holdings' compliance with

environmental laws, regulations and any applicable NW Holdings' environmental policy statements.

The principal functions and responsibilities of the Public Affairs and Environmental Policy Committee are to:

- identify and bring to the attention of the Board, as appropriate, current and emerging political and societal trends, and public policy and environmental issues that may affect the business operations, financial performance or public image of NW Holdings;
- monitor and recommend to the Board of NW Holdings, policies relating to social issues, including charitable and political contributions (including the budgets therefor), community relations, and equal employment opportunity compliance;
- review reports from management on significant environmental litigation, regulation, judicial decisions, administrative actions, safety initiatives and programs, public policies or other developments that may have an effect on NW Holdings' business;
- review reports prepared by NW Holdings' environmental compliance staff regarding pending or anticipated environmental issues;
- annually review NW Holdings' major environmental risks and exposures and NW Holdings' plans or procedures for managing those risks and as appropriate, coordinate with other Board committees regarding any recommendations to the Board for management of those risks;
- review and monitor NW Holdings' sustainability activities and practices;
- review and monitor progress under NW Holdings' plans and policies with respect to employment and advancement of females, minorities and other protected classes;
- review and monitor NW Holdings' significant regulatory matters;
- recommend to the Board the need for action on any other significant corporate social responsibility matters; and
- receive a report from the Northwest Natural Gas Company Public Affairs and Environmental Policy Committee regarding its matters of oversight.

**The Committee shall also undertake such additional activities within the scope of its primary responsibilities as the Committee or the Board of Directors may from time to time determine.**

## **Reporting**

The Committee will prepare, and through its Chair, submit reports on the Committee's work and findings to the full NW Holdings Board of Directors at the first Board meeting following each Committee meeting. Such reports may contain recommendations for Board action when appropriate.

## **Independent Advisors**

The Committee shall have authority to select, retain and terminate such consultants or other advisors as the Committee from time to time shall determine to be necessary or advisable to perform its responsibilities, including the authority to approve such advisors' fees and retention terms.

## **Effective Dates**

Approved by the NW Holdings Board of Directors on October 1, 2018.

Amended:     July 25, 2019  
                  July 22, 2020