



Finance Committee Charter

Responsibilities

1. To receive, review and approve on behalf of the Board management's policy recommendation and execution with respect to:
 - Financial structure
 - Debt management
 - Cash management
 - Risk management
2. To evaluate and recommend to the Board appropriate action with respect to significant financial matters including, but not limited to:
 - Capital structure
 - Dividend policies
 - Dividend payments
 - Debt ratings
 - Corporate borrowings
 - Securities offerings
3. To provide oversight of major capital expenditures of \$10 million or more and all acquisitions by conducting appropriate performance reviews of such projects when the assets have been in operation for no more than two full years.
4. To review and evaluate annually the Company's status and performance in the employee benefit plan area. This review shall include, as a minimum:
 - Actuarial valuations
 - Investment policies
 - Individual investment manager's performance
 - Internal retirement committee performance