

## Charters

### Audit Committee Charter

The Audit Committee's main responsibilities are to provide assisting to the Board in fulfilling its accounting, auditing and financial reporting obligations. In addition, the committee oversees the internal control and legal compliance of:

- The company's financial statements
- Independent auditors' qualifications and independence
- Performance of the company's internal audit function
- Inclusion reports in the company's annual proxy statement

[View Audit Committee Charter](#)

### Compensation Committee Charter

The Compensation Committee was established to:

- Oversee the company, its subsidiaries compensation and employee benefit practices and plans, including its executive compensation plans, incentive-compensation and equity-based plans.
- Produce an annual report on executive compensation for inclusion in the company's proxy statement.

[View Compensation Committee Charter](#)

### Nominating and Corporate Governance Committee Charter

The Nominating and Corporate governance Committee's main responsibilities are to:

- Recommend qualified individuals to become directors of the company or committees of the Board.
- Advise the board with respect to Board composition, procedures and corporate governance principles applicable to the company.
- Oversee the evaluation of the Board and the company's management.
- Review related person transactions.

[View Nominating and Corporate Governance Committee Charter](#)

### Executive Committee

The Executive Committee was established to:

- Exercise the powers of the Board when necessary between regular meetings, subject to any limitations of law.
- Perform other duties as directed by the Board.