



## **ENVIRONMENTAL, TECHNOLOGY AND OPERATIONS COMMITTEE**

### **I. PURPOSE**

The purpose of the Environmental, Technology and Operations Committee (“Committee”) of the Board of Directors (“Board”) of Avista Corporation (the “Company”) is to assist the Board in its oversight responsibilities of the Company’s:

- business and operational risks (other than financial risks),
- legal and regulatory compliance in its operations including environmental compliance,
- the Company’s environmental performance and strategy;
- employee and public safety;
- supply chain risk and associated risk mitigation strategies; and
- Physical, cyber security, technology and data governance.

### **II. COMPOSITION**

The Committee shall be comprised of two or more directors as determined by the Board. Members of the Committee shall be appointed to, and removed from, the Committee by the Board and the Chair of the Committee shall be appointed by the Board.

### **III. MEETINGS**

The Committee shall meet at least four times annually and at such other times as the Chair of the Committee shall determine. The Committee may meet by telephone or video conference and may take action by unanimous written consent.

### **IV. RESPONSIBILITIES AND DUTIES**

The Committee is charged by the Board with the responsibilities to:

1. Review environmental strategies, policy and planning issues of interest to the Company, including matters involving the Company before environmental regulatory agencies and other agencies with license or permit authority for the Company’s significant assets.

2. Oversee the development and implementation of programs, policies and procedures with respect to the Company's legal and regulatory compliance in the areas of: environment, generating facility licenses, employee safety, public safety, physical and cyber security, data governance, transmission and distribution reliability, and critical infrastructure protection.
3. Review management's process for assessing risks related to operational performance, safety, and security of the Company.
4. Oversee the development and implementation of programs, policies and procedures with respect to the Company's clean energy objectives.
5. Review management's process for assessing and mitigating supply chain risk.
6. Review scope, findings and trends from audits (Company-initiated or externally imposed) or external enforcement actions related to environmental, reliability, safety, and security matters.
7. Review technology strategies, policy and issues of interest to the Company including matters involving business alignment with the strategic technology plan, oversight of the technology strategy, and monitoring of major technology projects.
8. Review physical and cyber security threat assessments, emerging issues and related Company initiatives.
9. Review management's process for assessing business continuity risks and developing related contingency planning, including preparedness in conjunction with emergency responders, public and employee safety during critical events, plans for restoration of service, back-up for key facilities and supply sources, incident command structure, communications plans, and back-up plans for critical administrative and operating infrastructure and systems.
10. Regularly report to the Board about Committee activities and make recommendations to the Board for improvements to any areas within the Committee's purpose or responsibilities.
11. Conduct an annual self-assessment relative to the Committee's purpose, duties and responsibilities outlined herein.
12. Review and assess this Charter, and submit to the Corporate Governance/Nominating Committee any recommended changes for review by the Corporate Governance/ Nominating Committee. After such review by the Corporate Governance/Nominating Committee, recommend any changes to the Charter to the full board.

## **V. AUTHORITY**

The Committee may engage or consult with internal and/or external advisors to provide information, analysis, and consultation to assist the Committee in carrying out its duties.