



## **BOARD OF DIRECTORS**

### **Self-Assessment Questionnaire**

The following series of statements is designed to obtain your comments regarding the performance of the board as a group and is intended to enhance the board's overall effectiveness.

In this regard, each director should complete **Part A** (Director Self-Assessment), **Part B** (Board and Committee Characteristics) and **Part C** (Board Effectiveness). Directors should also complete those remaining parts of this Questionnaire as most closely correspond to their respective committee assignments as follows: **Part D** (Audit Committee), **Part E** (Compensation Committee) and **Part F** (Nominating and Governance Committee).

Recommendations for improvement or additional comments should be included in the spaces provided. Please indicate your responses to the statements using the following scale:

- 1 – Strongly Disagree
- 2 – Disagree
- 3 – Neither Disagree Nor Agree
- 4 – Agree
- 5 – Strongly Agree

Please complete this Questionnaire within 10 days and return it to the Office of the General Counsel. Also, in the case of any 1's or 2's in your respective responses, please provide a short explanation in the spaces provided. The General Counsel's staff will consolidate all responses without attribution to any individual directors. The results will be reviewed by the governance or similar board committee and the presented to the full board of directors for discussion at a future board meeting.

To ensure absolute confidentiality, the individual Questionnaires will be destroyed as soon as the results are tabulated.

Thank you very much.

## PART A

### DIRECTOR SELF-ASSESSMENT

	Current Performance – Mark a square based on ratings below & add any additional comments				
	Strongly Disagree	Disagree	Neither Disagree Nor Agree	Agree	Strongly Agree
1. I ask questions at meetings that are pertinent to the discussion at hand and the overall objectives of the Company.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
2. I believe that the Board has effectively followed through to address the concerns expressed during the evaluation process last year.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
3. I study and understand relevant information in order to spend our Board and committee meeting time effectively and make informed decisions.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
4. I am always prepared for the meetings and read the information distributed in advance.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
5. I stay abreast of issues and trends affecting the Company, and use this information to assess and guide the Company's performance.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
6. I know and understand the Company's values, mission, and strategic and business plans, and reflect this understanding on key issues throughout the year.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
7. I disclose personal interests in transactions and abstain from voting where appropriate.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
8. My attendance record at Board and committee meetings is acceptable.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
9. The three most important issues or concerns regarding the Board are:	1. 2. 3.				

**PART B**

**BOARD AND COMMITTEE CHARACTERISTICS**

	<b>Current Performance – Mark a square based on ratings below &amp; add any additional comments</b>				
	Strongly Disagree	Disagree	Neither Disagree Nor Agree	Agree	Strongly Agree
10.The process for selecting new directors is appropriate.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
11.The Board’s membership reflects a mixed resource that assists in meeting its responsibilities (consider diversity, skill mix, experience, etc.).	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
12.Board committees are made up of the right people.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
13.The Board has established an appropriate committee structure.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
14.The existing frequency of rotation or turnover of committee memberships and chairs is appropriate.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
15.Certain business now handled by the full Board should be delegated to a committee.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
16.The committees keep the Board properly informed regarding their activities.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
17.The Board can clearly articulate and communicate the Company’s strategic plan.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
18.The Board focuses on management succession and aligns CEO leadership with the Company’s strategic challenges.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
19.While it is very difficult for the Company and the Board to anticipate specific situations, the Board is organized and/or prepared to handle a crisis situation.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
20.The Board is effective in identifying threats or opportunities critical to the future of the Company.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
21.The Board’s mix of independent and non-independent directors is appropriate for today’s business environment.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
22.The Board’s independent directors have a wide range of talents, expertise, and occupational and personal backgrounds.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
23.The Board’s outside directors are independent-minded in dealing with Company issues.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
24.The diversity (age, background, gender, etc.) of the Board is appropriate in today’s corporate culture.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
25.The directors possess the experience, qualifications, attributes or skills needed to serve as directors of the Company.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>

**PART B**

**BOARD AND COMMITTEE CHARACTERISTICS**

**Current Performance – Mark a square based on ratings below & add any additional comments**

Strongly Disagree	Disagree	Neither Disagree Nor Agree	Agree	Strongly Agree
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26.The Board encourages a culture that promotes candid communication and rigorous decision making.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
27.The Board maintains the confidentiality of its discussions and decisions.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
28.The Board promotes ethical behavior and the importance of compliance with Company policies and procedures.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
29.The Board has an effective policy or procedure for communications from shareholders.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
30.There is sufficient time/opportunity for outside directors to meet independently.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
31.The Board does not need to meet more often with the CEO alone.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
32.The Board has the opportunity to speak with and ask questions of management and any Board advisors that attend Board meetings.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>

33.*Comments:*

## PART C

**Current Performance – Mark a square based on ratings below & add any additional comments**

### BOARD EFFECTIVENESS

	Strongly Disagree	Disagree	Neither Disagree Nor Agree	Agree	Strongly Agree
34.The Board is both sufficiently challenging and supportive of management.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
35.The Board and its committees have the appropriate number of meetings per year.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
36.The Board and committee meetings are held at an appropriate time of day and location, with appropriate facilities.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
37.The background material provided is adequate and received in time to prepare for a meeting.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
38.The Board stays abreast of trends and issues affecting the Company's performance.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
39.The Board focuses properly on competitive, financial and other challenges the Company faces.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
40.The Board effectively oversees the Company's code of ethics and business conduct.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
41.The Board has the suitable mix of member skills, experience and other characteristics to be effective.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
42.The Board encourages and ensures open lines of communication between Board members and executive management.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
43.The risk management policies and procedures designed and implemented by management are consistent with the Company's corporate strategy and risk appetite.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
44.Comprehensive risk management is an integral component of the Company's corporate strategy, culture and business operations.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
45.The Board studies and understands relevant information in order to spend its time effectively and make informed decisions.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
46.The Company's disclosure controls and procedures ensure that information required to be disclosed is processed and reported on a timely basis.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
47.What one change would most improve the Board's effectiveness?					

## PART D

### Current Performance – Mark a square based on ratings below & add any additional comments

#### AUDIT COMMITTEE

	Strongly Disagree	Disagree	Neither Disagree Nor Agree	Agree	Strongly Agree
48.The Committee stays abreast of accounting and financial reporting trends and issues affecting the Company.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
49.The Committee focuses properly on financial and other challenges the Company faces.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
50.The Committee's charter clearly sets forth the nature and scope of the Committee's duties and responsibilities.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
51.The Committee stays informed about SEC and other regulatory requirements applicable to the Company's financial and other public reporting obligations.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
52.The Committee has the right number of members.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
53.The Committee has the appropriate mix of members, skills, experience, financial expertise and other characteristics to be effective.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
54.The Committee meets to an appropriate extent in executive session with each of management, the independent auditors, and the internal auditors.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
55.The Committee takes responsibility for overseeing the accounting and financial reporting processes of the Company and audits of the Company's financial statements.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
56.Committee members have sufficient access to the independent auditors without management interference.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
57.The Committee ensures that the independent auditors are held accountable to the Committee.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
58.The Committee ensures that the internal auditors are held accountable to the Committee.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
59.There is appropriate consideration of related-party transactions, including disclosure of these transactions in financial reports.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
60.There is appropriate consideration of the Company's financial reporting risks and the related internal controls.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
61.The information provided between Committee meetings is adequate and timely, enabling members to fully understand and participate in discussions.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>

**PART D**

**Current Performance – Mark a square based on ratings below & add any additional comments**

**AUDIT COMMITTEE**

	Strongly Disagree	Disagree	Neither Disagree Nor Agree	Agree	Strongly Agree
62.The Committee studies and understands relevant information in order to spend its time effectively and make informed decisions.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
63.The appropriate Company personnel and outside experts are present at Committee meetings to answer any questions raised by Committee members.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
64.The Committee reviews in sufficient depth and with sufficient frequency the adequacy of the Company’s internal controls over financial reporting.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
65.The Committee reviews in sufficient depth and with sufficient frequency the adequacy of systems designed to ensure compliance with all applicable laws and regulations.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
66.The meeting minutes and other records of actions taken at meetings are adequate.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
67.The Committee does not need to meet more often separately with the CEO, the CFO, the internal auditors or the independent auditors.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
68.There is appropriate consideration of the management letter and other communications from the independent auditors.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
69.You are satisfied that the Company has devoted the appropriate amount of internal resources to ensuring the adequacy of its financial reporting process.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
70. <i>Comments:</i>					

## PART E

### Current Performance – Mark a square based on ratings below & add any additional comments

#### COMPENSATION COMMITTEE

	Strongly Disagree	Disagree	Neither Disagree Nor Agree	Agree	Strongly Agree
71.The Committee stays informed of executive and director compensation trends and issues affecting the Company.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
72.The Committee stays informed of SEC disclosure and NASDAQ corporate governance requirements related to director and executive compensation.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
73.The compensation programs developed for the Company's executive officers have objectives that are clearly defined and understood.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
74.The compensation philosophy for executives is clear, specific and consistent with corporate strategy and goals.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
75.The Company's compensation policies and practices do not create risks or encourage risk-taking that is reasonably likely to have a material adverse effect on the Company.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
76.The Company monitors its compensation policies and practices to determine whether its risk management objectives are being met with respect to incentivizing its employees.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
77.The Committee has the appropriate mix of members, skills, experience, and other characteristics to be effective.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
78.Overall, the Committee receives sufficient information that is not solely Company-specific (i.e., compensation information regarding companies in the same industry or companies of similar size, general financial and economic data, etc.).	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
79.The appropriate Company personnel are present at Committee meetings to answer any questions raised by Committee members.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
80.The Committee has an adequate understanding of the accounting requirements related to director and executive compensation, and the tax and financial consequences of compensation paid to directors and executive officers.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
81.The meeting minutes and other records of actions taken at meetings are adequate.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
82.The process of hiring and overseeing the efforts of outside consultants by the Committee is being performed effectively.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>



**PART E**

**Current Performance – Mark a square based on ratings below & add any additional comments**

**COMPENSATION COMMITTEE**

	Strongly Disagree	Disagree	Neither Disagree Nor Agree	Agree	Strongly Agree
83.The Committee demonstrates a thoughtful and thorough understanding of the relationship between compensation and risk.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
84.Potential conflicts of interest arising from other fees paid to compensation consultants are adequately addressed by the Committee.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
85.Compensation of management is driven predominantly by performance.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
86. <i>Comments:</i>					

**PART F**

**NOMINATING AND GOVERNANCE COMMITTEE**

	<b>Current Performance – Mark a square based on ratings below &amp; add any additional comments</b>				
	Strongly Disagree	Disagree	Neither Disagree Nor Agree	Agree	Strongly Agree
87.The Committee stays informed of corporate governance trends and issues affecting the Company.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
88.The Committee stays informed of SEC reporting and Nasdaq corporate governance requirements that may affect the Company.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
89.The Committee appropriately considers the leadership structure of the Company with respect to the CEO and Chairman roles.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
90.The Committee understands its responsibilities to oversee compliance with the Code of Business Conduct and Ethics.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
91.The Committee has the appropriate mix of members, skills, experience, and other characteristics to be effective.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
92.The corporate governance policies adopted by the Board reflect today’s best practices.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
93.The Committee has adequate resources from and access to management.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
94.The Committee is given adequate information regarding proposed transactions between the Company and related parties.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
95.The meeting minutes and other records of actions taken at meetings are adequate and accurately reflect Committee action.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
96.The Committee does not need to meet more often with the CEO alone.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
97.Orientation and continuing education guidelines for board and board committee members are adequate.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
98.Independent directors regularly meet in executive session.	1 <input type="checkbox"/>	2 <input type="checkbox"/>	3 <input type="checkbox"/>	4 <input type="checkbox"/>	5 <input type="checkbox"/>
99. <i>Comments:</i>					