

# **SAFETY, ENVIRONMENT AND HEALTH COMMITTEE CHARTER**

## Purpose

The Safety, Environment and Health Committee is appointed by the Board of Directors to assist the Board in its oversight of the Corporation's management concerning the implementation and monitoring of the Corporation's safety (including security), environment and health programs and policies. While it is the responsibility of senior management to assess and manage the Company's exposure to risk and its response to such risk, the Committee shall regularly consider and discuss with Management the risks inherent in the Corporation's safety, environment and health programs and policies.

## Membership

The Committee shall consist of at least three members. The members of the Committee shall be appointed by the Board of Directors and may be replaced by the Board. Unless a Chair is elected by the full Board, the members of the Committee may designate a Chair by majority vote of the full Committee membership.

## Responsibilities

1. The Committee shall review and monitor the Corporation's overall strategies, policies and programs that impact the safety, environment and health of the Corporation's guests, crew, the communities where it operates and the ports where its ships call.
2. The Committee shall monitor the Corporation's overall development of strategies, policies and practices in the areas of energy consumption, greenhouse gas, and other criteria pollutant emissions, waste disposal and water use.
3. The Committee shall review with Management significant safety, environment and health incidents that impact the Corporation's guests, crew, communities where it operates and the ports where its ships call.
4. The Committee shall obtain reports from the Senior Vice President, Safety, Environment & Health and others regarding the Corporation's safety, environment and health compliance programs.

5. The Committee shall review with Management the Corporation's programs and policies relative to environmental sustainability and the Corporation's environmental sustainability reporting.

6. The Committee shall obtain reports from other members of management as the Committee deems necessary or desirable in connection with the Corporation's safety, environment and health activities.

7. The Committee shall annually review its own performance and the adequacy of this Charter.

8. The Committee shall take such other actions as it deems appropriate, or as requested by the Board, consistent with this Charter, the Company's Bylaws and applicable laws and regulations and shall direct and report to the Board from time to time on actions taken and matters reviewed.

#### Authority

The Committee shall have the authority to hire consultants, to request management to perform studies and furnish other information, to obtain advice from external legal, accounting or other advisors, and to make such recommendations to the Board based thereon as the Committee deems appropriate.

#### Delegation

The Committee may delegate its authority to the Chair subject to such conditions as the Committee deems appropriate and in the best interests of the Corporation. In addition, the Committee may delegate administrative tasks to employees of the Corporation.

#### Meetings

The Committee shall meet periodically, but no less than twice a year and report to the Board at least semi-annually with respect to its activities. Each year the Chair of the Committee shall establish a schedule of meetings and additional meetings of the Committee may be called by the Chairman of the Board or by any member of the Committee upon notice given at least forty-eight hours prior to the meeting, or upon such shorter notice as shall be approved by the Committee. The Chair of the Committee shall be responsible for establishing the agendas for meetings of the Committee. A majority of the Committee members then serving on the Committee shall constitute a quorum. A majority of the members present shall decide any question brought before the Committee except to the extent otherwise required by the

Corporation's Articles of Incorporation. Minutes of all meetings of the Committee shall be prepared.

*Approved February 20, 2020*