

To: Corporate Compliance Committee Members
Compliance Area Subject Matter Experts
Business Organization Ethics & Compliance Officers

From: Nancy Higgins
Chief Ethics and Compliance Officer
Chair, Corporate Compliance Committee

Subject: Corporate Compliance Committee Meeting and Annual

The final Corporate Compliance Committee meeting of the year will take place on **Tuesday, [date]**, from 11:30 a.m. to 1:00 p.m. Eastern Standard Time. The Preliminary Agenda is attached. **Video conference rooms will be reserved in Glendale, Houston, London, Oak Ridge, Reston, and Santiago**, and the room assignments are posted in the Outlook meeting invitation as the date approaches. Please let us know if you will not be attending by videoconference so that we can cancel any rooms that are not needed.

As you know, the Corporate Compliance Committee is responsible for the ongoing assessment and prioritization of legal risk areas, the sharing of compliance program best practices, and the development of enterprise-wide tools and monitoring mechanisms to increase the efficiency and effectiveness of companywide compliance activities. **If you will not be available to attend the meeting, please designate someone from your organization to** present your report to the Committee and let us know who will be attending for you.

Annual Update of Committee Members and Key Contacts:

There have been some changes in assignments this year, so please check the list of the members of the Compliance Committee and the Key Contacts list on the myBechtel Ethics and Compliance site and let me know by email, with a copy to [my assistant], of any necessary corrections or additions.

Subject Matter Expert Reports:

As indicated at the [last] meeting, your written reports are due on [date]. These reports are extremely important; they are the way we conduct and document our compliance risk assessment process. As in past years, the report should address the following:

- Description of the risk area(s) for which you are responsible;
- Summary of your goals [for this year] and identification of any barriers to achieving those goals by year-end;
- Adequacy of the corporate policies, instructions, procedures, etc., which define and implement your programs – are they comprehensive, consistent, up-to-date, effective – and your process to periodically evaluate these;
- Any deficiencies in training for your compliance area and your plan to remedy those deficiencies, including specialized training for categories of employees who present a higher risk;
- Compliance incidents which have occurred during the year and the response, including changes in your compliance program to reduce the risk of similar occurrences in the future;
- Any significant regulatory, political, or legal changes in your area of responsibility;

- Any new risks to the company which need to be addressed in [the coming year]; and
- Key goals for [next year].

If you are new to the committee as a Subject Matter Expert and will be creating your first report, you can focus your attention on goals for [next year].

Business Based Ethics & Compliance Officer Reports – Supplemental Compliance Training Plans

Ethics and Compliance Officers are ex officio members of the Committee and do not give oral reports at our quarterly meetings. However, you are required to submit a written report on your GBU- or Function/Service-specific supplemental compliance training program prior to the final meeting of the year. Your plan should include specialized training required for high risk employees on an annual basis. Please make sure I have your written report as soon as possible, but **by no later than [date]**.

Thank you all for the time and effort you put in to analyze and assess the compliance risks in your assigned legal risk areas. Our compliance risk assessment is shared annually with the [senior management committee responsible for overall oversight of the Ethics & Compliance Program] and the Audit Committee of the Board of Directors. The information in your reports helps us to continuously improve the Ethics and Compliance Program to address Bechtel's compliance risks.

I look forward seeing you on [date] and hearing about your accomplishments over the past year, as well as your plans for next year.

Regards,

Nancy Higgins

cc: [name]
Senior Compliance Counsel and
Vice Chair, Corporate Compliance Committee