

Community and Equity Advisory Group (CEAG) Charter and Operating Guidelines 2.0

Background

NW Natural (the Company) has a history of community engagement throughout its service territory and recognizes that improving energy equity is a dynamic and long-standing need. NW Natural supports over 200 community and nonprofit groups in the fields of youth and family resiliency, environmental stewardship, health and human services, and arts and culture.

Energy equity requires expanding access and removing barriers for underserved and overburdened customers. The region is seeing a growth in engagement on this topic from community-based organizations (CBOs) and policy makers. The Community and Equity Advisory Group (CEAG) was voluntarily created, building upon NW Natural's history of community engagement and commitment to diversity equity and inclusion. The Company maintains the group, allowing it to evolve over time.

Purpose and Objectives

The CEAG is designed to be a collaboration between NW Natural and its CBO partners. NW Natural endeavors to offer education on utility operations and programming, and seeks direct feedback, recommendations, advice, and review from its CEAG members.

From a place of listening and learning, the purpose of the CEAG is to seek out and elevate historically underrepresented voices and perspectives to advance inclusive practices and institutional actions and to bring a racial equity and environmental justice lens to NW Natural's energy and operational planning.

NW Natural seeks to have CBO representation from across the Company's territories including Oregon and Washington. It seeks to align with the distinct, unique community needs and policy requirements of each state.

Deliverables may include drafting recommendations or guidelines for engaging diverse stakeholders, providing concrete feedback and review, and coordinating with other working groups to evaluate recommended strategies for improving racial equity and environmental justice.

Participants and Recruitment

With the intention to hear from underrepresented voices and experiences, NW Natural is seeking out CBOs serving a community and/or underrepresented population present within the Company's service territory who do not currently have a "seat at the table" within energy planning or the utility industry. It is up to each CBO to select the appropriate representative(s) to participate in the CEAG ensuring coordination between representatives if more than one staff member is involved.

Only representatives from member CBOs, NW Natural staff, and a facilitator(s) will be invited to participate in CEAG meetings, and participation is by invitation only. Membership will be reviewed at the end of each cohort or as needed to ensure an appropriate mix of voices from the NW Natural service territory / identified communities, at which point, new organizations may be invited to participate as members.

Roles and Responsibilities

NW Natural:

NW Natural is the convener of the CEAG. The Company provides the services of a third-party facilitator as needed. NW Natural determines final appointments of CBOs to the CEAG and additionally is responsible for final approval of any work plans or activities of the CEAG. The Company is also responsible for ensuring accessibility for members during all CEAG activities.

Community and Equity Advisory Group CBO Members:

The CEAG members will attend meetings, provide direct feedback and reviews of programs and/or materials to the NW Natural team as requested. CEAG members do not need to come to a consensus or have a majority vote in order to provide advice to NW Natural. Members may suggest agenda topics and or areas of focus. Members may designate alternatives attendees from their organization, however, it is up to each organization to ensure continuity between representatives.

Facilitator:

NW Natural will provide a third-party facilitator for group meetings. The goal of providing facilitator(s) is to help ensure neutral and impartial support to all participants, to maintain the integrity of the process, and to facilitate communication about the process between participants and other interested parties. The facilitator will work collaboratively with the NW Natural project team to prepare process designs, meeting agendas, materials, and final CEAG work products.

NW Natural Commitments

- Foster an environment which respects and values diversity and inclusiveness
 - Utilize a third-party facilitator to establish processes, methods of communication, and as needed meeting facilitation, etc.
- Understand and acknowledge the history in which current systems such as energy regulation were formed
- Recognize that serving the Oregon/Washington of today and the Oregon/Washington of the future requires new ways to engage the communities we serve
- Provide clear parameters regarding the decision-making power and/or role of the CEAG throughout the formation and implementation process
- Provide resources to CEAG members to enable understanding of topics as needed
- Commit to an ongoing and iterative learning process
- Be open to new ideas and diverse experiences and opinions
- Understand and respect the role of the facilitator
- Be accountable with respect to CEAG feedback and recommendations
 - NW Natural will attempt to bring updates on concrete actions, deliverables, etc. that were undertaken following recommendations from CEAG members
 - NW Natural is open to cocreation of topics for discussion

CEAG Member Commitments

- Participate in scheduled (facilitated) discussions regarding NW Natural's energy system planning, programs, investments, and other topics related to the operations of the Company
- Provide advice, experience, and perspectives from the communities of which the CBO serves, which may include social, economic, racial, tribal, and environmental equity, and assist in identifying best practices/solutions for improving and expanding equity as a way to inform how NW Natural develops metrics and measures performance
- Understand the regulatory and policy environment in which NW Natural must operate, and to what extent NW Natural has the ability to influence particulars of the energy system and/or planning process
- Commit to an ongoing and iterative learning process
- Be open to new ideas and diverse experiences and opinions
- Understand and respect the role of the facilitator

NW Natural and the CEAG may determine the need for the creation of sub-groups to focus on specific programs and or elements of the energy system planning process.

Term of Service and Compensation

CEAG members' terms will run for a length of 3 years with opportunity for renewal. Terms will run on the calendar year. CBOs who have a member(s) serving on the CEAG are provided with an honorarium paid by NW Natural in recognition of their donated time and input. The honorarium is \$5,000 per CBO, per year.

Cohort 2:

- Year 1: January – December 2025
- Year 2: January – December 2026
- Year 3: January – December 2027

CEAG calendars and work plans will be developed by NW Natural and the CEAG in coordination with the third-party facilitator.

Group Conduct/Code of Conduct

NW Natural operates within five core values: Integrity, Service Ethic, Caring, Safety, and Environmental Stewardship (outlined in detail in [NW Natural's Code of Ethics](#)). Reflecting these core values, the CEAG has been founded on the principles as listed:

- Integrity
- Transparency
- Openness and Communication
- Accountability (to its Members)

Disagreement and differences of opinion are to be expected, acknowledged, explored, understood, and appreciated. Should conflict arise, it will be addressed with the guidance of the CEAG facilitator.

Recurring inappropriate individual behavior may result in an individual being respectfully excused from participation in the CEAG, generally after the following steps have been taken:

- First Notice: A mediated discussion concerning the behavior/disruption/non-conformance between NW Natural, Facilitator/Mediator, and CEAG member
- Opportunity to correct the behavior/disruption/non-conformance
- Second Notice: A mediated discussion concerning the behavior/disruption/non-conformance between NW Natural, third-party Facilitator/Mediator, CEAG member, and CBO leadership
- Opportunity to correct the behavior/disruption/non-conformance
- Continued failure to follow code of conduct will result in removal of the individual CEAG member
- NW Natural and CBO leadership to discuss replacement of member with guidance and input from remaining CEAG members and third-party party facilitator

It is important to note that the above is not a set procedure and the particulars of the individual situation will be considered in how NW Natural proceeds in addressing concerns that may arise.

Operational Guidelines

Meeting Dates and Times:

Meeting dates and times are established in consultation with the group. Meetings take place four times per calendar year, generally meeting, once per quarter, for a 3-hour increment of time.

Quorum Requirement:

There is no quorum requirement; participants present and active at each meeting can continue to work in the absence of others.

Meeting Materials:

Meeting materials may include agendas, reports, resources, and other documentation provided by either NW Natural or members of the CEAG, or facilitator, dependent on topic.

Meeting Location:

Meetings are hosted by NW Natural. Meeting locations are determined by NW Natural in conjunction with CEAG members. The principles of Safety and Inclusion lead all decision making on meeting location determinations. Accessibility accommodations are made as necessary, dependent on the requirement of the meeting location. In-person, virtual, and hybrid (virtual and in-person) meetings may be considered.

Meeting Structure:

To be determined by the CEAG in conjunction with NW Natural.

Process Documentation:

All CEAG meetings and activities are documented by at least a representative of NW Natural. Further process documentation will be determined as needed in consultation with CEAG members.

Correspondence:

The group may correspond via email, telephone, and/or virtual meeting platforms. NW Natural shall provide a list of correspondence contacts at the start of each CEAG cohort.

Media, Photography, and Recording:

CEAG participants may speak individually to the media outside of meeting sessions, per the policies of their respective organization, but shall not speak on behalf of the CEAG or NW Natural. Participants may be video recorded, audio recorded and/or photographed by NW Natural or others during the meeting. In these cases, CEAG members are notified in advance when meetings are being video- or audio-recorded. If a member raises concerns with any of the above, NW Natural will work with the third-party facilitator to address concerns.

Accessibility:

NW Natural will make the following efforts in order to ensure CEAG meetings and activities are accessible to all CEAG members.

- Provide assistive technology to CEAG members with disabilities, or provide other reasonable accommodations as needed / requested (e.g., large-size print documents, documents formatted for screen readers, etc.).
- Provide language interpretation, as needed/ requested.
- Choose Americans with Disabilities Act (ADA) and transit -accessible venues if meetings are held in person.
- Provide virtual meeting platforms with call-in options to be mindful of limitations in access to technology.

Eligibility for Grants and Resources

NW Natural is seeking strong engagement from local community organizations throughout its service area. It is likely that member organizations engage with NW Natural on multiple fronts across several departments; including, but not limited to the Company's philanthropic giving program, corporate sponsorship offerings, pro bono hospitality services, etc. We welcome this level of engagement and connectivity and the introduction of the CEAG will not change this ethos.

The grant programs are an entirely separate process from CEAG operations and will remain unassociated with CEAG membership and processes. To this end, NW Natural offers the following guidance: participating in—or declining to participate in—the CEAG will not jeopardize, disqualify or otherwise influence decisions on grant requests, award levels, resource allocations or other offerings.

Confidentiality Agreement

All participants have agreed to confidentiality through the Participant Agreement. The statement is as follows:

In order to protect the confidentiality of the community-based organizations (CBOs) and their clients as well as NW Natural customers, all CEAG participants must agree to the following:

- I will not divulge information discussed at meetings, within communications, and/or site visits with anyone except CEAG team members, appropriate organization or NW Natural staff, or the third-party Facilitator.
- I will not use privileged information gained as a CEAG member for personal or professional gain.

To create a “culture of candor” and raise awareness, CEAG members are encouraged to disclose and discuss with NW Natural anything that may be potential conflicts of interest relating to matters pertaining to the topics discussed by the group. For example: business relationships with family and friends.

Charter/Guidelines Adoption and/or Amendments

This charter for the CEAG is considered a living document. The adoption of the inaugural CEAG charter was achieved through a facilitated discussion and review. This CEAG charter may be amended consistent with the terms and processes agreed to by the Company and the CEAG. The facilitator will work with the Company and the CEAG at the end of each cohort to evaluate if adjustments to the Charter and Operational Agreements are warranted.

Resources for CEAG Members (attached as Appendices)

- Service Territory Map (Appendix A)

Appendix A: NW Natural Service Territory Map



Figure 1 NW Natural Service Territory Map