



October 28, 2020

**Advice 5984-E**

(Pacific Gas and Electric Company ID U 39 E)

Public Utilities Commission of the State of California

**Subject: Pacific Gas and Electric Company's Quarterly Advice Letter Pursuant to Assembly Bill 1054 Regarding the Implementation of Its Approved Wildfire Mitigation Plan and Its Safety Recommendations**

Per Public Utilities Code (PUC) Section 8389(e)(7), Pacific Gas and Electric Company (PG&E) hereby submits this Tier 1 Advice Letter (AL) detailing the status of its approved wildfire mitigation plan, recommendations of the most recent safety culture assessment, recommendations of the board of directors' safety committee meetings that occurred during the quarter, and a summary of the implementation of safety committee recommendations from the previous Advice Letter submittal (if any), as well as other information to help illustrate the above.

**Purpose**

The purpose of this AL is to comply with PUC Section 8389(e)(7), established by California Assembly Bill (AB) 1054, for the third quarter of 2020—the fifth quarter following PG&E's receipt of its Initial Safety Certification on August 23, 2019.

**Background**

On July 12, 2019, Governor Newsom signed AB 1054 into law adding Section 8389(e)(7) to the Public Utilities Code which requires, as one of the conditions to the executive director of the Commission issuing a safety certification, documentation of the following:

The electrical corporation is implementing its approved wildfire mitigation plan. The electric corporation shall file a Tier 1 advice letter on a quarterly basis that details the implementation of both its approved wildfire mitigation plan and recommendations of the most recent safety culture assessment, and a statement of the recommendations of the board of directors' safety committee meetings that occurred during the quarter. The advice letter shall also summarize the implementation of the safety committee recommendations from the electrical corporation's previous advice letter filing. If the division has reason to doubt the veracity of the statements contained in the advice letter filing, it shall perform an audit of the issue of concern.

### **Q3 2020 Update**

#### **Implementation of Approved Wildfire Mitigation Plan (WMP)**

On June 11, 2020, the Commission voted unanimously to adopt Resolution WSD-002 and Resolution WSD-003, which conditionally approved PG&E's 2020 Wildfire Mitigation Plan (WMP). PG&E's WMP was filed February 7, 2020, and subsequently updated on February 28 and March 17, 2020.<sup>1</sup> This approval included 41 "conditions" that PG&E must resolve, primarily focused on providing additional analysis and program details. Of these 41 conditions (12 for all utilities and 29 specific to PG&E), PG&E provided responses to the 8 "Class A" Conditions on July 27<sup>th</sup> and to the 30 "Class B" Conditions on September 9<sup>th</sup>, as required. The remaining 3 "Class C" conditions will be submitted as part of the next annual WMP update in February 2021.

PG&E committed to a number of specific targets in the approved 2020 WMP. Status against those key unitized work targets for 2020 year-end completion through the end of the third quarter is below. Despite the record-setting August heat wave resulting in rotating outages, September Public Safety Power Shutoff (PSPS) events, COVID-19, and unprecedented wildfires, PG&E is generally on track through the end of the third quarter and remains committed to the targets outlined in the 2020 WMP.

<b>Plan Area</b>	<b>Wildfire Mitigation Activity</b>	<b>Actual Units</b>	<b>Target Units</b>	<b>% Complete Through Q3</b>
Vegetation Management	Enhanced Vegetation Management (line miles)	1,624	1,800	90%
Grid Design and System Hardening	System Hardening (line miles)	238	221	108%
	Butte County Rebuild (Underground line miles)	19.6	20	98%
	Temporary Microgrids (operationally ready microgrids)	3	≥1	300%
	Distribution Segmentation (automated devices)	603	592	102%
	Transmission Line Switches	36	23	157%
Asset Management and Inspections	Transmission HFTD Enhanced Inspections (structures)	25,468	~26K <sup>2</sup>	97%
	Distribution HFTD Enhanced Inspections (poles)	338,801	~349K <sup>2</sup>	97%
	Substation HFTD Enhanced Inspections	99	99 <sup>2</sup>	100%
Situational Awareness	Weather Stations	309	400	77%
	HD Cameras	132	200	66%

<sup>1</sup> PG&E's 2020 WMP is available at [www.pge.com/wildfiremitigationplan](http://www.pge.com/wildfiremitigationplan).

<sup>2</sup> Distribution, Transmission, and Substation inspection target units adjusted to align with the 2020 workplan and align with the 2020 WMP inspection cycle targets.

Moreover, PG&E defined 38 commitments in the 2020 WMP that are due before the end of 2020. Through the end of the third quarter, there were 17 commitments completed, 5 are “Behind Schedule”, and 2 are “Off Track”. While there are 7 commitments that are currently in “Behind Schedule” or “Off Track” execution status, recovery plans have been developed to ensure these commitments, with the exception of one, will be completed before the end of 2020. The one exception was communicated as part of the CPUC’s WMP “Change Order” process. PG&E submitted a “Change Order” on September 11th to communicate a change in the deployment timing for one of the 2020 WMP Commitments, the Sensor IQ Pilot, due to technical issues that have been identified during program development. If that change order is accepted by the CPUC, the status of that commitment would change to “On Track”.

See table below for status by Plan Area of all 38 2020 WMP Commitments due by end of 2020.

Plan Area	Completed on Time <sup>3</sup>	On Track <sup>3</sup>	Behind Schedule <sup>3</sup>	Off Track <sup>3</sup>	Total
B. Situational Awareness and Forecasting	6	1	2	1	10
C. Grid Design and System Hardening	4	5	2	1	12
D. Asset Management and Inspections	2	2			4
E. Vegetation Management & Inspections		1			1
F. Grid Operations and Protocol	3				3
I. Emergency Planning and Preparedness	2	5	1		8
<b>Total</b>	<b>17</b>	<b>14</b>	<b>5</b>	<b>2</b>	<b>38</b>

#### Implementation of the Recommendations of Most Recent Safety Culture Assessment

On October 28, 2020, PG&E submitted its eighth Safety Culture and Governance quarterly report for the third quarter of 2020, in compliance with CPUC Decision 18-11-050. Attachment A, Safety Culture and Governance Quarterly Report No. 08-2020, details PG&E’s implementation of recommendations from its most recent safety culture assessments.

#### Recommendations of Board of Directors Safety Committee Meetings During Q3 2020

The PG&E Board of Directors’ Safety and Nuclear Oversight (SNO) Committee is an important part of PG&E’s Board-level oversight of safety, enterprise risk, and other matters. A SNO Committee also concurrently exists at the PG&E Corporation Board (together referred to as “SNO Committees”). On July 2, PG&E and PG&E Corporation appointed new members of the SNO Committees following a substantial refresh of the Boards in which all but three of the prior directors were replaced with new members.

<sup>3</sup> Blue = completed; Green = on plan; Amber = ≤~1 month behind plan; Red = >1 month behind plan

In addition to the SNO Committees' duties, composition, and activities described in Advice Letter 5700-E, following D. 20-05-053, the SNO Committees charter was updated to include expanded oversight of the Wildfire Mitigation Plan and the Public Safety Power Shutoff program. Also, the newly redefined position of Chief Risk Officer will provide reports directly to the SNO Committees similar to the current practice of the Chief Safety Officer (CSO).

During the third quarter of 2020, the SNO Committees met on July 2, 2020, July 28, 2020 and September 16, 2020, and participated in a joint session with the PG&E Corporation and PG&E Audit Committees and the PG&E Corporation Compliance and Public Policy (CPP) Committee, also on July 28, 2020.

During the July 28 stand-alone SNO Committees meeting, the SNO Committees reviewed a safety tailboard on excavation and discussed the 5-year safety plan focused on key safety initiatives, systems, standards, safety culture and public safety with the CSO. The SNO Committees also received a nuclear safety performance update from the Chief Nuclear Officer, including a nuclear safety culture report by Nuclear Safety Culture Monitoring Panel (NSCMP). Additionally, the SNO Committees reviewed the second quarter WMP report and discussed PG&E's mitigations and preparedness for the wildfire season.

During the July 28 joint session with the Audit Committees and the CPP Committee, the SNO Committees reviewed a tailboard on confined spaces and received a safety performance update by the CSO. The SNO Committees also had an in-depth discussion on enterprise operational risks and cross-cutting factors related to: (1) the risk of a nuclear core damaging event, (2) the risk of a reduced skilled and qualified workforce, and (3) the risk of an IT asset failure. The SNO Committees received an update on the enterprise data management strategy and the second quarter Internal Auditing report and Audit Plan update, including a summary of open high-risk operational audit issues, including safety, and the status of action plans to address issues identified.

During the September 16 meeting, the SNO Committees reviewed a safety tailboard on wildfire smoke and critical controls as well as overall safety performance with the CSO, and discussed the status of investigations into recent Electric Transmission arc flash incidents and a structure collapse, as well as a helicopter crash in June 2020. The SNO Committees received an update on the Independent Safety Oversight Committee (ISOC) assessment and the overall workforce safety strategy implementation. The SNO Committees received a nuclear safety performance update, including observations from the recent Nuclear Safety Oversight Committee (NSOC) report. The SNO Committees also reviewed summaries of open high-risk operational audit issues with operational risks, including safety, and the status of action plans to address issues identified. Lastly, the SNO Committees had in depth discussions on four enterprise operational risks and cross cutting factors: (1) potential seismic impact, (2) risk of a real estate or facility failure, (3) risk of a large uncontrolled water release, and (4) risk of loss of containment resulting in a potential pipeline rupture.



There is an ongoing dialogue between the Chair of the SNO Committees and management, with frequent engagements around the safety strategy, safety performance updates and corrective actions in the normal course of business. The SNO Committees made the following specific safety-related recommendations to management during the third quarter of 2020:

- Expand safety benchmarking to consider other industries in addition to utilities
- Evaluate whether PG&E is prepared from a safety perspective for the demands of faster restoration times in potential future PSPS
- Analyze aviation safety, considering number of hours in the air, safety history and benchmarking
- Consider an aspirational goal for safety as part of the development of the long-term safety plan
- Include all levels of management in safety reporting, and ensure follow-up after safety incidents
- Include presentations from the line-of-business leaders related to how they are improving safety in their areas in SNO Committees meetings
- Provide an in-depth review of the effectiveness of the Near-Hits reporting program, as well as the CAP program in reducing Safety risk
- Share investigation conclusions with the SNO Committees once complete (for example, once the arc flash incident investigation is complete).
- Consider further actions to mitigate and track critical risks and periodic re-assessments to verify risks have decreased as expected.

Implementation of Recommendations/Guidance and Direction disclosed in Advice Letter 5899-E

The following summarizes actions that management has taken to implement guidance and direction from the SNO Committees that was described in Advice Letter 5899-E for the second quarter of 2020.

- Recommendation #1: Find out if off-road utility vehicles (OUV) require signage.

Management's response: Management reviewed the applicable laws and regulations and signage is not required.

- Recommendation #2: Continue to engage collaboratively with the unions and union-represented employees on the development and implementation of the long-term safety plan.

Management's response: PG&E continues to engage with union-represented employees on safety plans and objectives. For example, union-represented employees participate in the bi-weekly safety council meetings, a forum in which new initiatives and improvements are discussed and active feedback is provided. In addition, they are represented on the Enterprise Safety Council as well as in grass-

roots efforts. The CSO meets regularly with union leaders, who are included in incident reviews and corrective action planning. The BODs also met with representatives of IBEW on September 17, 2020 and will meet with representatives of ESC on October 28, 2020.

- Recommendation #3: Regularly update the SNO Committees on the progress of the WMP.

Management's response: PG&E provides monthly and quarterly reporting on WMP progress to the SNO Committees. The reports include update on wildfire season readiness of PG&E's systems, people, and partners, as well as progress on key wildfire risk reduction and PSPS mitigation work. Additionally, the reports provide a detailed review of PG&E's compliance with probation terms issued in 2019, such as compliance with vegetation management regulations and WMP commitments among others.

### **Protests**

**\*\*\*Due to the COVID-19 pandemic and the shelter at home orders, PG&E is currently unable to receive protests or comments to this advice letter via U.S. mail or fax. Please submit protests or comments to this advice letter to EDTariffUnit@cpuc.ca.gov and PGETariffs@pge.com\*\*\***

Anyone wishing to protest this submittal may do so by letter sent via U.S. mail, facsimile or E-mail, no later than November 17, 2020, which is 20 days after the date of this submittal. Protests must be submitted to:

CPUC Energy Division  
ED Tariff Unit  
505 Van Ness Avenue, 4<sup>th</sup> Floor  
San Francisco, California 94102

Facsimile: (415) 703-2200  
E-mail: EDTariffUnit@cpuc.ca.gov

Copies of protests also should be mailed to the attention of the Director, Energy Division, Room 4004, at the address shown above.

The protest shall also be sent to PG&E either via E-mail or U.S. mail (and by facsimile, if possible) at the address shown below on the same date it is mailed or delivered to the Commission:

Erik Jacobson  
Director, Regulatory Relations  
c/o Megan Lawson  
Pacific Gas and Electric Company  
77 Beale Street, Mail Code B13U  
P.O. Box 770000  
San Francisco, California 94177

Facsimile: (415) 973-3582  
E-mail: PGETariffs@pge.com

Any person (including individuals, groups, or organizations) may protest or respond to an advice letter (General Order 96-B, Section 7.4). The protest shall contain the following information: specification of the advice letter protested; grounds for the protest; supporting factual information or legal argument; name, telephone number, postal address, and (where appropriate) e-mail address of the protestant; and statement that the protest was sent to the utility no later than the day on which the protest was submitted to the reviewing Industry Division (General Order 96-B, Section 3.11).

### **Effective Date**

PG&E requests that this Tier 1 advice submittal become effective upon date of submittal, which is October 28, 2020.

### **Notice**

In accordance with General Order 96-B, Section IV, a copy of this advice letter is being sent electronically and via U.S. mail to parties shown on the attached list and the parties on the service list for R.18-10-007, R.18-12-005, and I.15-08-019. Address changes to the General Order 96-B service list should be directed to PG&E at email address PGETariffs@pge.com. For changes to any other service list, please contact the Commission's Process Office at (415) 703-2021 or at Process\_Office@cpuc.ca.gov. Send all electronic approvals to PGETariffs@pge.com. Advice letter submittals can also be accessed electronically at: <http://www.pge.com/tariffs/>.

\_\_\_\_\_/S/

Erik Jacobson  
Director, Regulatory Relations

### **Attachment:**

Attachment A: Safety and Culture Governance Quarterly Report

cc: Service Lists R.18-10-007, R.18-12-005, and I.15-08-019



# ADVICE LETTER SUMMARY

## ENERGY UTILITY



MUST BE COMPLETED BY UTILITY (Attach additional pages as needed)

Company name/CPUC Utility No.: Pacific Gas and Electric Company (ID U39E)

Utility type:

☒ ELC ☐ GAS ☐ WATER  
☐ PLC ☐ HEAT

Contact Person: Kimberly Loo

Phone #: (415)973-4587

E-mail: PGETariffs@pge.com

E-mail Disposition Notice to: KELM@pge.com

### EXPLANATION OF UTILITY TYPE

ELC = Electric      GAS = Gas      WATER = Water  
PLC = Pipeline      HEAT = Heat

(Date Submitted / Received Stamp by CPUC)

Advice Letter (AL) #: 5984-E

Tier Designation: 1

Subject of AL: Pacific Gas and Electric Company's Quarterly Advice Letter Pursuant to Assembly Bill 1054 Regarding the Implementation of Its Approved Wildfire Mitigation Plan and Its Safety Recommendations

Keywords (choose from CPUC listing): Compliance

AL Type: ☐ Monthly ☒ Quarterly ☐ Annual ☐ One-Time ☐ Other:

If AL submitted in compliance with a Commission order, indicate relevant Decision/Resolution #:

Does AL replace a withdrawn or rejected AL? If so, identify the prior AL: No

Summarize differences between the AL and the prior withdrawn or rejected AL:

Confidential treatment requested? ☐ Yes ☒ No

If yes, specification of confidential information:

Confidential information will be made available to appropriate parties who execute a nondisclosure agreement. Name and contact information to request nondisclosure agreement/access to confidential information:

Resolution required? ☐ Yes ☒ No

Requested effective date: 10/28/20

No. of tariff sheets: 0

Estimated system annual revenue effect (%): N/A

Estimated system average rate effect (%): N/A

When rates are affected by AL, include attachment in AL showing average rate effects on customer classes (residential, small commercial, large C/I, agricultural, lighting).

Tariff schedules affected: N/A

Service affected and changes proposed<sup>1</sup>: N/A

Pending advice letters that revise the same tariff sheets: N/A

<sup>1</sup>Discuss in AL if more space is needed.

**Protests and all other correspondence regarding this AL are due no later than 20 days after the date of this submittal, unless otherwise authorized by the Commission, and shall be sent to:**

CPUC, Energy Division  
Attention: Tariff Unit  
505 Van Ness Avenue  
San Francisco, CA 94102  
Email: [EDTariffUnit@cpuc.ca.gov](mailto:EDTariffUnit@cpuc.ca.gov)

Name: Erik Jacobson, c/o Megan Lawson  
Title: Director, Regulatory Relations  
Utility Name: Pacific Gas and Electric Company  
Address: 77 Beale Street, Mail Code B13U  
City: San Francisco, CA 94177  
State: California Zip: 94177  
Telephone (xxx) xxx-xxxx: (415)973-2093  
Facsimile (xxx) xxx-xxxx: (415)973-3582  
Email: PGETariffs@pge.com

Name:  
Title:  
Utility Name:  
Address:  
City:  
State: District of Columbia Zip:  
Telephone (xxx) xxx-xxxx:  
Facsimile (xxx) xxx-xxxx:  
Email:

Clear Form

## **Attachment A**

### **Safety and Culture Governance Quarterly Report**

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**PACIFIC GAS AND ELECTRIC COMPANY**  
**SAFETY CULTURE AND GOVERNANCE QUARTERLY REPORT**  
**NO. 08-2020**  
**IN COMPLIANCE WITH CPUC DECISION 18-11-050**  
**SUBMITTED OCTOBER 28, 2020**  
**(PUBLIC VERSION)**

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PACIFIC GAS AND ELECTRIC COMPANY  
SAFETY CULTURE AND GOVERNANCE QUARTERLY REPORT  
NO. 08-2020  
IN COMPLIANCE WITH CPUC DECISION 18-11-050  
SUBMITTED OCTOBER 28, 2020

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**PACIFIC GAS AND ELECTRIC COMPANY  
SAFETY CULTURE AND GOVERNANCE QUARTERLY REPORT  
NO. 08-2020  
IN COMPLIANCE WITH CPUC DECISION 18-11-050**

**I. Introduction: PG&E's Safety Focus**

In a quarter that presented numerous—and in some cases, unprecedented—challenges, ranging from health (COVID-19), operations (CAISO-mandated rotating outages) and historic wildfire activity, PG&E workers continued to put safety first in their work. While our team members cannot control these external factors, they are focused on mitigating the unique hazards that come with them, even as many of these events were experienced at the same time.

Even in this environment, PG&E's safety performance has improved in several areas, and we have advanced our safety strategy that we believe will continue to reap benefits. We acknowledge that we are still not where we need to be when it comes to safety, and still have more work to do to ensure all members of our workforce return home safely each and every day.

This report addresses our work and progress against NorthStar's recommendations between July 1, 2020 through September 30, 2020, and is detailed in this report as follows:

- Executive Summary
- Conclusion
- Appendix: Sustainability Update, Board of Directors Reporting and Safety Program Updates and Key Safety Metrics

**II. Executive Summary**

*Safety Performance*

Our rates of serious injuries incurred on the job—primarily driven by contract injuries related to vegetation management work—spiked last quarter: four Serious Injury or Fatalities (SIFs) occurred in Q3, and another in mid-October. This continues to be our critical focus — no one should ever be seriously injured or killed while performing work for PG&E. In September, in response to two SIF actual<sup>1</sup> incidents, PG&E stopped all vegetation management work and required a return-to-work plan review for every contractor. Additionally, PG&E is strengthening contractor oversight and contractor management including required training for employees with oversight of contractors and increasing contractor requirements for on-site supervision and safety specialist presence. Also, in September, PG&E received the third-party aviation assessment report, where no high-risk findings needing action were identified. PG&E is exploring recommendations identified in the assessment, including centralizing aviation services (helicopter, fixed wing and drone) to improve coordination and hiring a Chief Aviation Pilot for increased contractor oversight.

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<sup>1</sup> SIF Actual: Serious injury is a life threatening or life-altering injury, or a fatality.

PG&E continues the practices implemented in the second quarter of executive reviews, joint investigations with contractors, and communicating safety incidents to all relevant lines of business as soon as they occur including initial learnings. During the past quarter, ten SIF potential<sup>2</sup> investigations were closed and communicated. By bringing immediate attention to these incidents, we aim to prevent recurrences of similar safety incidents and injuries.

However, as documented in this report, PG&E's safety performance shows positive trends versus previous years on a few important dimensions, including overall injury rates (DART<sup>3</sup> injuries -26 percent over the last 12 months) and Preventable Motor Vehicle Incidents<sup>4</sup>.

Among the many safety activities carried out by PG&E's Enterprise Health and Safety team, our operating lines of business, and grassroots teams, this Executive Summary captures those related to Leadership Engagement, Observations and Interventions and Culture.

### *Leadership Engagement*

In conjunction with Safety Connections, **Leader in the Field** (LIF) continues to focus on leaders spending time in the field with the crews. Across all supervisors, year-to-date time in the field has increased from 27 percent to 46 percent and is nearing the target of an average of 50 percent of their working hours spent in the field with their people. For managers, year-to-date performance similarly improved from 16 percent to 24 percent, compared to a goal of 25 percent.

Next quarter as part of our 2025 Workforce Safety Strategy, we are launching **Safety Connections** as one of the foundations of our safety culture. A Safety Connection is officers and directors investing time with employees at their workplace, having informal conversations. This strengthens relationships, renews our commitment to safety and builds trust, which makes it's more likely that employees will raise concerns and suggestions.

Many officers and directors in operations already spend time in the field. For them, it is part of their job. What's important is for all officers and directors to be in the field having positive interactions with the employees and learning more about the work they perform. A pilot with non-operational directors will begin in November.

### *Observations and Interventions*

Since developing the COVID-19 checklist used when carrying out **safety observations in the field**, data trending models were developed to monitor the related risks and recommend changes in safety behaviors and capture best practices. Enterprise standard dashboards for emergency response operations

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<sup>2</sup> SIF Potential: An event that reasonably could have resulted in a SIF-A.

<sup>3</sup> DART: Injury that results in days away, restricted or transferred duty.

<sup>4</sup> PMVI Rate: the total number of motor vehicle incidents for which the driver could have reasonably avoided the incident.

were established and effective indicators of safety risks and practices during the wildfire response season. An additional one hundred and fifty-three new observers have been onboarded and trained in the SafetyNet tool.

Ergonomic-related injuries remain the largest injury type among our workforce and it's an area that is being aggressively addressed. **Office ergonomic evaluations** are one of the top priorities due to the needs of employees working from home since the COVID-19 pandemic. Approximately four thousand virtual home office evaluations were conducted in this past quarter, which is 80 percent of the annual average. Additional staff have supplemented the office ergonomics evaluator team to meet the goal of all remote workers having a workstation evaluation. A centralized ordering team was also established to expedite the ergonomic equipment orders.

To prevent injuries in the field, Industrial Ergonomic specialists performed task analysis reviews with front-line employees to reduce or eliminate the risk factors associated with specific task performance. A recent example involved using auxiliary wheels to transport a 40lb soil tamper, which decreased the risk by 47 percent to the shoulder and back areas. The **Industrial Athlete** Specialists provide body mechanics and ergonomic coaching for highly physically demanding tasks and educate employees about strengthening and conditioning practices, using proper work postures and doing warm-up stretches. The ergonomics and industrial athlete programs are aimed at preventing and/or reducing the severity of injury.

### *Safety Culture*

PG&E partnered with the National Safety Council (NSC) to develop and deploy a safety perception survey to all PG&E employees and active contractors. The objective of the **Safety Barometer Survey** was to establish a baseline measurement of PG&E's safety culture and practices and identify improvement focus areas that may refine the 2025 Workforce Safety Strategy. The survey ran August 24-September 18. The PG&E employee response rate was over 55 percent and over 1,300 contract workers also responded to the survey. The NSC will compile the results and provide a report in early November 2020, which will be reviewed, shared, and next steps determined.

### **III. Conclusion**

Consistent with PG&E's previous quarterly Reports, the Appendix has a progress update on the Workforce Safety Strategy, including third quarter 2020 safety performance. PG&E also certifies the ongoing execution of NorthStar's recommendations.

Attachment 1 to this Report includes approved Boards of Director (BOD) and Safety and Nuclear Oversight (SNO) Committee meeting minutes.

Note: This report does not contain a Completion Narrative attachment as no additional recommendations from the NorthStar Report – First Update were completed during Q3.

PG&E recognizes and remains committed to improving safety culture and safety performance. The focus is building an accountable, transparent

organization that embraces raising issues and ideas, and acts upon resolving them. PG&E is focused on moving quickly and efficiently, without risking the safety of our customers, our workforce, or the community.

## APPENDIX

### IV. Sustainability Update

#### A. Ongoing Execution and Sustainability

PG&E continues to execute on NorthStar's recommendations and has verified the sustainability of its Safety OII plans for the period of July 1, 2020, through September 30, 2020.

Compliance certifications for the third quarter of 2020 are shown in Table 1 below, and the status of the additional NorthStar recommendations is provided in Table 2.

**TABLE 1**  
**MATRIX OF SUSTAINABILITY PLANS<sup>5</sup>**

	PG&E Implementation Plan	Certification Due Date	Certification Status <sup>6</sup>	Approver	Initial Implementation
1	Safety Culture and Governance OII - F-2 Supv in the Field includes V-4	10/01/2020	Certified	Jan Nimick	Report No. 04-2019
2	Safety Culture and Governance OII - F-3 SLD includes VIII-1	10/01/2020	Certified	Mary King	Report No. 03-2019 Report No. 03-2019
3	Safety Culture and Governance OII - F-4 _Comprehensive Safety Strategy_ includes III-2 III-3 V-3	10/01/2020	Certified	Francisco Benavides	Report No. 01-2018
4	Safety Culture and Governance OII - F-5 _Best Practice Coordination_ includes IV-5_IV-6_IV-7 V-1 V-2 V-5	10/01/2020	Certified	[REDACTED]	Report No. 01-2018
5	Safety Culture and Governance OII - III-1 Board Qualifications	10/01/2020	Certified	Brian Wong	Report No. 01-2018
6	Safety Culture and Governance OII - IV-2 CSO Org Position	10/01/2020	Certified	Brian Wong	Report No. 01-2018
7	Safety Culture and Governance OII - F-1 OII Implementation Plan	10/01/2020	Certified	Francisco Benavides	Report No. 01-2018
8	Safety Culture and Governance OII - IX-1 Safety Communication	10/01/2020	Certified	Keith Stephens	Report No. 01-2018
9	Safety Culture and Governance OII - IX-2 Safety Culture Metrics	10/01/2020	Certified	David Hatton	Report No. 01-2018
10	Safety Culture and Governance OII - IX-3 Reach Every Employee	10/01/2020	Certified	[REDACTED]	Report No. 01-2018
11	Safety Culture and Governance OII - III-5 IA Safety Role	10/01/2020	Certified	Stephen Cairns	Report No. 01-2018

<sup>5</sup> Additional recommendations from NorthStar's Report – First Update (March 29, 2019) are certified in MetricStream under the plans in scope for the assessment (F-1, F-2, F-3, F-4, III-1, and IX-1). The table excludes "IX-4 Speak-up Effectiveness" and "VIII-8 OQ Feasibility Study", which do not require ongoing actions.

<sup>6</sup> MetricStream compliance certification status.



12	Safety Culture and Governance OII - IV-3 _Safety Dept Roles and Responsibilities_ includes IV-4	10/01/2020	Certified	Francisco Benavides	Report No. 01-2018
13	Safety Culture and Governance OII - IV-1 CSO Experience	10/01/2020	Certified	Francisco Benavides	Report No. 01-2018
14	Safety Culture and Governance OII - VI-1 _Separate Safety Expenditures-RAMP	10/01/2020	Certified	Stephanie Williams	Report No. 01-2018
15	Safety Culture and Governance OII - VI- 2 _Safety IPP_ includes III-4	10/01/2020	Certified	[REDACTED]	Report No. 02-2019
16	Safety Culture and Governance OII - VI-3 Risk and Bus Case Planning	10/01/2020	Certified	[REDACTED]	Report No. 02-2019
17	Safety Culture and Governance OII - VI-4 PPM for Power Gen	10/01/2020	Certified	[REDACTED]	Report No. 03-2019
18	Safety Culture and Governance OII - VI-5 _Session D Link to Sessions 1 and 2	10/01/2020	Certified	[REDACTED]	Report No. 02-2019
19	Safety Culture and Governance OII - VII-1 _STIP and LTIP Metrics_ includes VII-4 VII-5	10/01/2020	Certified	[REDACTED]	Report No. 02-2019
20	Safety Culture and Governance OII - VII-2 _Former STIP metric tracking	10/01/2020	Certified	Stephanie Williams	Report No. 01-2018
21	Safety Culture and Governance OII - VII-3 LTIP Safety Weight	10/01/2020	Certified	[REDACTED]	Report No. 02-2019
22	Safety Culture and Governance OII - VII-6 BPR Metrics	10/01/2020	Certified	Stephanie Williams	Report No. 01-2018
23	Safety Culture and Governance OII - VII-7 _Expanded Best Practice Sharing	10/01/2020	Certified	Francisco Benavides	Report No. 02-2019
24	Safety Culture and Governance OII - VIII-10 _PwrGen Training Completion	10/01/2020	Certified	[REDACTED]	Report No. 01-2018
25	Safety Culture and Governance OII - VIII-11 _PwrGen Refresher Training	10/01/2020	Certified	[REDACTED]	Report No. 03-2019
26	Safety Culture and Governance OII - VIII-2 Field-first Training Profiles	10/01/2020	Certified	[REDACTED]	Report No. 03-2019
27	Safety Culture and Governance OII - VIII-3 _SLD 360	10/01/2020	Certified	[REDACTED]	Report No. 01-2018
28	Safety Culture and Governance OII - VIII-4 _Mandatory Refresher Training	10/01/2020	Certified	[REDACTED]	Report No. 03-2019
29	Safety Culture and Governance OII - VIII-5 _Human Performance Training	10/01/2020	Certified	[REDACTED]	Report No. 03-2019
30	Safety Culture and Governance OII - VIII-6 OQ Status Reporting	10/01/2020	Certified	Christine Cowser	Report No. 01-2018
31	Safety Culture and Governance OII - VIII-7 _2014 OQ Review	10/01/2020	Certified	Christine Cowser	Report No. 03-2019
32	Safety Culture and Governance OII - VIII-9 PwrGen Apprentice Program	10/01/2020	Certified	[REDACTED]	Report No. 03-2019
33	Safety Culture and Governance OII - X-1 _SEMS-CAP Integration	10/01/2020	Certified	[REDACTED]	Report No. 01-2018
34	Safety Culture and Governance OII - X-2 CAP-NH Costs and Benefits	10/01/2020	Certified	[REDACTED]	Report No. 01-2018
35	Safety Culture and Governance OII - X-3 CAP-NH Reporting Benefits	10/01/2020	Certified	[REDACTED]	Report No. 01-2018



36	Safety Culture and Governance OII - X-4 _IA Review of Serious Incident Investigations	10/01/2020	Certified	[REDACTED]	Report No. 01-2018
37	Safety Culture and Governance OII - X-5 _WGE Documentation Improvement	10/01/2020	Certified	[REDACTED]	Report No. 01-2018
38	Safety Culture and Governance OII - X-6 _Central Repository for Investigation info	10/01/2020	Certified	[REDACTED]	Report No. 01-2018
39	Safety Culture and Governance OII - X-7 _ Safety Communication Protocol	10/01/2020	Certified	[REDACTED]	Report No. 01-2018
40	Safety Culture and Governance OII - X-8 _Cause Evaluation Process includes X-9	10/01/2020	Certified	[REDACTED]	Report No. 02-2019
41	Safety Culture and Governance OII - XI-1 _Surprise Inspections for Cont Safety	10/01/2020	Certified	[REDACTED]	Report No. 01-2018
42	Safety Culture and Governance OII - XI-2 _Solely Responsible Cont Language	10/01/2020	Certified	Jamie Martin	Report No. 01-2018
43	Safety Culture and Governance OII - XI-3 Cont Incident Closure Criteria	10/01/2020	Certified	[REDACTED]	Report No. 01-2018
44	Safety Culture and Governance OII - XI-4 _Cont Safety best Practice Sharing	10/01/2020	Certified	[REDACTED]	Report No. 02-2019
45	Safety Culture and Governance OII - XI-5 _LOB Guidelines for Cont Safety	10/01/2020	Certified	[REDACTED]	Report No. 02-2019
46	Safety Culture and Governance OII - XI-6 _PwrGen Contractor On-boarding	10/01/2020	Certified	Jan Nimick	Report No. 01-2018
47	Safety Culture and Governance OII - V-6 Reduce Overall Mileage	10/01/2020	Certified	[REDACTED]	Report No. 02-2019

## B. Additional NorthStar Recommendations

At the request of SED, NorthStar performed a secondary assessment of six PG&E Safety OII plans, established in response to recommendations from NorthStar's original report,<sup>7</sup> and included a set of additional recommendations in the NorthStar Report - First Update.<sup>8</sup> PG&E agreed with the additional recommendations and embraced the opportunity to further improve its safety culture and governance. The current status of PG&E's implementation of these additional recommendations is provided in Table 2 below. No supplemental plans were approved this quarter by PG&E's Internal Audit department, therefore we have no completion narratives to share in this report. Four recommendations across two supplemental plan implementations remain in progress.

<sup>7</sup> NorthStar Report, issued on May 8, 2017.

<sup>8</sup> NorthStar Report – First Update, issued on March 29, 2019.

PG&E's Safety OII plan IX-1, involves the implementation of recommendations from an outside vendor communication audit. This plan is currently in the Internal Audit review stage.

Three additional grouped recommendations under PG&E's Safety OII plan F-2 Supervisors in the Field, which includes V-4, are still being implemented.

- *Increase the number of Supervisors in Electric Operations, Gas Operations and Power Generation field operations to comply with Corporate Procedure HR-2010-P01 thereby limiting the span of direct reports to a maximum of 1:20.*

PG&E communicated in the Q2 2020 status report that we consider this recommendation completed and ongoing.

- *Move completed work review to the jobsite, allowing for immediate feedback before electronic records and paperwork are finalized.*

Electric Operations is implementing mobile technology to enable work quality analysis and data trending, without "post work review" or field work verification and has adjusted work verification practices to lessen the impact on supervisory time in the field. In Electric Distribution, supervisors are encouraged to accomplish "completed work review" during field engagement with the work crews. In essence, the supervisor may review the paperwork and construction work quality while the crew is on site, permitting immediate corrective feedback and issue resolution. Lastly, where work documentation is shifted from paper to electronic formats, desk-based statistic-driven quality oversight can be deployed. Within Inspections, supervisor "completed work review" is shifting from quota-based sampling to data-informed sampling, to lessen the impact to supervisor time in field. Initial inspection "completed work reviews" are accomplished by office-based staff through reports from the electronic records systems. This shift will allow for the number of supervisor post-work field verification to be reduced, allowing supervisors to have more time with their crews.

Work prioritization has delayed implementation of some electronic work management efforts and associated IT projects in Electric Operations, which support the movement of job reviews to the worksite. The efforts will continue to be reviewed for implementation.

- *Reduce travel requirements for field personnel and supervisors who are frequently assigned to work or attend meetings outside their normal work locations.*

PG&E communicated in the Q2 2020 status report that we consider this recommendation completed and ongoing.



**TABLE 2**  
**MATRIX OF ADDITIONAL NORTHSTAR RECOMMENDATIONS AND**  
**PG&E'S IMPLEMENTATION STATUS**

	PG&E Implementation Plan	NorthStar Recommendation	Status
1	F-1_OII Implementation Plan	Institute version control over, and include dates for the implementation plans, completion narratives, sustainability plans and for the IA sign-off process.	Implemented Under Existing Plan
2	F-1_OII Implementation Plan	Increase the rigor and formality over target completion date changes, status changes and scope changes associated with the implementation of NorthStar's recommendations. Review the implementation status of all recommendations to ensure all elements of the recommendations have been addressed or PG&E's modifications have been documented and justified.	Implemented Under Existing Plan
3	F-1_OII Implementation Plan	Develop processes to ensure the sustainability of the implementation of NorthStar's recommendations.	Implemented Under Existing Plan
4	F-1_OII Implementation Plan	In addition to the status of the implementation of NorthStar's recommendations, continue to report to the Commission on any significant changes that might affect the sustainability of the recommendations.	Implemented Under Existing Plan
5	F-1_OII Implementation Plan	Report to the Commission on a quarterly basis the status of the One PG&E Operational Health & Safety (OH&S) Plan and associated metrics (in process).	Implemented Under Existing Plan
6	F-4 Comprehensive Safety Strategy _includes III-2_III-3_V-3	Increase CSO oversight and governance over public and other aspects of safety to mitigate potential silos and ensure risks are adequately addressed.	Implemented Under Existing Plan
7	F-4 Comprehensive Safety Strategy _includes III-2_III-3_V-3	Communicate results of Internal Audit (IA) safety-related audits and LOB management response to Safety, Health and Enterprise CAP (reporting to the CSO).	IA Review Complete
8	F-4 Comprehensive Safety Strategy _includes III-2_III-3_V-3	Include the Generation Safety Lead in routine meetings between Electric Operations and Gas Operations and Safety & Health regarding the implementation of OH&S plan.	Implemented Under Existing Plan
9	F-4 Comprehensive Safety Strategy _includes III-2_III-3_V-3	Conduct an annual (or biennial) blue sky strategic safety planning exercise to concentrate on the changing environment, potential risks and threats. The exercise should force a comprehensive analysis of all safety-related opportunities and threats and a formal, proactive action plan. cThe planning exercise should: <ul style="list-style-type: none"> <li>• Consider the environmental, financial, political, technological, infrastructure, public, workforce and other risks and safety advancements.</li> <li>• Include executives, management and potentially the BODs.</li> <li>• Be facilitated by an outside expert.</li> <li>• Cover ALL potential contributors to safety.</li> </ul>	Implemented Under Existing Plan
10	F-2_Supv in the Field_includes V-4	Increase the number of Supervisors in Electric Operations, Gas Operations and Power Generation field operations to comply with Corporate Procedure HR-2010-P01 thereby limiting the span of direct reports to a maximum of 1:20.	Milestones Complete



	PG&E Implementation Plan	NorthStar Recommendation	Status
11	F-2_Supv in the Field_includes V-4	Commit to a target level of dedicated time in supervisors calendars each week for time in the field; guidance will remain flexible for each LOB to take into consideration the different job functions and geographic work considerations.	Implemented Under Existing Plan
12	F-2_Supv in the Field_includes V-4	Transfer administrative tasks such as scheduling of work, training and paperwork review, from the Supervisor to the office-based staff.	Implemented Under Existing Plan
13	F-2_Supv in the Field_includes V-4	Formalize Gas, Electric, and Power Generation management expectations for supervisors spending time in the field and communicate techniques for how to reduce impediments in each LOB thereby increasing time in the field.	Implemented Under Existing Plan
14	F-2_Supv in the Field_includes V-4	Move completed work review to the jobsite, allowing for immediate feedback before electronic records and paperwork are finalized.	Plan in Progress
15	F-2_Supv in the Field_includes V-4	Reduce travel requirements for field personnel and supervisors who are frequently assigned to work or attend meetings outside their normal work locations.	Milestones Complete
16	F-3_SLD_includes VIII-1	Continue to provide Crew Lead Safety Leadership training courses for employees that move into Crew Lead positions. Automatically include Crew Lead Safety Leadership training in the training profiles for new crew leads.	Implemented Under Existing Plan
17	F-3_SLD_includes VIII-1	On an annual basis, revise Safety Leadership Development (SLD) training to address any areas of concern identified in the review of SafetyNet observation data.	IA Review Complete
18	III-1_Board Qualifications	Report any changes in the Board of Director (BOD) skills matrix, and any changes to the composition of the BOD to the CPUC.	Implemented Under Existing Plan
19	III-1_Board Qualifications	Continue to update the BOD on safety and other significant industry issues.	Implemented Under Existing Plan
20	III-1_Board Qualifications	Encourage BOD members to inquire and challenge PG&E executives to ensure a robust governance process. Revise PG&E Corp.'s Governance Guidelines to include expectations for Directors. As an example, see the Sempra Energy Corporate Governance Guidelines. Among other items, the Sempra Energy Guidelines include the following: <ul style="list-style-type: none"> <li>• Maintain an attitude of constructive skepticism, ask relevant, incisive, probing questions and engage in direct and forthright discussions with the Board and management.</li> <li>• Develop and maintain a broad understanding of the corporation's business and risk profile, its strategic, financial and operating opportunities and plans, and its internal control systems and disclosure controls and procedures, including environmental, and health and safety systems and procedures</li> <li>• Balance prompt action with thorough deliberations, prioritize matter requiring attention, gather sufficient information, engage in open discussion, invite differing views, evaluate the benefits and risks of various courses of action and support the acceptance of prudent business risks to permit informed and timely decision making.</li> </ul>	IA Review Complete
21	IX-1_Safety Communication	Implement the recommendations identified in the outside vendor's communications audit.	Milestones Complete



	PG&E Implementation Plan	NorthStar Recommendation	Status
22	IX-1_Safety Communication	Revise the communications plan as necessary to address any safety and health issues that are identified in recent and on-going Premier surveys and associated analyses	Implemented Under Existing Plan

### C. Changes to PG&E Execution of Plans

As recommended by NorthStar, PG&E will continue to report to the Commission on any significant changes that might affect the sustainability of the recommendations.

- PG&E is sharing changes to Safety OII plan VII-1 which includes VII-4 and VII-5 which address the structure of STIP and LTIP programs.

On June 29, 2020, the Compensation Committee of the Board of Directors of PG&E Corporation approved the 2020 Short-Term Incentive Plan (STIP) and performance measures for 2020 Long-Term Incentive Plan awards, consistent with the testimony filed by Pacific Gas and Electric Company in the Plan of Reorganization (POR) Order Instituting Investigation on January 31, 2020 and approved by the California Public Utilities Commission on May 28, 2020, and in compliance with California Assembly Bill (AB) 1054. The STIP design consists of performance measures and weights of 75 percent Customer Welfare and 25 percent Financial Stability. The 2020 LTIP award performance measures and weights are 50 percent public safety and 50 percent customer experience, with an overall performance modifier that can adjust the overall score upward or downward based on share performance relative to utility peers. For both the 2020 STIP and for 2020 awards under the LTIP, with the Compensation Committee (or the Utility Board for the Utility CEO) retaining “full discretion to adjust the final score, including to zero, for all awards. As part of evaluating exercising discretion, the Compensation Committee (or the Utility Board) will take into consideration Public, Employee and Contractor Safety.”

- PG&E is sharing impacts to a group of three recommendations VI-5, VII-2 and VII-6. These recommendations involve two key goals including a risk informed integrated planning process and appropriate review of key performance measures.

PG&E is evolving the Integrated Planning process (previously SD, S1 & S2) to the Operating Rhythm. Metrics tracked within the Operating Rhythm are being aligned with the key risk indicators for risks on the Corporate Risk Register. The work prioritization process under development is designed to incorporate a risk-informed methodology. As part of these changes, the company no longer runs a Business Process Review (BPR) and in its place holds a Key Performance Indicator (KPI) Review which performs the same function as the prior BPR meetings. A safety dashboard is produced for leaders that details safety metrics at a more granular level and includes those metrics not included in the KPI review or that are tracked for STIP purposes.

## **V. Board of Directors Reporting**

In D.19-06-008, the Commission directed PG&E to provide the following information in the quarterly reports submitted to SED pursuant to D.18-11-050:

- 1) Non-confidential versions of the minutes of all BOD and safety committee meetings.
- 2) All training, education or other support on safety that PG&E and PG&E Corporation are providing to Board members so that they can adequately perform their duties on safety issues.<sup>9</sup>

### **A. Selection of New BOD**

On July 1, 2020, PG&E and PG&E Corporation seated eleven new Board members of fourteen total Board members. The changeover of the Board is part of PG&E's efforts to transform into a stronger company in order to improve operations and safety and better serve its customers and communities. The eleven new Board members offer substantial expertise in key areas critical to PG&E's work. These include utility operations and management, safety and environment, risk management, customer engagement, innovation and technology, regulatory affairs (state and federal), audit and finance, corporate governance, nuclear operations and decommissioning, and human capital and executive compensation. In addition, six of the eleven new directors are from California and have made their careers in the state, gaining extensive knowledge of the communities PG&E serves and the political, social, and physical environment in which the company operates.

### **B. BOD and SNO Committee Meeting Minutes**

In the third quarter of 2020, the Board had formal meetings on July 2, July 29 and September 17, and the SNO Committees held meetings on July 3, July 28, and September 16. The primary focus of the July 2 BOD meeting was to formally seat the Boards and make committee appointments. In addition, following D.20-05-053, the SNO Committee charter was updated to include expanded oversight of the Wildfire Mitigation Plan.

Attachment 1 to this Report includes non-confidential versions of approved minutes for the following BOD and SNO Committee meetings that were held on or after June 13, 2019,<sup>10</sup> and for which approved minutes have not been provided in connection with a prior quarterly report.

- Meetings of the BODs of PG&E and PG&E Corporation that were held concurrently on the following dates:

June 25, 2020
June 29, 2020
July 2, 2020

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<sup>9</sup> D.19-06-008, *mimeo*, p. 4.

<sup>10</sup> Effective date of D.19-06-008.

- Meetings of the SNO Committees of the BODs of PG&E and PG&E Corporation that were held concurrently on the following dates:

July 2, 2020 (Joint meeting with BOD and Compensation Committee)
July 28, 2020 (SNO)
July 28, 2020 (Joint meeting with Audit and Compliance and Public Policy)

Meeting minutes for the BODs and the SNO Committees must be formally reviewed and approved by the relevant governance body prior to finalization. The timing for this process varies, and in many cases the minutes will be finalized in a different quarter than the quarter in which the meeting was held.

### **C. BOD Safety-Related Training**

PG&E is submitting information regarding “all training, education or other support on safety that PG&E and PG&E Corp.” provided “to board members to ensure that they can adequately perform their duties on safety issues.”

- During the third quarter of 2020, all directors participated in several onboarding sessions designed to ground them in PG&E’s history and operations. Topics included: (1) safety, (2) regulatory commitments, (3) operational risks, and (4) the Wildfire Mitigation Plan and associated programs.
- During the third quarter of 2020, a number of board members conducted a visit to PG&E’s Wildfire Safety Operations Center. Given the current shelter-in-place and other restrictions connected with the COVID-19 pandemic, the prior practice of consistent site visits for directors has been temporarily suspended.
- During the third quarter of 2020, in-person regular meetings of the BODs and the SNO Committees included a safety tailboard similar to those presented to employees. Topics covered during the third quarter of 2020 included (1) hoisting and rigging (Board meetings), (2) vegetation management (Board meetings), (3) evacuation safety (SNO Committee meetings), (4) wildfire smoke (SNO Committee meetings), and (5) confined spaces (SNO, Audit, and CPP joint committee meeting).
- In June 2020, the Boards received a presentation of the SNO Committees’ first quarter 2020 Oversight Report on PG&E’s Wildfire Mitigation Plan.
- In July 2020, the Boards received an in-depth look at the safety strategy as well as the comprehensive five-year safety plan. The Boards also received an update on PG&E’s Community Wildfire Safety Program (CWSP) as well as a presentation on readiness for the wildfire season.
- In July 2020, the SNO Committees, the Audit Committees, and the PG&E Corporation Compliance and Public Policy (CPP) Committee met jointly and reviewed a tailboard and received a safety performance update by the Chief Safety Officer (CSO). The Committees had an in dept discussion on enterprise operational risks and cross-cutting factors related to: (1) the



risk of a nuclear core damaging event, (2) the risk of a reduced skilled and qualified workforce, and (3) the risk of an IT asset failure. The Committees also received an update on the enterprise data management strategy and the second quarter Internal Auditing report and Audit Plan update, including a summary of open high-risk operational audit issues, including safety, and the status of action plans to address issues identified.

- In July 2020 SNO Committees meeting, the SNO Committees reviewed a safety tailboard and discussed the 5-year safety plan focused on key safety initiatives, systems, standards, safety culture and public safety with the Chief Safety Officer. The presentation also included safety improvements such as a new audit program, enhancement of tailboards, and a safety culture survey from the National Safety Council. The Committees also received a nuclear safety performance update from the Chief Nuclear Officer, including a nuclear safety culture report by Nuclear Safety Culture Monitoring Panel (NSCMP). Additionally, the Committees reviewed the second quarter WMP report and discussed PG&E's mitigations and preparedness for the wildfire season.
- In September 2020, the Boards received a presentation on safety performance, and an update on strategic safety initiatives. The Boards also received a presentation on the CWSP, the Public Safety and Power Shutoff (PSPS) program, and the recent capacity emergency events. Lastly, the Boards reviewed SNO Committees' second quarter 2020 Oversight Report on PG&E's Wildfire Mitigation Plan. As part of the ongoing engagement with unions and union-represented employees, the BOD met with representatives of IBEW during this meeting.
- In September 2020, the SNO Committees reviewed safety performance with the CSO, and discussed the status of investigations into recent Electric Transmission arc flash incidents and a structure collapse, as well as a helicopter crash in June 2020. The Committees received an update on the Independent Safety Oversight Committee (ISOC) assessment and the overall workforce safety strategy implementation. The Committees received a nuclear safety performance update, including observations from the recent Nuclear Safety Oversight Committee (NSOC) report. The Committees also reviewed summaries of open high-risk audit issues with operational risks, including safety, and the status of action plans to address these issues. The SNO Committees had an in depth discussion on four enterprise operational risks: (1) potential impact of a seismic event, (2) risk of a facility failure, (3) risk of a large uncontrolled water release, and (4) risk of loss of containment resulting in a potential pipeline rupture.

## **VI. Safety Program Updates and Key Safety Metrics**

### **A. Employee Safety**

The One PG&E Plan encompasses Employee Safety, Contractor Safety, Motor Vehicle Safety, and the Enterprise Safety Management System (ESMS), as well as eight focus areas (safety programs). The elements of the

One PG&E Plan are foundational safety and health programs which will continue, however future reports will be focused on the implementation of the 2025 Workforce Safety Strategy.

## 1. Safety Management System

PG&E is committed to developing and adopting the ESMS to define how PG&E consistently manages all safety domains under a single, comprehensive governance framework.

**TABLE 3**

Work stream	Objectives	Q3 2020 Progress
Implement Enterprise Safety Management System	<ul style="list-style-type: none"> <li>• Implement the ESMS by 2022.</li> <li>• Including third party certification.</li> </ul>	<ul style="list-style-type: none"> <li>• Selected vendor ERM to define requirements and roadmap as well as key documentation for ISO 45000 certification by end of 2022</li> </ul>
Independent Safety Oversight Committee	<ul style="list-style-type: none"> <li>• Implement an ISOC to provide safety assurance across PG&amp;E by December 31, 2020.</li> </ul>	<ul style="list-style-type: none"> <li>• Selected a new Chief Safety Advisor. She brings 30+ years of safety experience at the nation's largest public infrastructure agency MTA where she continues to serve as a Chief Safety Advisor. Among Anne's duties, she will chair ISOC.</li> <li>• Received report for June ISOC visits to Electric and Gas Operations. Assigned action owners to address key insights identified by members including in areas of MOC, data management, and safety leadership.</li> <li>• Completed ISOC visit to Generation 12-16 Oct 2020.</li> </ul>
Management of Change	<ul style="list-style-type: none"> <li>• Implement Management of Change (MOC) software within Gas Operations by December 31, 2021.</li> <li>• Implement MOC software in its Electric Operations and Dam Operations by December 31, 2021.</li> <li>• Provide an annual report on the procurement, development, and implementation of MOC software for PG&amp;E's operations to the SED and the Office of the Safety Advocates (OSA) at the CPUC and/or OSA's successor.</li> <li>• The first report will cover activities performed during 2020 and be presented to SED, OSA, and/or OSA's successor by July 1, 2021.</li> </ul>	<ul style="list-style-type: none"> <li>• Selected a Safety MOC Program Manager responsible for the implementation of Safety MOC and MOC software in Gas, Electric, and Dam operations.</li> </ul>

## 2. Ergonomics

PG&E's MSD program supports the prevention of injury through changes and re-design of key programs such as office, vehicle, industrial ergonomics, and the Industrial Athlete program. These programs are designed to take a systematic approach to identifying the ergonomic risk factors associated with performing physical work.

**TABLE 4**

Work stream	Objectives	Q3 2020 Progress
Office Ergonomics	<ul style="list-style-type: none"> <li>• Work with each LOB to proactively identify leading indicators that could result in injury.</li> <li>• Reduce the number of evaluators and increase their hours to have a smaller more streamlined cohesive support staff.</li> <li>• Establish weekly meetings with evaluators to understand and address situations and share best practices.</li> <li>• Refine reporting in case management.</li> <li>• Use data to conduct predictive analysis.</li> <li>• Pilot centralized ordering for efficiencies.</li> </ul>	<ul style="list-style-type: none"> <li>• Approximately 4,000 virtual evaluations were conducted in Q3, which is 80% of the annual average (5,000).</li> <li>• Additional staff (15) added to the office evaluator team to meet the increased demand of evaluations for remote workers. The team includes 20 evaluators, 7 schedulers, and 2 administrative staff.</li> <li>• Centralized ordering team established to handle all ergonomic orders for remote workers.</li> <li>• Used predictive modeling data to build a pilot with Contact Center Operations, targeting early intervention for employees in identified tasks who are at higher risk for injury. Pilot will launch in November.</li> </ul>
Industrial Athlete	<ul style="list-style-type: none"> <li>• Train all industrial athlete specialists in industrial ergonomics software.</li> <li>• Develop heat maps to overlay data to reflect impact of services.</li> <li>• Focus on field workforce only.</li> <li>• Improve utilization of Industrial Athlete Specialist services throughout the enterprise.</li> <li>• Analyze Industrial Athlete program components, consider new program services and initiate quality assurance procedures with vendor.</li> </ul>	<ul style="list-style-type: none"> <li>• Developed curriculum for Industrial Athlete Specialists to provide on-site and small group services.</li> <li>• Implemented Target Task Training to include body mechanics, athletic work postures, injury prevention warmups /compensatory stretches and proper tool use.</li> <li>• Completed GSR 1:1 Program pilot with 20 workers, measured success and created program to continue, expanding into Eureka (12 workers) and Sacramento (60 workers).</li> <li>• Initiated IAS Virtual service offering and resumed field visits on a per request basis.</li> <li>• Developed new vendor procedures for implementation and began project efforts to improve communication, service delivery and metric tracking.</li> </ul>
Industrial Ergonomics	<ul style="list-style-type: none"> <li>• Perform Task assessments on high risk tasks based on injury data and field input to analyze the physical demands of a task and identify which tasks may exceed human capacity.</li> <li>• Determine risk associated with task using Humantech software and alternative methods if needed.</li> <li>• Partner with LOB on risk mitigations, and solution implementation and validation of effectiveness.</li> </ul>	<ul style="list-style-type: none"> <li>• Partnered with Key Leaders in Electric Ops and Gas Ops to identify top 3-5 physically demanding tasks via data analysis and interviews in pilot.</li> <li>• Initiated task analysis for top tasks in Gas Operations.</li> </ul>



Vehicle Ergonomics	<ul style="list-style-type: none"> <li>• Revise vehicle ergonomic evaluation process. Focus on objective, quantitative data.</li> <li>• Develop form in software.</li> <li>• Partner with Transportation Services on process, procedures and vehicle design.</li> </ul>	<ul style="list-style-type: none"> <li>• Completed 25 vehicle assessments in Q3.</li> <li>• Continued to partner with Transportation Services and completed 3 vehicle specification reviews for design.</li> </ul>
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### 3. Safety Leadership

All employees who are new to operational leadership positions are required to attend Safety Leadership Development (SLD) workshops within 90 days of being profiled for the training. The profiling occurs automatically when an employee assumes a new leadership role. As mentioned above, the Workforce Safety Strategy has programs to improve safety leadership.

**TABLE 5**

Work stream	Objectives	Q3 2020 Progress
Safety Leadership Development Workshops	<ul style="list-style-type: none"> <li>• Ensure PG&amp;E Academy curriculum is aligned with Operational Learning/SLD priorities.</li> </ul>	<ul style="list-style-type: none"> <li>• The SLD program is in a self-sustaining mode.</li> <li>• Leaders, including crew leads, are profiled for the course as they move into a leader role.</li> <li>• During COVID, the supervisor course has been converted to a virtual course and the crew lead course is on hold.</li> </ul>
SLD Observations	<ul style="list-style-type: none"> <li>• Promote the use of SLD observation checklist to guide and inform LIF engagements.</li> </ul>	<ul style="list-style-type: none"> <li>• Ongoing work</li> </ul>
Learning Teams	<ul style="list-style-type: none"> <li>• Learning teams have now been turned over to LOBs to conduct as needed.</li> </ul>	<ul style="list-style-type: none"> <li>• LOB Grassroots teams are in place</li> </ul>
Operational Learning	<ul style="list-style-type: none"> <li>• Refine Operational Learning tools and processes.</li> </ul>	<ul style="list-style-type: none"> <li>• Paused with the change in personnel. Will review and assess need based on the 2025 Workforce Safety Strategy</li> </ul>
Strategy & Prevention Debriefs	<ul style="list-style-type: none"> <li>• Collaborate with communications and LOB field-facing leaders to develop a method to consistently deliver critical information to the appropriate audience in a timely manner.</li> </ul>	<ul style="list-style-type: none"> <li>• Implemented the Safety Barometer Survey tool, which will provide insight into the employee's perception of safety communications.</li> <li>• On-going: Safety Flashes (lessons learned) and Safety Alerts (serious incident and fatality communications) are communicated following incidents.</li> </ul>

### 4. Serious Injury and Fatality Prevention

PG&E investigates incidents that result in an actual employee SIF, meaning a fatality, a life-threatening or life-altering injury or illness. PG&E also identifies incidents with SIF potential to understand the conditions that led to the incident, learn from the investigation findings, and develop corrective actions. PG&E investigates SIF actual events for contractors, provided that they were conducting work under the supervision of PG&E, on PG&E property, or on PG&E assets.

**TABLE 6**

Work stream	Objectives	Q3 2020 Progress
SIF Investigations	<ul style="list-style-type: none"> <li>• Improve SIF and Cause Evaluation (CE) processes and tools.</li> <li>• Improve timeliness and clarity of SIF-related communications to provide actionable intelligence to LOBs.</li> <li>• Analyze SIF investigations and share key learnings.</li> </ul>	<ul style="list-style-type: none"> <li>• Updated definitions of SIF actual (SIF-A) and SIF potential (SIF-P) incidents</li> <li>• Developed SIF Potential Quick Determination Table and SIF Determination Flow Chart</li> <li>• Updated SIF communications repository to organize communications by category and date</li> <li>• Closed and communicated findings on 10 SIF-potential investigations.</li> </ul>
Safety Observations	<ul style="list-style-type: none"> <li>• Expand user population in SafetyNet.</li> <li>• Evaluation of SafetyNet tool and product enhancements.</li> <li>• Increase ownership of SafetyNet within the LOBs.</li> <li>• Identify additional training &amp; support materials.</li> </ul>	<ul style="list-style-type: none"> <li>• Onboarded and trained over 153 new observers in SafetyNet.</li> <li>• Developed and deployed new SafetyNet checklists; added features for identifying prime/sub-contractors and special projects work in SafetyNet reports.</li> <li>• Established enterprise standard dashboards for emergency response operations; began in-the-field coaching for all LOBs, contractors, and Field Safety teams.</li> <li>• Created data trending models to monitor risks involving COVID19 and recommend changes in safety behaviors and capture best practices enterprise-wide.</li> <li>• Delivered SafetyNet training and in-person coaching to Electric Operations CAP and Field Safety, and Gas Operations teams.</li> </ul>
Near Hit	<ul style="list-style-type: none"> <li>• Identify and develop a strategy and plan for Near Hits for the enterprise.</li> </ul>	<ul style="list-style-type: none"> <li>• Built new attributes in CAP system to validate Near Hits as Safety NH/Operational NH/Safety Unsafe Condition/Operational Unsafe Condition/Safety Concern</li> <li>• Developed Near Hit Program communications and change plan and held re-energization meetings with LOB stakeholders</li> <li>• Launched automated Near Hit daily report</li> </ul>



**TABLE 7**  
**2020 YTD SERIOUS INJURY AND FATALITY ACTUAL INCIDENTS**

Line of Business	Date	Incident Description	Injury
Electric Ops	3/3/20	While reaching into a metal clad unit to retrieve a fuse, employee's left elbow made contact with energized equipment. Arc flash. 2 <sup>nd</sup> degree burns to arm	1 employee injury
Electric Ops	3/18/20	Off road Utility Vehicle roll over with three tree trimming contractors working in Forestville.	1 contractor fatality
Shared Services	6/2/20	Fatal helicopter crash involving PG&E contractors who were performing critical power line work. Two contractors had just been picked up as "human external cargo"	3 contractor fatalities
Electric Ops	7/13/20	Two contract linemen were working aloft on adjacent 45ft wood poles in H structure, and while releasing tension on one of the guy wires, the structure collapsed. One employee with fractured pelvis	1 contractor injury
Electric Ops	8/10/20	Crew was being trained in the barehand method. An employee was climbing up the ladder to make contact with the energized line when an arc flash occurred. 2 <sup>nd</sup> degree burns to right hand	1 employee injury
Electric Ops	9/8/20	Contractor was placing vegetation debris into a tree chipper when their right hand became entangled in the chipper. The employee's right index finger was severed	1 contractor injury
Electric Ops	9/9/20	Contractor climber fell from a tree sixty feet to the ground then rolled down an embankment. Contractor sustained a fractured right femur and damaged right shoulder	1 contractor injury
Electric Ops	10/12/20	Vegetation Management contract foreman was on the ground felling a tree. As the first tree fell, it struck a second adjacent tree. Second tree broke off and struck the foreman. Foreman sustained a punctured lung, broken ribs, lacerations to head and leg.	1 contractor injury

## 5. Injury Management

PG&E provides a number of Injury Management programs, such as timely injury reporting, a Return to Work (RTW) Task Program, on-site medical clinics, and Mobile Medics, to improve employees' overall well-being and to promote early return to work. Early intervention and convenient access to care helps to reduce the severity of injuries and leads to better outcomes. In addition, PG&E's RTW Task Program allows employees to return to work with medical restrictions that might otherwise prevent them from working.

**TABLE 8**

Work stream	Objectives	Q3 2020 Progress
Timely Reporting	<ul style="list-style-type: none"> <li>Continue targeted leadership conversations.</li> <li>Improve employee experience.</li> </ul>	<ul style="list-style-type: none"> <li>Decrease in timely reporting continues, in part, due to COVID 19 and the increase of employees who work from home and may not recognize the need to report their work-related symptoms.</li> <li>YTD timely reporting: 67.3%.</li> </ul>

		<ul style="list-style-type: none"> <li>• The number of calls to the Nurse Care Line has increased, an indication that the communication campaign yielded some positive results.</li> </ul>
RTW Task Program	<ul style="list-style-type: none"> <li>• Provide additional return to work opportunities.</li> <li>• Reduce unavailable workforce and lost workdays (LWD).</li> </ul>	<ul style="list-style-type: none"> <li>• Placed 20 employees in to task assignments.</li> <li>• 1,014 LWD savings by returning employees to work who otherwise would have remained off work.</li> <li>• Added 2 new task assignments into Task Bank in Q3 and 6 new tasks YTD as of Sept 24, 2020.</li> <li>• Established a Fair Labor Standards Act (FLSA) test process with the Compensation department to identify exempt task work.</li> </ul>
On-site Clinics	<ul style="list-style-type: none"> <li>• Provide convenient access to primary and urgent care and wellness services for both work-related and non-work-related injuries and conditions.</li> </ul>	<ul style="list-style-type: none"> <li>• San Francisco General Office onsite clinic staff reduced staff due to low utilization resulting from COVID-19 workplace procedures.</li> <li>• Fresno and San Carlos onsite clinics continue with reduced utilization maintaining Covid-19 healthcare protocols.</li> <li>• Concord onsite clinic continues closure due to COVID-19 County guidance.</li> </ul>
Fit4U Pilot Program	<ul style="list-style-type: none"> <li>• Prevent repeat injuries.</li> <li>• Long Term Program Goals - Reduce Workers' Compensation claims (count, duration, cost).</li> <li>• Improve long-term overall health and well-being through a lifestyle change</li> </ul>	<ul style="list-style-type: none"> <li>• Due to COVID 19, access to a personal trainer and a gym is not available. An interim Fit4U program has been developed and will continue to offer health coaching and EAP services; virtual exercise training will be offered pending the reopening of gyms in California. Program launch planned for early December.</li> </ul>
Mobile Medics	<ul style="list-style-type: none"> <li>• More immediate, convenient, on-location medical care for employees.</li> <li>• Prevent work-related discomfort, pain or injuries from worsening.</li> </ul>	<ul style="list-style-type: none"> <li>• All 8 Mobile Medic locations have been active but continue to experience low utilization both due to COVID-19 workplace procedures as well as reported injuries being more serious than what the mobile medic can address as the referral criteria is for first aid care only.</li> </ul>

## 6. Health and Wellness

PG&E's Health and Wellness (H&W) programs use employee education and engagement to help employees take action to improve their overall well-being and to reduce risks of health conditions and injuries. PG&E promotes healthy lifestyles by improving access to and awareness of available H&W resources, which include mental health and Employee Assistance Program (EAP) services.



TABLE 9

Work stream	Objectives	Q3 2020 Progress
Health Screenings	<ul style="list-style-type: none"> <li>• Maintain &gt;80% participation.</li> <li>• Expand awareness of health screening options (lab, physician, self-collection).</li> </ul>	<ul style="list-style-type: none"> <li>• 2020 Health Screening participation of 80% as of Aug 31, 2020.</li> <li>• 439 screenings completed using the new Self-collection Kit.</li> <li>• 2021 Health screening registration opened Sept 15, 2020 with screenings occurring on or after Oct 1, 2020.</li> </ul>
Health Coaching	<ul style="list-style-type: none"> <li>• Reduce workforce health and safety risks by providing access to telephonic, onsite and digital health coaching support.</li> </ul>	<ul style="list-style-type: none"> <li>• Onsite health coaching – 34 completed coaching appointments Jul 1 - Aug 31, 2020.</li> <li>• Healthy Eating Made Simple webinar for 1,000+ employees as part of virtual Safety, Health and Wellness fair.</li> </ul>
Health Promotion	<ul style="list-style-type: none"> <li>• Provide total wellbeing solution for PG&amp;E's workforce through H&amp;W portal/application.</li> <li>• Drive workforce awareness and engagement in wellness programs and benefits through Wellness Ambassador Network.</li> </ul>	<ul style="list-style-type: none"> <li>• H&amp;W portal: 3,159 (13.3%) employees enrolled as of Aug 31, 2020.</li> <li>• Enterprise wide team step challenge: 300 participants with over 59M steps tracked during 3-week challenge.</li> <li>• Monthly H&amp;W Roundup newsletters to Wellness Ambassadors and Safety leads included COVID-19 resources, wellness program team challenge info and results, physical, mental and emotional health webinars, healthy recipes, health coaching tips, health screening reminders.</li> </ul>
Mental Health Support	<ul style="list-style-type: none"> <li>• Increase awareness and enhance support for mental health conditions as a health and safety risk factor.</li> <li>• Deploy new mindfulness resilience resources.</li> <li>• Grow Peer Volunteer Program (PVP) to cover all LOBs and service territory.</li> </ul>	<ul style="list-style-type: none"> <li>• Virtual EAP base camp support</li> <li>• Train-the-trainer presentation on mental health for IA OPS to share with physical workforce</li> <li>• Conducted daily virtual mindfulness sessions and Intro to Mindfulness all-employee webinars</li> <li>• Onboarded two new Peer Volunteers</li> <li>• Deployment of PVP decal in company vehicles</li> </ul>
Telemedicine	<ul style="list-style-type: none"> <li>• Promote Anthem and Kaiser telemedicine programs.</li> </ul>	<ul style="list-style-type: none"> <li>• YTD Aug 31, 2020 Live Health Online telemedicine: 751 registrations, 1,063 visits.</li> <li>• Increased use due to COVID 19. In 2019 total registrations 464, and 871 visits.</li> </ul>
Condition Management	<ul style="list-style-type: none"> <li>• Expand Knova Solutions program for Human Capital Risk (HUI) risk scores from top 5% to top 20%, include dependents.</li> </ul>	<ul style="list-style-type: none"> <li>• Utilization as of Aug 31, 2020 - total enrollment 821; 553 employees and 268 dependents with high health risks.</li> </ul>

PG&E established Days Away, Restricted or Transferred (DART)<sup>11</sup> targets for 2020 to move the rate from 4<sup>th</sup> quartile to 3<sup>rd</sup> quartile. The company continues to see challenges with SIF<sup>12</sup> events (actual and potential), repetitive motion injuries in the contact centers and strains from lifting, pulling and pushing in field workers. Efforts continue to reduce the non-serious and repetitive motion injuries including clinics, mobile medics, virtual ergonomic specialists and expansion of the industrial athlete program.

Table 10 below summarizes key metrics performance and established targets for 2018 - 2020. Figure 1 below provides current performance with respect to employee safety metrics as of September 30, 2020. DART 12 month rolling rate has declined by 26 percent over the prior year but is still over target for Q3.

**TABLE 10**  
**2018 - 2020 PERFORMANCE AND ESTABLISHED TARGETS**

Metric	2018		2019		2020*		
	Actual	Target	Actual	Target	YTD Actual	YTD Target	EOY Target
Employee SIF Actual Count	1		0		2		
Employee SIF Potential Count	21		33		16		
DART Rate	1.81	1.88	2.05	1.34	1.48	1.12	0.90

*\*2020 rates and targets are based on 12 month rolling rates*

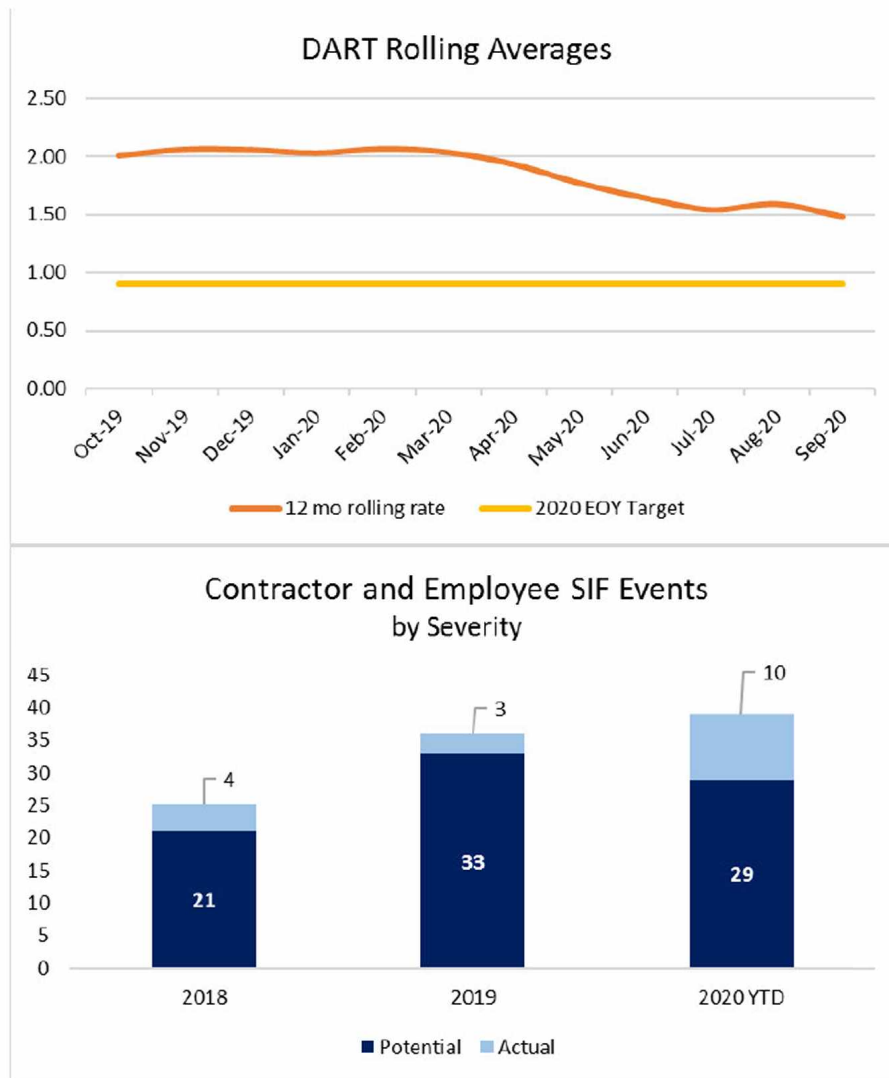
*Data through 10/15/2020*

On target	Target may be at risk	Target at risk
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<sup>11</sup> DART: Injury that results in days away, restricted or transferred duty, rate based on 200,000 hours worked

<sup>12</sup> SIF Actual: Serious Injury is a life-threatening or life-altering injury, or a fatality.  
SIF Potential: An event that reasonably could have resulted in a SIF -A, rate based on 200,000 hours worked

**FIGURE 1**  
**CURRENT PERFORMANCE AS OF SEPTEMBER 30, 2020**



## B. Contractor Safety

PG&E's Contractor Safety Program requires primary contractors and subcontractors performing medium- and high-risk work to meet minimum pre-qualification requirements. PG&E monitors the implementation of the program requirements by conducting compliance assessments in the LOBs and performing Management and Organization Assessments (MOAs) on contractors who are new in business (less than three years) or have experienced rapid growth (significant increase in employees working for PG&E). See Table 11 for progress in the third quarter of 2020.

**TABLE 11**

Work stream	Objectives	Q3 2020 Progress
Training & Qualifications	<ul style="list-style-type: none"> <li>Develop and implement new training requirements for PG&amp;E employees and contractors.</li> </ul>	<ul style="list-style-type: none"> <li>3 new online trainings were created and uploaded to ISN for contractors to complete based on requirement from LOB. They include: GAS-0739</li> </ul>



	Desert Tortoise, ENVR-9090RVL ERTC Training and ENVR-9091 General Environmental Awareness. Also, SafetyNet for Field Observations was revised to include updated information. 4 new trainings were also added to My Learning in Q3. PSOS-4110 OMT Mobile for Radial/Tap Line, PSOS-4111 OMT Desktop for Radial/Tap Line, PSOS-4112 Radial/Tap Line AFW Training, TECH-9200 Grid Search I and GAS-9621 Leak Grading Simplification – Leak Survey.	
Field Observations	<ul style="list-style-type: none"> <li>Utilize PG&amp;E observation tool for capturing safety observations on contractors.</li> </ul>	<ul style="list-style-type: none"> <li>46,009 observations were conducted in Q3. 98.5% of observations were captured as safe.</li> </ul>
Contractor Safety Forums	<ul style="list-style-type: none"> <li>Communicate and share PG&amp;E's safety culture.</li> </ul>	<ul style="list-style-type: none"> <li>4 LOB's conducted their annual forum during Q3.</li> </ul>
Program Scope/Contractor Management	<ul style="list-style-type: none"> <li>Utilize ISN to track increase in contractor workers and contractors that are in business less than three years.</li> <li>Establish requirements for minimum Safety Officers on projects.</li> <li>Increase safety oversight in the field.</li> </ul>	<ul style="list-style-type: none"> <li>2 New in Business Management Organization Assessments (MOA) were performed during Q3. Both contractors were approved after an extensive validating process.</li> <li>Implemented a new field safety inspection team to perform field audits on contractors. 1,447 (YTD) inspections were completed with 401 total findings. 28 of these were classified as high-risk. High-risk findings were communicated to the contractors and they were required to submit corrective action plans identifying short and long-term correction actions to prevent recurrence. All contractors submitted quality corrective action plans.</li> </ul>

Table 12 below summarizes key metrics performance in 2018 - 2020. Figure 2 below provides current performance with respect to contractor safety metrics as of September 30, 2020.

**TABLE 12**  
**2018 - 2020 PERFORMANCE**

Metric***	2018	2019	2020*
	Actual	Actual	YTD Actual
Contractor SIF Actual Count	3	3	8
Contractor SIF Potential Count**	N/A	N/A	13
% of Contractor Assessments with Non-Conformance Findings	10.30%	12.50%	6.60%

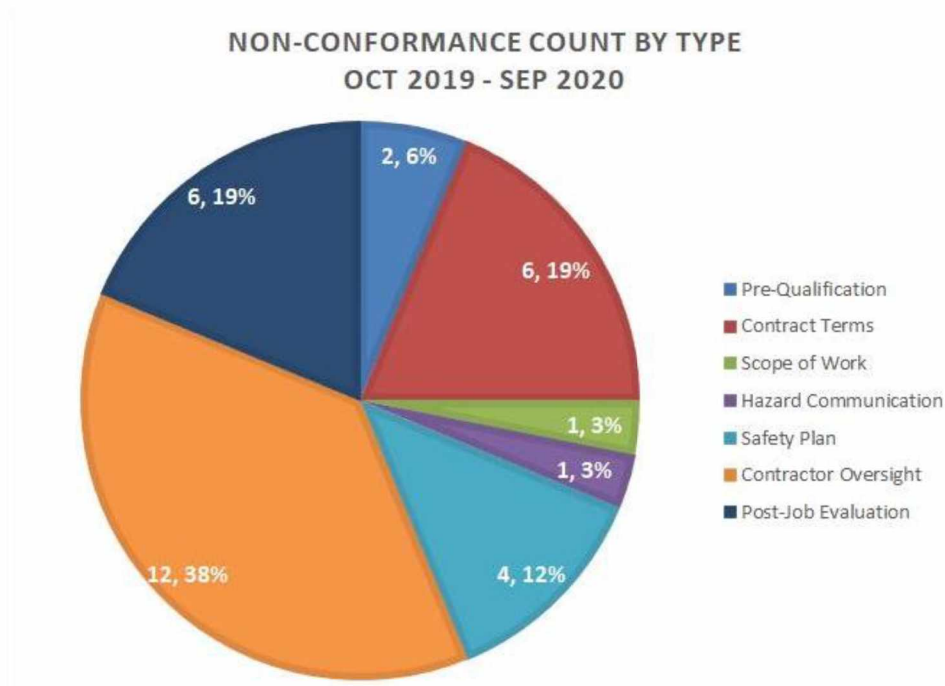
\*Number includes count of all injured parties

\*\*Contractor SIF Potentials were not tracked in 2018 and 2019

\*\*\*Targets are not set for Contractor metrics

Data through 10/15/2020

**FIGURE 2**  
**CURRENT PERFORMANCE AS OF SEPTEMBER 30, 2020 (a)**



### C. Motor Vehicle Safety

PG&E's Motor Vehicle Safety program is focused on preventing and reducing the risk of motor vehicle incidents (MVI) to mitigate harm to employees and the public. PG&E is leveraging technology and data for driver feedback and interventions to reduce risks associated with driver's behavior and improving availability of data to field leaders to enable targeted risk assessments and coaching. See Table 13 for progress in the third quarter of 2020.

**TABLE 13**

Work stream	Objectives	Q3 2020 Progress
360 App	<ul style="list-style-type: none"> <li>• 360 Walk Around App - Mobile application designed to require 360-degree walkaround prior to driving. Developed for non-regulated company drivers.</li> </ul>	<ul style="list-style-type: none"> <li>• Front-end and back-end development has been completed.</li> <li>• Testing of proof of concept in the development environment has been completed.</li> <li>• Challenges to original timeline due IT Stand-down and Cyber Security Assessment</li> </ul>
UCLA Risk Assessment	<ul style="list-style-type: none"> <li>• Partnering with UCLA to conduct risk assessment of the MVS Program. Desired outcomes will be to identify gaps, and to inform future mitigations, alternatives, and program recommendations.</li> </ul>	<ul style="list-style-type: none"> <li>• Phase 2 scope and risk quantification approach developed in order to explore opportunities to update the risk Bowtie data.</li> </ul>
Vehicle Safety Technology (VST)	<ul style="list-style-type: none"> <li>• Vehicle Safety Technology (VST) Installation and Activation: PG&amp;E's Transportation Services will install and activate VST in all on-road PG&amp;E owned vehicles (approx. 10,000) by the end of 2022. The technology will provide better visibility into the risk assessment process.</li> </ul>	<ul style="list-style-type: none"> <li>• ~20% of the eligible PG&amp;E fleet have been installed.</li> <li>• Driver ID piloted in certain organizations to identify level of effort</li> </ul>
Post Incident Review	<ul style="list-style-type: none"> <li>• Post Incident Review - Procedure outlines leadership requirements to perform a consistent review of available information and corrective actions of an employee following an MVI. This procedure is designed to provide employees with timely coaching and reduce overall risk. The procedure will be rolled out enterprise wide with a dashboard for leaders to have access to a single source containing multiple data points related to driver/vehicle risk. Estimated implementation by 2021.</li> </ul>	<ul style="list-style-type: none"> <li>• Comments on proposed drafts have been received from LOB and Union leaders</li> <li>• Challenges to original timeline due to questions regarding what can be visible in driver history and point weighting of incident types</li> </ul>

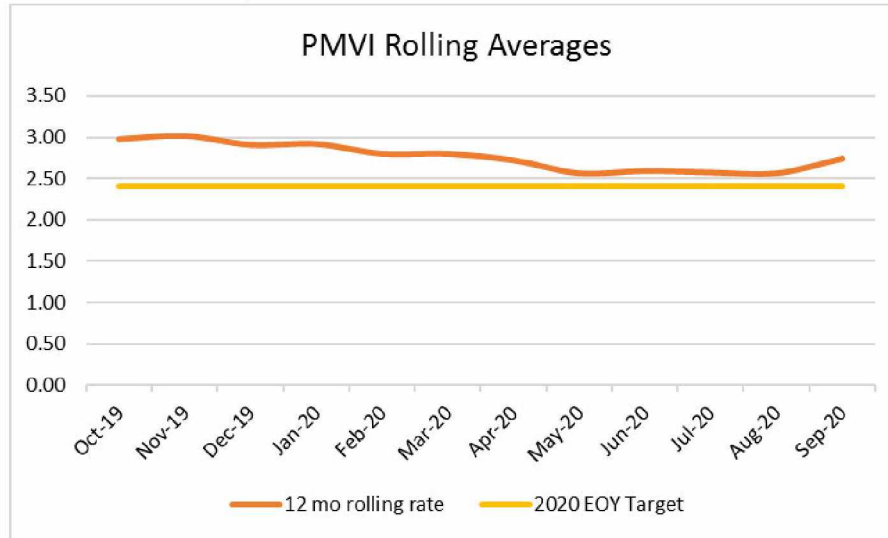
Table 14 below summarizes key metrics performance in 2018 - 2020. Figure 3 provides current performance with respect to motor vehicle safety metrics as of September 30, 2020. The preventable motor vehicle incidents (PMVI)<sup>13</sup> rate through third quarter is trending to be over our end of year target. However, third quarter results are six percent below 2019 EOY results and showing an overall downward trend for the year.

<sup>13</sup> PMVI Rate – the total number of motor vehicle incidents for which the driver could have reasonably avoided the incident, per 1 million miles driven.

**TABLE 14**  
**2018–2020 PERFORMANCE AND ESTABLISHED TARGETS**

Metric	2018		2019		2020*		
	Actual	Target	Actual	Target	YTD Actual	YTD Target	EOY Target
PMVI Rate	2.79	2.34	2.91	2.45	2.74	2.52	2.41

\*2020 rates and targets are based on 12 month rolling rates



#### **D. Conclusion**

PG&E is committed to improving its safety culture and performance and regaining the public's trust. The areas of opportunity identified by NorthStar in its Final Report and in its First Update are at the core of a strong and proactive safety culture. PG&E looks forward to continuing this important work and providing the Commission with quarterly updates on its progress.



**PACIFIC GAS AND ELECTRIC COMPANY**  
**ATTACHMENT 1**  
**BOD AND SNO COMMITTEE MEETING**  
**MINUTES**

PRIVILEGED AND CONFIDENTIAL<sup>1</sup>

BOARD MEETING - June 25, 2020  
PG&E CORPORATION

A special telephonic meeting of the Board of Directors of PG&E Corporation (Corporation) was held on Thursday, June 25, 2020, at 10:00 a.m. The meeting was held concurrently with a meeting of the Pacific Gas and Electric Company (Utility and, together with the Corporation, the Companies) Board of Directors.

Directors Richard R. Barrera, Nora Mead Brownell, Cheryl F. Campbell, Fred J. Fowler, William D. Johnson, Michael J. Leffell, Dominique Mielle, Meridee A. Moore, Eric D. Mullins, Kristine M. Schmidt, William L. Smith, and John M. Woolard attended by telephone, as permitted by the Corporation's Bylaws. Director Alejandro D. Wolff was absent.

Also participating by telephone at the beginning of the meeting were Andrew M. Vesey, John R. Simon, Julie M. Kane, Janet C. Loduca, Robert S. Kenney, Brian M. Wong and Jenny Kan, along with Paul C. Curnin, Mario A. Ponce and Ravi Purushotham of Simpson Thacher & Bartlett LLP, Stephen Karotkin of Weil, Gotshal & Manges LLP, and David Hindman and James A. Mesterharm of AlixPartners.

Quorum present, Ms. Brownell, Chair of the Board of the Corporation, presided as chair of the concurrent meeting. Mr. Wong served as secretary of the meeting.

Mr. Mesterharm and Mr. Hindman led a discussion on contracting practices with the Companies' vendors. Among other things, they discussed issues related to after-the-fact-purchase orders and strategies for optimizing the Companies' vendor contracting process going forward. The directors asked questions, and a discussion ensued.

During the foregoing discussion, Jason P. Wells joined the meeting.

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[THE FOLLOWING PARAGRAPH CONTAINS ATTORNEY-CLIENT  
PRIVILEGED AND CONFIDENTIAL INFORMATION.]

[REDACTED]

[END OF PRIVILEGED AND CONFIDENTIAL INFORMATION.]

Mr. Wells provided an update on the equity capital raise being undertaken as part of the Companies' Chapter 11 exit financing strategy. Among other things, he discussed the volume of investor demand for the offering of stock in the Corporation, factors contributing to such demand, and the impact of the recent performance of the Corporation's stock price and other factors on a potential marketed equity offering. The directors asked questions, and a discussion ensued.

During the foregoing discussion, Regina Venzon, along with Joseph Herger of Bain & Company, joined the meeting.

Mr. Wong presented the recommendation that the Board (i) appoint Rajat Bahri, Kerry W. Cooper, Jessica L. Denecour, Admiral Mark E. Ferguson III, Robert C. Flexon, W. Craig Fugate, Arno L. Harris, Michael R. Niggli, Dean L. Seavers, Oluwadara J. Treseder and Benjamin F. Wilson (collectively, the New Director Candidates) as directors of the Corporation effective immediately following the consummation of the debt and equity financings occurring on the effective date of the Companies' POR (or such other time as may be mutually agreed between the Corporation and the applicable new director candidate), to fill vacancies created by resignation of certain current members of the Board, (ii) fix the size of the Board at 14 directors and (iii) affirm and/or determine (a) that each of the 11 New Director Candidates is independent as defined by the New York Stock Exchange (NYSE) and the Companies' respective Corporate Governance Guidelines, (b) which of the New Director Candidates are financially literate and (c) which of the new director candidates qualify as an "audit

committee financial expert" as defined by the Securities and Exchange Commission (SEC). He reviewed the background and reasons for the proposed actions. The presentation included a discussion of materials that had been provided to the directors in advance of the meeting and that are included in the records of this Board. The directors asked questions, and a discussion ensued.

On motion made and seconded, the Board (i) appointed the New Director Candidates as directors, to fill vacancies created by, and effective upon, resignation of certain current members of the Board, (ii) fixed the size of the Board at 14 directors and (iii) affirmed and/or determined (a) that each of the 11 New Director Candidates is independent as defined by the NYSE and the Companies' respective Corporate Governance Guidelines, (b) which of the New Director Candidates are financially literate and (c) which of the New Director Candidates qualify as an "audit committee financial expert" as defined by the SEC, in each case, substantially on the terms discussed with the Board (see Resolution 1 in Attachment A).

During the foregoing discussion, Mr. Karotkin left the meeting.

Mr. Wong then presented the recommendation that the Board (i) adopt omnibus resolutions authorizing management and its authorized agents and representatives to implement the provisions of the POR, (ii) amend the Companies' respective Corporate Governance Guidelines to reflect requirements from the California Public Utilities Commission's (CPUC) decision in the POR Order Instituting Investigation (OII) and Assembly Bill (AB) 1054, (iii) amend the Companies' respective Safety and Nuclear Oversight (SNO) Committee charters to reflect requirements from the POR OII and AB 1054, (iv) amend the Corporation's Nominating and Governance (N&G) Committee charter and (v) authorize filing of one or more registration statements with the SEC and listing applications with the NYSE, to reflect issuance of up to 30 million new shares of Corporation common stock pursuant to the 2014 Long-Term Incentive Plan (LTIP), as amended in April 2020. He reviewed the background and reasons for the proposed actions. The presentation included a discussion of materials that had been provided to the directors in

advance of the meeting and that are included in the records of this Board. The directors asked questions, and a discussion ensued.

On motion made and seconded, the Board

- (i) adopted omnibus resolutions authorizing management and its authorized agents and representatives to implement the provisions of the POR (see Resolution 2 in Attachment A),
- (ii) adopted the proposed amendments to the Corporate Governance Guidelines, (iii) adopted amendments to the SNO Committee charter, (see Resolution 3 in Attachment A),
- (iv) adopted the proposed amendments to the N&G Committee charter (see Resolution 4 in Attachment A) and
- (v) authorized filing of one or more registration statements with the SEC and listing applications with the NYSE (see Resolution 5 in Attachment A) in each case, substantially on the terms discussed with the Board.

Ms. Brownell presented consent items relating to approval of (i) Board minutes, (ii) Audit Committee minutes, (iii) Compensation Committee minutes, (iv) Executive Committee minutes, (v) Finance Committee minutes, (vi) Nominating and Governance Committee minutes and (vii) Safety and Nuclear Oversight Committee minutes. It was noted that certain of these Board and committee minutes relate to meetings that occurred before certain of the current directors were seated on the Board or the applicable committee.

On motion made and seconded, the Board approved the minutes of the Board meetings held on September 17 and 18, 2018, November 12, 2018, November 16, 2018, November 20, 2018, November 26, 2018, November 30, 2018, December 3, 2018, December 7, 2018, December 11, 2018, December 17, 2018, December 20, 2018, December 28, 2018, January 4, 2019, January 12, 2019, January 13, 2019, January 16, 2019, January 23, 2019, January 25, 2019, January 28, 2019, February 1, 2019, February 7, 2019, February 14, 2019, February 19 and 20, 2019, February 28, 2019, March 1, 2019, March 6, 2019, March 8, 2019, March 12, 2019, March 15, 2019, March 19, 2019, March 22, 2019, March 24, 2019, March 25, 2019, March 29, 2019, March 30, 2019, March 31, 2019, April 1, 2019, April 2, 2019, April 3, 2019, April 5, 2019, March 1, 2020, March 6, 2020, March 12, 2020, March 15, 2020, March 16, 2020, March 20, 2020, March 27, 2020, April 6, 2020, April 14, 2020, April 21, 2020, April 23, 2020,

BOARD MEETING - June 25, 2020  
PG&E CORPORATION

April 29, 2020, May 5, 2020, May 14, 2020, May 21, 2020, May 28, 2020, May 29, 2020, June 4, 2020, June 12, 2020 and June 18, 2020.

On motion made and seconded, the members of the Audit Committee approved the minutes of the Committee meeting held on June 3, 2020.

On motion made and seconded, the members of the Compensation Committee approved the minutes of the Committee meetings held on January 4, 2019, January 9, 2019, January 11, 2019, January 23, 2019, February 19, 2019 and June 10, 2020.

On motion made and seconded, the members of the Executive Committee approved the minutes of the Committee meeting held on November 30, 2018.

On motion made and seconded, the members of the Finance Committee approved the minutes of the Committee meetings held on May 22, 2020, May 24, 2020 and June 3, 2020.

On motion made and seconded, the members of the Nominating and Governance Committee approved the minutes of the Committee meeting held on June 4, 2020.

On motion made and seconded, the members of the Safety and Nuclear Oversight Committee approved the minutes of the Committee meetings held on December 10, 2018, February 20, 2019, March 27, 2020 and June 3, 2020.

During the foregoing discussion, Mr. Wells left the meeting.

Ms. Campbell, Chair of the Companies' Safety and Nuclear Oversight Committees, presented the Committees' first quarter 2020 report to the Boards on the Utility's progress against its 2020 Wildfire Mitigation Plan. This included a discussion of materials that had been provided to the directors in advance of the meeting and that are included in the records of this Board. The directors asked questions, and a discussion ensued.

Mr. Vesey, with the participation of Mr. Smith, Ms. Venzon and Mr. Herger, led a discussion on

regionalization of the Utility's operations. This included a discussion of materials that had been provided to the directors in advance of the meeting and that are included in the records of this Board. Among other things, they discussed the proposed regionalization application to be filed with the CPUC by June 30, 2020 and the accompanying draft regionalization plan, the phased approach for implementation of the plan and other initiatives to improve the Utility's operations, and cost estimates and the plan for rate recovery of costs associated with regionalization. The directors asked questions, and a discussion ensued.

At this point, Mr. Vesey, Mr. Simon, Ms. Kane, Ms. Loduca, Mr. Kenney, Mr. Wong, Ms. Kan, Ms. Venzon, Mr. Hindman, Mr. Herger and Mr. Mesterharm were excused, and the meeting continued in executive session with Mr. Johnson, Mr. Curnin, Mr. Ponce and Mr. Purushotham present.

Mr. Wong was recalled and informed that with Mr. Johnson, Mr. Curnin, Mr. Ponce and Mr. Purushotham present, (i) the directors continued their discussion regarding several topics covered earlier in the meeting and (ii) Mr. Smith left the meeting during the foregoing discussion.

There being no further business presented for action, on motion made and seconded, the meeting was adjourned at 12:25 p.m.

BRIAN M. WONG  
Secretary



**ATTACHMENT A**

**Resolution 1**

Appointment of New Directors of PG&E Corporation

WHEREAS, the Board of Directors (the "Board") of PG&E Corporation (the "Corporation") currently consists of Richard R. Barrera, Nora Mead Brownell, Cheryl F. Campbell, Fred J. Fowler, William D. Johnson, Michael J. Leffell, Dominique Mielle, Meridee A. Moore, Eric D. Mullins, Kristine M. Schmidt, William L. Smith, Alejandro D. Wolff, and John M. Woolard;

WHEREAS, the Corporation's Board previously determined to undertake a change process whereby a substantial majority of Board members would be new independent directors by the time of the Corporation's emergence from Chapter 11;

WHEREAS, following a candidate search process, including consultation with independent search firms, the Board has identified eleven new independent director candidates to serve on the Board with three continuing incumbent directors (the "Board Change");

WHEREAS, the United States Bankruptcy Court for the Northern District of California (San Francisco Division) on June 20, 2020 entered its order confirming a plan of reorganization ("POR") in In re PG&E Corporation & Pacific Gas and Electric Company, Bankruptcy Case No. 19-30088 (DM);

WHEREAS, in order to facilitate the Board Change, each of Richard R. Barrera, Nora Mead Brownell, Fred J. Fowler, William D. Johnson, Michael J. Leffell, Dominique Mielle, Meridee A. Moore, Eric D. Mullins, Kristine M. Schmidt, and Alejandro D. Wolff have informed the Board of their intent, in connection with the confirmation of the Corporation's POR, to resign, effective immediately upon the consummation of the debt and equity financings occurring on the effective date of the Corporation's POR (the "Effective Date") or sooner as determined by any individual director;

WHEREAS, in connection with implementation of the POR, the Bylaws of this Corporation have been amended to establish a classified Board in accordance with Section 301.5 of the California Corporations Code, and divide the Board into two classes, designated Class A and Class B;

WHEREAS, in order for Jessica Denecour, Robert Flexon, and Michael Niggli to serve on the Board of Directors of Pacific Gas and Electric Company (Utility), the Federal Energy Regulatory Commission (FERC) must grant a waiver of Section 305 of the Federal Power Act, which, among other things, prohibits persons from concurrently holding positions as director of two or more public utilities or from concurrently holding the positions of director of a public utility and a company supplying electrical equipment to such public utility, unless authorized by FERC;

WHEREAS, in Decision 20-05-053, the California Public Utilities Commission (CPUC) required, as a condition of its approval of the POR, that the Board of this Corporation consist of the same members as the Board of Directors of the Utility (with the exception of the Chief Executive Officer of the Utility); and

WHEREAS, On June 19, 2020, the Utility submitted a request to the CPUC's Executive Director for an extension of time to comply with this requirement (the "Extension Request") such that, if the Extension Request is granted, Jessica Denecour, Robert Flexon, and Michael Niggli may be appointed to the Corporation Board but not the Utility Board pending FERC's disposition of the waiver applications filed on behalf of Ms. Denecour, Mr. Flexon, and Mr. Niggli.

Size of Board

NOW, THEREFORE, BE IT RESOLVED that, effective as of the Effective Date, the Board fixes the exact number of directors of the Corporation at 14;

Appointment of Directors

BE IT FURTHER RESOLVED that the Board appoints, effective immediately following the consummation of the debt and equity financings occurring on the Effective Date (or such other time as may be mutually agreed between the Corporation and the applicable new director candidate), Rajat Bahri, Kerry Whorton Cooper, Jessica Lynne Denecour, Mark Edward Ferguson III, Robert Charles Flexon, William Craig Fugate, Arno Lockheart Harris, Michael Robert Niggli, Dean Lamont Seavers, Oluwadara Johnson Treseder, and Benjamin Francis Wilson (each a "New Director" and, together, the "New Directors") as members of the Board; provided, however, that the appointment of Ms. Denecour, Mr. Flexon, and Mr. Niggli is further conditioned upon the grant of the Extension Request;

BE IT FURTHER RESOLVED that, as authorized by the Bylaws of this Corporation, as of the Effective Date the Board shall be divided into two classes as follows:

Class A: Cheryl F. Campbell, Kerry Whorton Cooper, Arno Lockheart Harris, Michael Robert Niggli, Oluwadara Johnson Treseder, Benjamin Francis Wilson, and John L. Woolard, who shall serve as directors for an initial term that will expire upon the annual meeting of shareholders that occurs in 2021.

Class B: Rajat Bahri, Jessica Lynne Denecour, Mark Edward Ferguson III, Robert Charles Flexon, William Craig Fugate, Dean Lamont Seavers, and William L. Smith, who shall serve as directors for an initial term that will expire upon the annual meeting of shareholders that occurs in 2022.

IT IS HEREBY ACKNOWLEDGED that for the avoidance of doubt, the Board will be comprised of the following persons as of the Effective Date (or such other time as may be mutually agreed between the Corporation and the applicable New Director candidate):

Rajat Bahri  
Cheryl F. Campbell  
Kerry Whorton Cooper  
Jessica Lynne Denecour  
Mark Edward Ferguson III  
Robert Charles Flexon  
William Craig Fugate  
Arno Lockheart Harris  
Michael Robert Niggli  
Dean Lamont Seavers  
William L. Smith  
Oluwadara Johnson Treseder  
Benjamin Francis Wilson  
John L. Woolard

Director Independence; Audit Committee Independence and Qualifications

WHEREAS, each of the New Directors has submitted a completed 2020 Director Candidate Questionnaire (the "Questionnaire"), and such Questionnaires did not disclose any relationships that the respondents believed might compromise their independence;

WHEREAS, based on the Questionnaires, management researched the volume of business conducted since January 1, 2017 between the Corporation (and its subsidiaries) and (1) any entities that are wholly-owned by any New Director candidate or his or her immediate family members, (2) any

entities that, since January 1, 2017, have employed a New Director candidate in any capacity, and (3) entities for which, since January 1, 2017, a member of a New Director candidate's immediate family has served as a Section 16 officer (or in a similar position or owner; and management found no relevant business other than immaterial payments to the Corporation's subsidiaries for utility services, and found no board interlocks or auditor affiliations that could compromise independence; and no New Director candidates reported receiving compensation from sources other than his or her primary employer(s), identified consulting or advisory arrangements (none of which were with the Corporation or its subsidiaries), or entities on whose boards they serve; and none of those New Director candidates reported that they or their immediate family members received consulting, advisory, or compensatory fees from the Corporation or its subsidiaries or affiliates, and no New Director candidate reported any affiliations with the Corporation;

WHEREAS, based on the Questionnaires, and to assess the independence of New Director candidate for purposes of serving on the Audit Committee and the Compensation Committee, management specifically reviewed information relating to (1) sources of compensation paid to New Director candidates, (2) direct or indirect payments of consulting, advisory, or other compensatory fees since 2017 from the Corporation and its subsidiaries and affiliates to new director candidate and their immediate family members, and (3) whether any New Director candidate is affiliated with the Corporation or its subsidiaries or their affiliates; and no New Director candidates reported receiving compensation from sources other than their primary employer(s), identified consulting or advisory arrangements (none of which were with the Corporation or its subsidiaries), or entities on whose boards they serve; and none of those directors reported that they or their immediate family members received consulting, advisory, or compensatory fees from the Corporation or its subsidiaries or affiliates, and no New Director candidates reported any affiliations with the Corporation;

WHEREAS, consistent with implementation of the POR, all members of the Board of Directors (other than the Chief Executive Officer of the Corporation) must be independent as defined by the New York Stock Exchange ("NYSE");



WHEREAS, the Board has considered Sections 303A.01, 303A.02, 303A.04, 303A.05, 303A.06, and 303A.07 of the NYSE Listed Company Manual, which require that (1) a majority of the Board be "independent" as defined in Section 303A.02 of the NYSE Listed Company Manual, and all members of the Compensation Committee, the Nominating and Governance Committee, and the Audit Committee of the Corporation be "independent" as defined in Section 303A.02 of the NYSE Listed Company Manual, (2) in determining the independence of members of the Compensation Committee, the Board also consider factors set forth in Section 303A.02(a)(ii) of the NYSE Listed Company Manual, and (3) all members of the Audit Committee also be "independent" as defined in Rule 10A-3(b)(1) under the Securities Exchange Act of 1934, as amended (the "Exchange Act");

WHEREAS, the Board has considered Section 3 and Appendix A of the Corporation's Corporate Governance Guidelines, which establish categorical standards for "independence" of directors;

WHEREAS, the Board has considered Section 303A.07 of the NYSE Listed Company Manual, which requires that (1) each member of the Corporation's Audit Committee be financially literate, or become so within a reasonable period of time after appointment to the Audit Committee, and (2) at least one member have accounting or related financial management expertise, as such qualification is interpreted by the Board in its business judgment, taking into account that each "audit committee financial expert" as defined in Item 407 of Regulation S-K may be presumed to have such expertise;

WHEREAS, based on the Questionnaires, each of the following New Director candidates have indicated that, through education or experience, they have an understanding of generally accepted accounting principles and financial statements: Rajat Bahri, Kerry Whorton Cooper, Jessica Lynne Denecour, Mark Edward Ferguson III, Robert Charles Flexon, Arno Lockheart Harris, Michael Robert Niggli, Dean Lamont Seavers, Oluwadara Johnson Treseder, and Benjamin Francis Wilson;

WHEREAS, based on the Questionnaires, each of the following New Director candidates have indicated that, through regulatorily-acceptable education or experience, he or she possesses each of the attributes of an "audit committee financial expert" as defined by the SEC: Rajat Bahri, Jessica Lynne Denecour, Robert Charles Flexon,

Michael Robert Niggli, Oluwadara Johnson Treseder, and Benjamin Francis Wilson; and

WHEREAS, the Board has considered the individuals' other responses to the Questionnaires.

NOW, THEREFORE, BE IT RESOLVED that the Board hereby affirmatively determines that each of Rajat Bahri, Kerry Whorton Cooper, Jessica Lynne Denecour, Mark Edward Ferguson III, Robert Charles Flexon, William Craig Fugate, Arno Lockheart Harris, Michael Robert Niggli, Dean Lamont Seavers, Oluwadara Johnson Treseder, and Benjamin Francis Wilson is (a) independent, as independence is defined in Section 303A.02 of the NYSE Listed Company Manual (taking into account the Compensation Committee factors set forth in Section 303A.02(a)(ii) of the NYSE Listed Company Manual) and as provided in the categorical independence standards adopted by the Board, including the requirement that an independent director not have material relationships with the Corporation, and (b) independent for purposes of service on the Audit Committee, as "independence" is defined in Rule 10A-3(b)(1) under the Exchange Act;

BE IT FURTHER RESOLVED that the Board affirms its determination that each of the following individuals is "financially literate": Rajat Bahri, Kerry Whorton Cooper, Jessica Lynne Denecour, Mark Edward Ferguson III, Robert Charles Flexon, Arno Lockheart Harris, Michael Robert Niggli, Dean Lamont Seavers, Oluwadara Johnson Treseder, and Benjamin Francis Wilson;

BE IT FURTHER RESOLVED that the Board hereby affirms that each of Rajat Bahri, Jessica Lynne Denecour, Robert Charles Flexon, Michael Robert Niggli, Oluwadara Johnson Treseder, and Benjamin Francis Wilson qualifies as an "audit committee financial expert" as defined in Item 407 of Regulation S-K; and

BE IT FURTHER RESOLVED that the officers and counsel of the Corporation are hereby jointly and severally authorized and directed to provide any required written affirmation or certification on behalf of the Corporation to the NYSE that the Board has made such determinations regarding the independence and required qualifications of each New Director candidate, as described above.

**Resolution 2**

Authorization to Implement the Plan of Reorganization

WHEREAS, on June 19, 2020, PG&E Corporation (the "Corporation") and its subsidiary, Pacific Gas and Electric Company (the "Utility," and together with the Corporation, the "Debtors"), certain funds and accounts managed or advised by Abrams Capital Management, L.P., and certain funds and accounts managed or advised by Knighthood Capital Management, LLC filed the Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization Dated June 19, 2020 with the Bankruptcy Court (as may be amended, modified, or supplemented, together with all exhibits and schedules thereto, the "Plan"), which Plan incorporates by reference certain documents filed with the Bankruptcy Court as part of the "Plan Supplement," as the same has been amended from time to time prior to confirmation of the Plan and may be further amended prior to the effective date of the Plan;

WHEREAS, on June 20, 2020, the Bankruptcy Court entered an order (the "Confirmation Order") confirming the Plan, which incorporates the Bankruptcy Court's prior order approving the Plan funding transactions and documents; and

WHEREAS, the Board of Directors believes that it is in the best interests of this Corporation to carry out the transactions contemplated by the Plan and the Confirmation Order.

NOW, THEREFORE, BE IT RESOLVED that the Corporation be, and hereby is, authorized to take all actions as may be necessary or appropriate to effectuate any transaction described in, approved by, contemplated by, or necessary to effectuate the Plan (collectively, the "Restructuring Transactions"), including (i) making all distributions and payments contemplated thereby, (ii) the execution and delivery of appropriate agreements or other documents of disposition, transfer, arrangement, continuance, dissolution, sale, purchase, or liquidation containing terms that are consistent with the terms of the Plan, (iii) the execution and delivery of appropriate instruments of transfer, assignment, assumption, or delegation of any asset, property, right, liability, debt, or obligation on terms consistent with the terms of the Plan, (iv) the amendment, restatement, and, to the extent applicable, the filing of appropriate certificates or articles of incorporation, reincorporation, merger, consolidation, conversion, amalgamation, arrangement,

continuance, or dissolution, or bylaws pursuant to applicable state or federal law, (v) the execution and delivery of the Plan Documents, (vi) such other transactions that are necessary or appropriate to implement the Plan in a tax efficient manner, (vii) the cancellation of existing securities, and (viii) all other actions that any officer of the Corporation and his or her delegates (each, a "Delegated Officer") determines to be necessary or appropriate, including making filings or recordings that may be required by applicable law to effectuate, and perform all of the Corporation's obligations under, the Plan, the documents contained in the Plan Supplement and the Confirmation Order, including, without limitation, making all distributions contemplated thereby;

BE IT FURTHER RESOLVED, that the Delegated Officers be, and each of them with full power and authority to act without the others hereby is, authorized and empowered, in the name and on behalf of the Corporation, to approve the form and terms of, enter into, execute, deliver and perform, and file with any applicable governmental and regulatory authorities, any and all agreements, amendments, consents, certificates, instruments, documents, notices, requests, directions, approvals, instructions and other communications as any such Delegated Officer may determine to be required by, or otherwise necessary, advisable or appropriate in connection with the Restructuring Transactions, and to take any and all such other actions as any such Delegated Officer may determine to be necessary, advisable or appropriate in connection with any of the foregoing or for the purpose of otherwise carrying into effect the purposes of this and the preceding resolutions, such determination to be evidenced conclusively by such entry, execution, delivery or performance or the taking of such action, by any such Delegated Officer;

BE IT FURTHER RESOLVED, that, consistent with the foregoing resolution, the Corporation be, and hereby is, authorized to, and the Delegated Officers be, and each of them with full power and authority to act without the others hereby is, authorized and empowered, in the name and on behalf of the Corporation, to (i) enter into, execute, deliver and perform, as applicable, or cause to be entered into, executed, delivered and performed, as applicable, and where necessary, advisable or appropriate, file or cause to be filed with the appropriate governmental authorities, instrumentalities or agencies or associations, all other agreements, instruments and other documents, (ii) take or



cause to be taken all other actions and do or cause to be done all other things to carry out fully the intent and purposes of the foregoing resolutions and the Restructuring Transactions, including using the use of any funds of the Corporation (including proceeds from the exit financing transactions) to fund all or a portion of the amounts required to consummate the transactions contemplated under the Plan of Reorganization and the Confirmation Order, (iii) incur and pay or cause to be paid all fees, expenses and taxes arising in connection with matters encompassed by the foregoing resolutions and (iv) engage or otherwise retain the services of all advisors, agents (including disbursing or escrow agents) or other persons, in each case as may be necessary, advisable or appropriate, in the good faith determination of any Delegated Officer, to carry out fully the intent and purposes of the foregoing resolutions and the transactions contemplated thereby (and the doing of any such act or thing shall be conclusive evidence that the same is necessary, advisable or appropriate);

BE IT FURTHER RESOLVED, that the Delegated Officers be, and each of them with full power and authority to act without the others hereby is, authorized and empowered, in the name and on behalf of the Corporation, to take all such action to notify, or to obtain any authorizations, consents, waivers or approvals of, any third party that such Delegated Officer may deem necessary, advisable or appropriate in order to carry out the intent and purposes of these resolutions; and

BE IT FURTHER RESOLVED, that any actions taken by any of the Delegated Officers prior to the adoption of these resolutions which are within the authority hereinabove conferred are hereby ratified, confirmed, approved and adopted as actions by and on behalf of the Corporation.

### **Resolution 3**

#### PG&E Corporation Safety and Nuclear Oversight Committee

WHEREAS, in connection with the settlement resolving the consolidated shareholder derivative litigation seeking recovery on behalf of PG&E Corporation (the "Corporation") and Pacific Gas and Electric Company (the "Utility") (together, the "Companies" or "PG&E") for alleged breaches of fiduciary duty by certain current and former officers and directors, the Companies agreed to

implement certain corporate governance therapeutics, including therapeutics relating to establishment of safety oversight committees of the Companies' respective Boards of Directors; and

WHEREAS, in testimony and briefing submitted in connection with the California Public Utilities Commission's ("CPUC") Order Instituting Investigation regarding the Utility's proposed Plan of Reorganization ("POR") filed pursuant to Chapter 11 of title 11 of the United States Code ("Chapter 11"), the Corporation stated its intent to implement certain governance matters, including certain matters relating to this Committee; and

WHEREAS, in Decision 20-05-053, the CPUC required, as a condition of its approval of the POR, that PG&E implement its proposal to create the positions of Chief Risk Officer and Chief Safety Officer reporting to the Safety and Nuclear Oversight Committee

NOW, THEREFORE, BE IT RESOLVED that, the Board reaffirms the establishment of the Safety and Nuclear Oversight Committee to consist of at least three directors, one of whom shall be appointed as the Committee's chair; and

BE IT FURTHER RESOLVED that all members of the Safety and Nuclear Oversight Committee shall satisfy independence and qualification criteria established by this Board of Directors, (as set forth in this corporation's Corporate Governance Guidelines), shall be "independent" as defined by standards established by any stock exchange on which securities of this corporation or the Utility are traded;, and shall satisfy one or more of the following safety expertise criteria:

1. Specific substantial expertise related to wildfire safety, wildfire prevention, and/or wildfire mitigation;
2. Specific substantial expertise related to the safe operation of a natural gas distribution company;
3. Specific substantial expertise related to enterprise risk management, including cyber security, and/or experience with nuclear safety; and

BE IT FURTHER RESOLVED that the basic responsibility of the Safety and Nuclear Oversight Committee shall be to advise and assist this Board of Directors with respect to the oversight and review of (i) policies, practices, goals, issues, risks, and compliance relating to safety (including public and employee safety), and compliance issues related to PG&E's

nuclear, generation, gas and electric transmission, and gas and electric distribution operations and facilities ("Operations and Facilities"), (ii) significant operational performance and other compliance issues related to such Operations and Facilities, and (iii) risk management policies and practices related to such Operations and Facilities. This role is one of oversight and in no way alters management's authority, responsibility, or accountability. More specifically, with respect to such Operations and Facilities, the Committee shall, among other things:

1. Review significant policies and issues related to safety, operational performance, and compliance.
2. Review and provide oversight of the Utility's wildfire mitigation plan, other natural disaster mitigation activities, and related investments.
3. Review and provide oversight of the Utility's Public Safety Power Shutoff ("PSPS") program and related investments, including:
  - (a) the Utility's commitment to narrow the scope of PSPS events, including through the deployment and utilization of sectionalizing devices, weather stations, and microgrids; and
  - (b) the Utility's commitment to improve its execution of any necessary PSPS events, including by reinforcing the Utility's website and call centers, improving the quality and accessibility of outage maps, strengthening coordination with government agencies, promoting customer options, improving outreach to vulnerable customers, and improving the effectiveness of the Utility's Emergency Operations Center.
4. Review with management, including the Chief Risk Officer, the principal risks related to or arising out of PG&E's Operations and Facilities (including risks that are identified through PG&E's enterprise risk management program and that are selected in consultation with this Board of Directors and its committees, as applicable), and assess the effectiveness of PG&E's programs to manage or mitigate such risks, including with respect to:
  - (a) the safe and reliable operation of any nuclear facilities owned by PG&E;
  - (b) integrity management programs for PG&E's gas operations and facilities; and

- (c) asset management programs for PG&E's electric operations and facilities.
- 5. Review and discuss how PG&E can continue to improve its safety practices and operational performance.
- 6. Review and discuss the results of PG&E's goals, programs, policies, and practices with respect to promoting a strong safety culture.
- 7. Review the impact of significant changes in law and regulations affecting safety and operational performance.
- 8. Advise this corporation's Compensation Committee on appropriate safety and operational goals to be included in PG&E's executive compensation programs and plans.
- 9. Oversee PG&E's compliance with any safety and operational metrics developed and approved by the CPUC (the "Safety and Operational Metrics").
- 10. Meet at least six times per year. Such meetings shall include at least semiannual joint meetings with the Utility's Safety and Nuclear Oversight Committee, this corporation's Audit Committee, the Utility's Audit Committee, and the corporation's Compliance and Public Policy Committee to discuss PG&E's compliance program and any other topics agreed upon by those committees.
- 11. (a) Review the adequacy and direction of PG&E's corporate safety functions, including the appointment and replacement of any chief safety officer of this corporation (or any officer who is similarly given direct responsibility for overseeing enterprise-wide safety matters at the corporation) (the "Chief Safety Officer"), (b) review with the Chief Safety Officer the responsibilities, budget, and staffing of the corporation's safety function, (c) periodically review PG&E's corporate safety and health functions, goals, and objectives represented in PG&E's five-year planning process, and (d) periodically review reports provided to management by the Chief Safety Officer and any chief safety officer of the Utility (or any officer who has direct responsibility for overseeing safety matters at the Utility).
- 12. Serve as a channel of communication between the Chief Safety Officer and the Chief Risk Officer, on the one hand, and this Board of Directors, on the other hand.
- 13. Meet separately with the Chief Safety Officer, and also with the Chief Risk Officer, from time to time, at the discretion of the Chair of the Committee.

14. Report regularly (and at least semiannually) to this Board of Directors on deliberations and actions taken by the Committee, and issues considered and addressed as part of the Committee's oversight responsibilities, including, when appropriate, detailed recommendations based on the Committee's review of the Utility's expenditures, protocols, and procedures with respect to the Committee's oversight of the Utility's wildfire mitigation plan, PSPS program, and related investments, and the Utility's compliance with the Safety and Operational Metrics.
15. Track progress against the Utility's Wildfire Safety Improvement Plan, as approved by the CPUC, and reflecting the new terms of the Utility's probation imposed on April 3, 2019 (the "April 2019 Probation") regarding wildfire safety. The Committee is to report in writing to the Board of Directors of the Utility at least quarterly, and also present orally to the Board of Directors of the Utility at least quarterly, that company's progress in meeting the terms of the approved Wildfire Safety Improvement Plan and the terms of the April 2019 Probation and, to the extent there are shortfalls, how the Utility will address the shortfalls.
16. Report periodically to the CPUC staff on the Committee's oversight responsibilities, including, when appropriate, detailed recommendations based on the Committee's review of the Utility's protocols, and procedures with respect to the Committee's oversight of the Utility's wildfire mitigation plan, PSPS program, and related investments, and the Utility's compliance with the Safety and Operational Metrics.
17. Review the Utility's responses to recommendations of the current Independent Safety Oversight Committee, and any additional or future Independent Safety Advisor or Independent Safety Monitor following termination of the current federal probation/monitorship.

BE IT FURTHER RESOLVED that the Committee shall approve the hiring of all executive officers of the Corporation prior to executive officer candidates being presented to the full Board of Directors for approval; and

BE IT FURTHER RESOLVED that the members of the Safety and Nuclear Oversight Committee shall periodically visit PG&E's nuclear and other operating facilities; and



BE IT FURTHER RESOLVED that the Chief Safety Officer shall provide reports to the Safety and Nuclear Oversight Committee, including (1) regular reports regarding the status of PG&E's policies, practices, standards, goals, issues, risks, and compliance relating to safety, (2) regular reports regarding activities relating to creation and instillation of safety culture at PG&E, (3) regular reports relating to establishment of and performance on safety metrics, including monthly reports regarding key performance metrics relating to workforce safety, (4) annual reports regarding the overall workforce safety plan; the processes, procedures, and budgets for achieving desired workforce safety metrics; and a plan for monitoring performance and enabling interim actions to modify the plan to improve safety performance as appropriate, and (5) reports on such other topics as may be requested by the Committee; and

BE IT FURTHER RESOLVED that the Chief Risk Officer shall provide reports to the Safety and Nuclear Oversight Committee, including (1) regular reports regarding the status of PG&E's policies, practices, standards, goals, issues, and compliance relating to risks associated with operations and the environment related to public safety, (2) regular reports regarding activities relating to integration of risk management into business strategy, quantification of risk limits, and the development of plans to mitigate risks, (3) annual reports regarding the processes, procedures, and budgets for achieving desired risk mitigation, and (4) reports on such other topics as may be requested by the Committee; and

BE IT FURTHER RESOLVED that the Chief Risk Officer shall provide reports directly to the Committee regarding risk assessment and mitigation activities relating to Operations and Facilities; and

BE IT FURTHER RESOLVED that this corporation's Chief Ethics and Compliance Officer shall regularly provide reports to the Safety and Nuclear Oversight Committee regarding activities relating to establishment of and performance on compliance and ethics metrics related to PG&E's Operations and Facilities; and

BE IT FURTHER RESOLVED that the Safety and Nuclear Oversight Committee also may request reports from any member of senior management of PG&E, that such reports shall be provided within a reasonable time of the request, and that any dispute or unreasonable delay with respect to

such a request shall be documented in the Committee's minutes; and

BE IT FURTHER RESOLVED that the Safety and Nuclear Oversight Committee shall be empowered to act independently of other committees of this Board of Directors and shall not be subject to direction or limitation by any other committee of this Board, subject to applicable legal restrictions and stock exchange standards; and

BE IT FURTHER RESOLVED that the Safety and Nuclear Oversight Committee shall fix its own time and place of meetings and shall, by a majority vote of its members, and subject to the California Corporations Code and this corporation's Articles of Incorporation and Bylaws, prescribe its own rules of procedure; and

BE IT FURTHER RESOLVED that the Safety and Nuclear Oversight Committee shall have the right to retain or utilize, at this corporation's expense, the services of such firms or persons, including independent counsel, third-party safety and utility operations experts, or other advisors, as the Committee deems necessary or desirable to assist it in exercising its duties and responsibilities and to provide analysis and assist the Committee with its oversight obligations; and

BE IT FURTHER RESOLVED that the Committee shall have the right to request and receive from this Board of Directors reasonable resources to assist it in exercising its duties and responsibilities, and that such requests, and any failure to provide such requested resources, shall be documented and explained in the minutes of the Committee and this Board; and

BE IT FURTHER RESOLVED that, unless otherwise designated by the Committee, the Corporate Secretary of this corporation, or an Assistant Corporate Secretary, shall serve as secretary to the Safety and Nuclear Oversight Committee; and

BE IT FURTHER RESOLVED that the resolution on this subject adopted by the Board of Directors on April 29, 2020 is hereby superseded.

#### **Resolution 4**

##### **Nominating and Governance Committee**

WHEREAS, in testimony and briefing submitted in connection with the California Public Utilities Commission's ("CPUC") Order Instituting Investigation

regarding the Utility's proposed Plan of Reorganization ("POR") filed pursuant to Chapter 11 of title 11 of the United States Code ("Chapter 11"), and as set forth in the CPUC's decision in this proceeding (the "Decision") the Corporation stated its intent to implement certain governance matters, including certain matters relating to this Committee; and

NOW, THEREFORE, BE IT RESOLVED that, effective January 1, 2008, a Nominating and Governance Committee of this Board of Directors was established to consist of at least three directors, appointed by and serving at the pleasure of the Board of Directors, one of whom shall be appointed by this Board of Directors as the Committee's chair, and all of whom shall satisfy independence and qualification criteria established by this Board of Directors, as set forth in this corporation's Corporate Governance Guidelines;

BE IT FURTHER RESOLVED that the basic responsibility of the Nominating and Governance Committee shall be to advise and assist this Board, the Board of Directors of Pacific Gas and Electric Company, and the Board of Directors of any other subsidiary with nonemployee directors with respect to the selection of directors and corporate governance matters, including the corporate governance principles and practices of this corporation and Pacific Gas and Electric Company, and evaluating the performance and effectiveness of this Board and the Board of Directors of Pacific Gas and Electric Company. The Nominating and Governance Committee shall have the sole authority to retain and terminate any firm as it deems necessary or appropriate to assist the Committee in exercising its duties and responsibilities, including assisting the Committee in identifying director candidates, and to approve such firm's fees and other retention terms. More specifically, the Nominating and Governance Committee shall:

1. Annually review and recommend to this Board of Directors the appropriate skills and characteristics required of Board members in the context of the current composition of the Board and as established consistent with the requirements of the Decision, and perform similar periodic reviews with the Boards of Directors of Pacific Gas and Electric Company and any other subsidiary with non-employee directors.
2. (a) Review the qualifications of candidates for this Board of Directors, in consultation with the Chairman

- of the Board and the Chief Executive Officer of this corporation; and (b) perform a similar function for Pacific Gas and Electric Company, in consultation with that company's Chairman of the Board and the PG&E Corporation Chief Executive Officer.
3. (a) Review and recommend to this Board of Directors the nominees for election to the Board (which shall be selected from a list generated by an independent search firm retained by the Committee or the Board); and (b) perform a similar function for Pacific Gas and Electric Company. Such review and recommendation shall include review of candidates, if any, submitted by shareholders of the respective company. Recommendations for candidates for election to this Board and the Board of Directors of Pacific Gas and Electric Company shall be consistent with qualifications and criteria approved by the respective Board of Directors.
  4. (a) Recommend to this Board of Directors, after consultation with the Chairman of the Board and the Chief Executive Officer of this corporation, the chairmanship and membership of each committee of the Board of Directors of this corporation, consistent with term limits specified in the corporation's Corporate Governance Guidelines; and (b) perform a similar function for Pacific Gas and Electric Company, after consultation with that company's Chairman of the Board and the PG&E Corporation Chief Executive Officer.
  5. (a) Recommend to this Board of Directors a nominee for lead director of this corporation's Board (if the Chairman is not independent); and (b) perform a similar function for Pacific Gas and Electric Company.
  6. (a) Assist this Board of Directors in reviewing the appropriateness of any director's nomination for re-election to the Board if that director offers a resignation upon changing employment or the major responsibilities that the director held upon joining the Board; and (b) perform a similar function for Pacific Gas and Electric Company.
  7. Oversee the process for evaluating and assessing the performance of this Board of Directors and the Board of Directors of Pacific Gas and Electric Company, including Board committees, collect and review the results of the Board committees' evaluations, and

- provide the results to the appropriate Board for consideration in that Board's evaluation.
8. Review matters of corporate governance, including the review of shareholder proposals, and report to this Board of Directors and the Board of Directors of Pacific Gas and Electric Company on a periodic basis with respect to such matters.
  9. Develop and recommend to this Board of Directors and the Board of Directors of Pacific Gas and Electric Company a set of corporate governance principles applicable to each said company, review each company's corporate governance guidelines periodically, and recommend to the appropriate Board of Directors such changes as the Committee deems necessary or appropriate.
  10. Conduct an annual performance evaluation of the Committee.
  11. Report regularly to this Board of Directors and the Board of Directors of Pacific Gas and Electric Company, as appropriate, on the Committee's deliberations and actions taken, and deliberations or actions taken by any formal subcommittees that may be established by the Committee.

BE IT FURTHER RESOLVED that the Nominating and Governance Committee is authorized to establish one or more subcommittees vested with any authority held by the Committee, and shall establish appropriate charters and procedures for operation of any such subcommittees; and

BE IT FURTHER RESOLVED that the Nominating and Governance Committee shall fix its own time and place of meetings and shall prescribe its own rules of procedure; and

BE IT FURTHER RESOLVED that, unless otherwise designated by the Committee, the Corporate Secretary of this corporation, or an Assistant Corporate Secretary, shall serve as a secretary to the Nominating and Governance Committee.

BE IT FURTHER RESOLVED that, the resolution on this subject adopted by the Board of Directors on December 19, 2007 is hereby superseded.

#### **Resolution 5**

##### **Form S-8 Registration Statement**

WHEREAS, in February 2014, this Board of Directors (the "Board") approved the PG&E Corporation (the



"Corporation") 2014 Long-Term Incentive Plan (the "2014 LTIP") and authorized the appropriate officers and counsel of the Corporation to prepare and execute one or more registration statements or amended registration statements with the Securities and Exchange Commission (the "SEC") to register the offer and sale of shares pursuant to the 2014 LTIP upon shareholder approval of the 2014 LTIP;

WHEREAS, in May 2014, the 2014 LTIP received shareholder approval and the Corporation filed a registration statement on Form S-8 for 14,284,293 shares of common stock pursuant to the 2014 LTIP;

WHEREAS, in April 2020, the Board approved amending the 2014 LTIP to increase the maximum number of shares available for issuance under the 2014 LTIP by 30 million (to 47 million from 17 million);

WHEREAS, the Corporation and Pacific Gas and Electric Company, a California corporation (the "Utility" and, together with the Corporation, the "Debtors"), previously filed voluntary petitions for relief (the "Chapter 11 Cases") under Chapter 11 of the United States Bankruptcy Code in the U.S. Bankruptcy Court for the Northern District of California (the "Bankruptcy Court") on January 29, 2019;

WHEREAS, the Debtors previously filed the Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization dated December 12, 2019, as amended on January 31, 2020, March 9, 2020, March 16, 2020, May 22, 2020 and June 19, 2020 (the "Plan of Reorganization"), with the Bankruptcy Court, which contemplates certain transactions that must be consummated prior to the effectiveness of the Plan of Reorganization and the Debtors' emergence from the Chapter 11 Cases;

WHEREAS, in April 2020, the Board approved amending the 2014 LTIP to increase the maximum number of shares available for issuance under the 2014 LTIP by 30 million (to 47 million from 17 million);

WHEREAS, such amendment was approved by the Bankruptcy Court pursuant to the Order Confirming the Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization dated June 20, 2020; and

WHEREAS, such amendment will not become effective until the Effective Date, as defined in the Plan of Reorganization;

NOW, THEREFORE, BE IT RESOLVED that the appropriate officers and counsel of the Corporation are hereby authorized and directed to prepare, execute

personally or by attorney, in the name and on behalf of the Corporation, and file one or more registration statements or amended registration statements with the SEC to register the offer and sale of 30 million shares of PG&E Corporation common stock (the "Shares") pursuant to the 2014 LTIP or any other equity compensation plan that may be approved by the Board;

BE IT FURTHER RESOLVED that the appropriate officers and counsel of this corporation are hereby authorized and directed to prepare and file one or more listing applications with respect to the Shares with the New York Stock Exchange and any other exchange which such officers deem appropriate or necessary;

BE IT FURTHER RESOLVED that J. ELLEN CONTI, ERIC MONTIZAMBERT, SUJATA A. PAGEDAR, and BRIAN M. WONG are hereby authorized, jointly and severally, to sign on behalf of this corporation one or more registration statements, and any and all amendments and supplements thereto, and to do any and all acts necessary to satisfy the requirements of the Securities Act of 1933 and the regulations of the SEC adopted pursuant thereto with regard to the filing of said registration statement(s), and amendments and supplements, and the offer and sale of the Shares pursuant to the 2014 LTIP or any other equity compensation plan that may be approved by the Board; and

BE IT FURTHER RESOLVED that the officers and counsel of this corporation are hereby authorized and directed to take such action and execute such agreements and documents on behalf of this corporation as may in their judgment be necessary or appropriate to carry out this resolution.

PRIVILEGED AND CONFIDENTIAL<sup>1</sup>

BOARD MEETING - June 25, 2020  
PACIFIC GAS AND ELECTRIC COMPANY

A special telephonic meeting of the Board of Directors of Pacific Gas and Electric Company (Utility) was held on Thursday, June 25, 2020, at 10:00 a.m. The meeting was held concurrently with a meeting of the PG&E Corporation (Corporation and, together with the Utility, the Companies) Board of Directors.

Directors Richard R. Barrera, Nora Mead Brownell, Cheryl F. Campbell, Fred J. Fowler, William D. Johnson, Michael J. Leffell, Dominique Mielle, Meridee A. Moore, Eric D. Mullins, Kristine M. Schmidt, William L. Smith, Andrew M. Vesey and John M. Woolard attended by telephone, as permitted by the Utility's Bylaws. Director Alejandro D. Wolff was absent.

Also participating by telephone at the beginning of the meeting were John R. Simon, Julie M. Kane, Janet C. Loduca, Ahmad Ababneh, Thomas M. French, Robert S. Kenney, Brian M. Wong and Jenny Kan, along with Paul C. Curnin, Mario A. Ponce and Ravi Purushotham of Simpson Thacher & Bartlett LLP, Stephen Karotkin of Weil, Gotshal & Manges LLP, and David Hindman and James A. Mesterharm of AlixPartners.

Quorum present, Ms. Brownell, Chair of the Board of the Corporation, presided as chair of the concurrent meeting. Mr. Wong served as secretary of the meeting.

Mr. Mesterharm and Mr. Hindman led a discussion on contracting practices with the Companies' vendors. Among other things, they discussed issues related to after-the-fact-purchase orders and strategies for optimizing the Companies' vendor contracting process going forward. The directors asked questions, and a discussion ensued.

During the foregoing discussion, Jason P. Wells joined the meeting.

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BOARD MEETING - June 25, 2020  
PACIFIC GAS AND ELECTRIC COMPANY

Mr. Ababneh, with the participation of Mr. French, presented the recommendation that the Board (i) approve an amendment to the Utility's contract with Quanta Energy Services, LLC (Quanta) relating to an after-the-fact purchase order for work completed in 2019 and (ii) authorize the Utility Chief Executive Officer and President or any applicable Senior Vice President to sign the amendment. They reviewed the background and reasons for the proposed action. The presentation included a discussion of materials that had been provided to the directors in advance of the meeting and that are included in the records of this Board. The directors asked questions, and a discussion ensued.

On motion made and seconded, the Board approved the amendment to the Utility's contract with Quanta and authorized the Utility Chief Executive Officer and President or any applicable Senior Vice President to sign the amendment, substantially on the terms discussed with the Board.

At this point, Mr. Ababneh and Mr. French left the meeting.

[THE FOLLOWING PARAGRAPH CONTAINS ATTORNEY-CLIENT  
PRIVILEGED AND CONFIDENTIAL INFORMATION.]

[REDACTED]

[END OF PRIVILEGED AND CONFIDENTIAL INFORMATION.]

Mr. Wells provided an update on the equity capital raise being undertaken as part of the Companies' Chapter 11 exit financing strategy. Among other things, he discussed the volume of investor demand for the offering of stock in the Corporation, factors contributing to such demand, and the impact of the recent performance of the Corporation's stock price and other factors on a potential

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marketed equity offering. The directors asked questions, and a discussion ensued.

During the foregoing discussion, Regina Venzon, along with Joseph Herger of Bain & Company, joined the meeting.

Mr. Wong presented the recommendation that the Board (i) appoint Rajat Bahri, Kerry W. Cooper, Admiral Mark E. Ferguson III, W. Craig Fugate, Arno L. Harris, Dean L. Seavers, Oluwadara J. Treseder and Benjamin F. Wilson (collectively, the New Director Candidates) as directors of the Utility effective immediately following the consummation of the debt and equity financings occurring on the effective date of the Companies' POR (or such other time as may be mutually agreed between the Utility and the applicable new director candidate), to fill vacancies created by resignation of certain current members of the Board, (ii) fix the size of the Board at 12 directors and (iii) affirm and/or determine (a) that each of the 8 New Director Candidates is independent as defined by the New York Stock Exchange (NYSE) and the Companies' respective Corporate Governance Guidelines, (b) which of the New Director Candidates are financially literate and (c) which of the new director candidates qualify as an "audit committee financial expert" as defined by the Securities and Exchange Commission (SEC). He reviewed the background and reasons for the proposed actions. The presentation included a discussion of materials that had been provided to the directors in advance of the meeting and that are included in the records of this Board. The directors asked questions, and a discussion ensued.

On motion made and seconded, the Board (i) appointed the New Director Candidates as directors, to fill vacancies created by, and effective upon, resignation of certain current members of the Board, (ii) fixed the size of the Board at 12 directors and (iii) affirmed and/or determined (a) that each of the 8 New Director Candidates is independent as defined by the NYSE and the Companies' respective Corporate Governance Guidelines, (b) which of the New Director Candidates are financially literate and (c) which of the New Director Candidates qualify as an "audit committee financial expert" as defined by the SEC,



in each case, substantially on the terms discussed with the Board (see Resolution 1 in Attachment A).

During the foregoing discussion, Mr. Karotkin left the meeting.

Mr. Wong then presented the recommendation that the Board (i) adopt omnibus resolutions authorizing management and its authorized agents and representatives to implement the provisions of the POR, (ii) amend the Companies' respective Corporate Governance Guidelines to reflect requirements from the California Public Utilities Commission's (CPUC) decision in the POR Order Instituting Investigation (OII) and Assembly Bill (AB) 1054, (iii) amend the Companies' respective Safety and Nuclear Oversight (SNO) Committee charters to reflect requirements from the POR OII and AB 1054, and (iv) adopt compensation principles as applied to the Utility "executive officers," to implement requirements from the POR OII and AB 1054. He reviewed the background and reasons for the proposed actions. The presentation included a discussion of materials that had been provided to the directors in advance of the meeting and that are included in the records of this Board. The directors asked questions, and a discussion ensued.

On motion made and seconded, the Board (i) adopted omnibus resolutions authorizing management and its authorized agents and representatives to implement the provisions of the POR (see Resolution 2 in Attachment A), (ii) adopted the proposed amendments to the Corporate Governance Guidelines, (iii) adopted amendments to the SNO Committee charter, (see Resolution 3 in Attachment A), and (iv) adopted compensation principles as applied to the Utility "executive officers," in each case, substantially on the terms discussed with the Board.

Ms. Brownell presented consent items relating to approval of (i) Board minutes, (ii) Audit Committee minutes, and (iii) Safety and Nuclear Oversight Committee minutes. It was noted that certain of these Board and committee minutes relate to meetings that occurred before certain of the current directors were seated on the Board or the applicable committee.

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On motion made and seconded, the Board approved the minutes of the Board meetings held on September 17 and 18, 2018, November 12, 2018, November 16, 2018, November 20, 2018, November 26, 2018, November 30, 2018, December 3, 2018, December 7, 2018, December 11, 2018, December 17, 2018, December 20, 2018, December 28, 2018, January 4, 2019, January 12, 2019, January 13, 2019, January 16, 2019, January 23, 2019, January 25, 2019, January 28, 2019, February 1, 2019, February 7, 2019, February 14, 2019, February 19 and 20, 2019, February 28, 2019, March 1, 2019, March 6, 2019, March 8, 2019, March 12, 2019, March 15, 2019, March 19, 2019, March 22, 2019, March 24, 2019, March 25, 2019, March 29, 2019, March 30, 2019, March 31, 2019, April 1, 2019, April 2, 2019, April 3, 2019, April 5, 2019, March 1, 2020, March 6, 2020, March 12, 2020, March 15, 2020, March 16, 2020, March 20, 2020, March 27, 2020, April 6, 2020, April 14, 2020, April 21, 2020, April 23, 2020, April 29, 2020, May 5, 2020, May 14, 2020, May 21, 2020, May 28, 2020, May 29, 2020, June 4, 2020, June 12, 2020 and June 18, 2020.

On motion made and seconded, the members of the Audit Committee approved the minutes of the Committee meeting held on June 3, 2020.

On motion made and seconded, the members of the Safety and Nuclear Oversight Committee approved the minutes of the Committee meetings held on December 10, 2018, February 20, 2019, March 27, 2020 and June 3, 2020.

During the foregoing discussion, Mr. Wells left the meeting.

Ms. Campbell, Chair of the Companies' Safety and Nuclear Oversight Committees, presented the Committees' first quarter 2020 report to the Boards on the Utility's progress against its 2020 Wildfire Mitigation Plan. This included a discussion of materials that had been provided to the directors in advance of the meeting and that are included in the records of this Board. The directors asked questions, and a discussion ensued.

Mr. Vesey, with the participation of Mr. Smith, Ms. Venzon and Mr. Herger, led a discussion on

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regionalization of the Utility's operations. This included a discussion of materials that had been provided to the directors in advance of the meeting and that are included in the records of this Board. Among other things, they discussed the proposed regionalization application to be filed with the CPUC by June 30, 2020 and the accompanying draft regionalization plan, the phased approach for implementation of the plan and other initiatives to improve the Utility's operations, and cost estimates and the plan for rate recovery of costs associated with regionalization. The directors asked questions, and a discussion ensued.

At this point, Mr. Vesey, Mr. Simon, Ms. Kane, Ms. Loduca, Mr. Kenney, Mr. Wong, Ms. Kan, Ms. Venzon, Mr. Hindman, Mr. Herger and Mr. Mesterharm were excused, and the meeting continued in executive session with Mr. Johnson, Mr. Curnin, Mr. Ponce and Mr. Purushotham present.

Mr. Wong was recalled and informed that with Mr. Johnson, Mr. Curnin, Mr. Ponce and Mr. Purushotham present, (i) the directors continued their discussion regarding several topics covered earlier in the meeting and (ii) Mr. Smith left the meeting during the foregoing discussion.

There being no further business presented for action, on motion made and seconded, the meeting was adjourned at 12:25 p.m.

BRIAN M. WONG  
Secretary

**ATTACHMENT A**

**Resolution 1**

Appointment of New Directors of Pacific Gas and Electric Company

WHEREAS, the Board of Directors (the "Board") of Pacific Gas and Electric Company (the "Company") currently consists of Richard R. Barrera, Nora Mead Brownell, Cheryl F. Campbell, Fred J. Fowler, William D. Johnson, Michael J. Leffell, Dominique Mielle, Meridee A. Moore, Eric D. Mullins, Kristine M. Schmidt, William L. Smith, Andrew M. Vesey, Alejandro D. Wolff, and John M. Woolard;

WHEREAS, the Company's Board previously determined to undertake a change process whereby a substantial majority of Board members would be new independent directors by the time of the Company's emergence from Chapter 11;

WHEREAS, following a candidate search process, including consultation with independent search firms, the Board has identified eleven new independent director candidates to serve on the Board with four continuing incumbent directors (the "Board Change"), three of whom may not join this Board while concurrently holding interlocking director positions at other public utilities or suppliers to the Utility, until after receipt of interlock approval order(s) from the Federal Energy Regulatory Commission (the "FERC");

WHEREAS, the United States Bankruptcy Court for the Northern District of California (San Francisco Division) on June 20, 2020 entered its order confirming a plan of reorganization ("POR") in In re PG&E Corporation & Pacific Gas and Electric Company, Bankruptcy Case No. 19-30088 (DM);

WHEREAS, in order to facilitate the Board Change, each of Richard R. Barrera, Nora Mead Brownell, Fred J. Fowler, William D. Johnson, Michael J. Leffell, Dominique Mielle, Meridee A. Moore, Eric D. Mullins, Kristine M. Schmidt, and Alejandro D. Wolff have informed the Board of their intent, in connection with the confirmation of the Company's POR, to resign, effective immediately upon the consummation of the debt and equity financings occurring on the effective date of the Company's POR (the "Effective

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Date") or sooner as determined by any individual director;  
and

WHEREAS, in connection with implementation of the  
POR, the Bylaws of this Company have been amended to  
establish a classified Board in accordance with Section  
301.5 of the California Corporations Code, and divide the  
Board into two classes, designated Class A and Class B.  
Size of Board

NOW, THEREFORE, BE IT RESOLVED that, effective as  
of the Effective Date, the Board hereby fixes the exact  
number of directors of the Company at 12;

Appointment of Directors

BE IT FURTHER RESOLVED that the Board appoints,  
effective immediately following the consummation of the  
debt and equity financings occurring on the Effective Date  
(or such other time as may be mutually agreed between the  
Company and the applicable New Director candidate), Rajat  
Bahri, Kerry Whorton Cooper, Mark Edward Ferguson III,  
William Craig Fugate, Arno Lockheart Harris, Jr., Dean  
Lamont Seavers, Oluwadara Johnson Treseder, and Benjamin  
Francis Wilson (each a "New Director" and together, the  
"New Directors") as members of the Board;

BE IT FURTHER RESOLVED that, as authorized by the  
Bylaws of this Company, as of the Effective Date the Board  
shall be divided into two classes as follows:

Class A: Cheryl F. Campbell, Kerry Whorton Cooper,  
Arno Lockheart Harris, Oluwadara Johnson Treseder,  
Benjamin Francis Wilson, and John L. Woolard, who  
shall serve as directors for an initial term that will  
expire upon the annual meeting of shareholders that  
occurs in 2021.

Class B: Rajat Bahri, Mark Edward Ferguson III,  
William Craig Fugate, Dean Lamont Seavers, William L.  
Smith, and Andrew M. Vesey, who shall serve as  
directors for an initial term that will expire upon  
the annual meeting of shareholders that occurs in  
2022.

IT IS HEREBY ACKNOWLEDGED that for the avoidance  
of doubt, the Board will be comprised of the following  
persons as of the Effective Date (or such other time as may  
be mutually agreed between the Company and the applicable  
New Director candidate):

Rajat Bahri  
Cheryl F. Campbell  
Kerry Whorton Cooper



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Mark Edward Ferguson III  
William Craig Fugate  
Arno Lockheart Harris  
Dean Lamont Seavers  
William L. Smith  
Oluwadara Johnson Treseder  
Andrew M. Vesey  
Benjamin Francis Wilson  
John L. Woolard

Director Independence; Audit Committee Independence and  
Qualifications

WHEREAS, each of the New Directors has submitted a completed 2020 Director Candidate Questionnaire (the "Questionnaire"), and such Questionnaires did not disclose any relationships that the respondents believed might compromise their independence;

WHEREAS, based on the Questionnaires, management researched the volume of business conducted since January 1, 2017 between the Utility (and its subsidiaries and parent holding company) and (1) any entities that are wholly-owned by any New Director candidates or his or her immediate family members, (2) any entities that, since January 1, 2017, have employed a New Director candidate in any capacity, and (3) entities for which, since January 1, 2017, a member of a New Director candidate's immediate family has served as a Section 16 officer (or in a similar position) or owner; and management found no relevant business other than immaterial payments to the Company for utility services, and found no board interlocks or auditor affiliations that could compromise independence; and no New Director candidates reported receiving compensation from sources other than his or her primary employer(s), identified consulting or advisory arrangements (none of which were with the Utility or its subsidiaries), or entities on whose boards he or she serves; and none of those New Director candidates reported that they or their immediate family members received consulting, advisory, or compensatory fees from the Utility or its subsidiaries or affiliates, and no New Director candidate reported any affiliations with the Utility;

WHEREAS, based on the Questionnaires, and to assess the independence of New Director candidates for purposes of serving on the Audit Committee, management specifically reviewed information relating to (1) sources of compensation paid to New Director candidates, (2) direct

or indirect payments of consulting, advisory, or other compensatory fees since 2017 from the Utility and its subsidiaries and affiliates to new director candidates and their immediate family members, and (3) whether any New Director candidate is affiliated with the Utility or its subsidiaries or their affiliates; and no New Director candidates reported receiving compensation from sources other than his or her primary employer(s), or entities on whose boards he or she serves, none of those New Director candidates reported that they or their immediate family members received consulting, advisory, or compensatory fees from the Utility or its subsidiaries or affiliates, and no New Director candidate reported any affiliations with the Utility;

WHEREAS, consistent with implementation of the POR, all members of the Board of Directors (other than the Chief Executive Officer of the Company and the Chief Executive Officer of PG&E Corporation) must be independent as defined by the New York Stock Exchange ("NYSE");

WHEREAS, the Board has considered Section 303A.0 of the NYSE Listed Company Manual, which sets forth the NYSE independence standards;

WHEREAS, the Board has considered Section 3 and Appendix A of the Utility's Corporate Governance Guidelines, which establish categorical standards for "independence" of directors;

WHEREAS, the Board has considered Sections 801(g) and 803(B)(2)(a)(i) of the NYSE American Company Guide, which require that all members of the Utility's Audit Committee also be "independent" to the extent required by the NYSE American Company Guide and Rule 10A-3 of the Securities Exchange Act of 1934, as amended (the "Exchange Act");

WHEREAS, based on the Questionnaires, each of the following New Director candidates have indicated that, through education or experience, he or she has an understanding of generally accepted accounting principles and financial statements: Rajat Bahri, Kerry Whorton Cooper, Mark Edward Ferguson III, Arno Lockheart Harris, Dean Lamont Seavers, Oluwadara Johnson Treseder, and Benjamin Francis Wilson;

WHEREAS, based on the Questionnaires, each of the following New Director candidates have indicated that, through regulatorily-acceptable education or experience, they possess each of the attributes of an "audit committee

financial expert" as defined by the SEC: Rajat Bahri, Oluwadara Johnson Treseder, and Benjamin Francis Wilson; and

WHEREAS, the Board has considered the individuals' other responses to the Questionnaires.

NOW, THEREFORE, BE IT RESOLVED that the Board hereby affirmatively determines that each of Rajat Bahri, Kerry Whorton Cooper, Mark Edward Ferguson III, William Craig Fugate, Arno Lockheart Harris, Dean Lamont Seavers, Oluwadara Johnson Treseder, and Benjamin Francis Wilson is (a) independent, as independence is as provided in the NYSE listing standards and the Utility's Corporate Governance Guidelines, including the categorical independence standards adopted by the Board, and including the requirement that an independent director not have material relationships with the Utility and (b) independent for purposes of service on the Audit Committee, as "independence" is defined in Rule 10A-3(b)(1) under the Exchange Act;

BE IT FURTHER RESOLVED that the Board affirms its determination that each of the following individuals is "financially literate": Rajat Bahri, Kerry Whorton Cooper, Mark Edward Ferguson III, Arno Lockheart Harris, Dean Lamont Seavers, Oluwadara Johnson Treseder, and Benjamin Francis Wilson;

BE IT FURTHER RESOLVED that the Board hereby affirms that each of Rajat Bahri, Oluwadara Johnson Treseder, and Benjamin Francis Wilson qualifies as an "audit committee financial expert" as defined in Item 407 of Regulation S-K; and

BE IT FURTHER RESOLVED that the officers and counsel of the Utility are hereby jointly and severally authorized and directed to provide any required written affirmation or certification on behalf of the Utility to the NYSE American that the Board has made such determinations regarding the independence and required qualifications of each New Director candidate, as described above.

## **Resolution 2**

### **Authorization to Implement the Plan of Reorganization**

WHEREAS, on June 19, 2020, PG&E Corporation (the "Corporation") and its subsidiary, Pacific Gas and Electric Company (the "Utility," and together with the Corporation,

the "Debtors"), certain funds and accounts managed or advised by Abrams Capital Management, L.P., and certain funds and accounts managed or advised by Knighthood Capital Management, LLC filed the Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization Dated June 19, 2020 with the Bankruptcy Court (as may be amended, modified, or supplemented, together with all exhibits and schedules thereto, the "Plan"), which Plan incorporates by reference certain documents filed with the Bankruptcy Court as part of the "Plan Supplement," as the same has been amended from time to time prior to confirmation of the Plan and may be further amended prior to the effective date of the Plan;

WHEREAS, on June 20, 2020, the Bankruptcy Court entered an order (the "Confirmation Order") confirming the Plan, which incorporates the Bankruptcy Court's prior order approving the Plan funding transactions and documents; and

WHEREAS, the Board of Directors believes that it is in the best interests of the Utility to carry out the transactions contemplated by the Plan and the Confirmation Order.

NOW, THEREFORE, BE IT RESOLVED that the Utility be, and hereby is, authorized to take all actions as may be necessary or appropriate to effectuate any transaction described in, approved by, contemplated by, or necessary to effectuate the Plan (collectively, the "Restructuring Transactions"), including (i) making all distributions and payments contemplated thereby, (ii) the execution and delivery of appropriate agreements or other documents of disposition, transfer, arrangement, continuance, dissolution, sale, purchase, or liquidation containing terms that are consistent with the terms of the Plan, (iii) the execution and delivery of appropriate instruments of transfer, assignment, assumption, or delegation of any asset, property, right, liability, debt, or obligation on terms consistent with the terms of the Plan, (iv) the amendment, restatement, and, to the extent applicable, the filing of appropriate certificates or articles of incorporation, reincorporation, merger, consolidation, conversion, amalgamation, arrangement, continuance, or dissolution, or bylaws pursuant to applicable state or federal law, (v) the execution and delivery of the Plan Documents, (vi) such other transactions that are necessary or appropriate to implement the Plan in a tax efficient manner, (vii) the cancellation of existing securities, and

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(viii) all other actions that any officer of the Utility and his or her delegates (each, a "Delegated Officer") determines to be necessary or appropriate, including making filings or recordings that may be required by applicable law to effectuate, and perform all of the Utility's obligations under, the Plan, the documents contained in the Plan Supplement and the Confirmation Order, including, without limitation, making all distributions contemplated thereby;

BE IT FURTHER RESOLVED, that the Delegated Officers be, and each of them with full power and authority to act without the others hereby is, authorized and empowered, in the name and on behalf of the Utility, to approve the form and terms of, enter into, execute, deliver and perform, and file with any applicable governmental and regulatory authorities, any and all agreements, amendments, consents, certificates, instruments, documents, notices, requests, directions, approvals, instructions and other communications as any such Delegated Officer may determine to be required by, or otherwise necessary, advisable or appropriate in connection with the Restructuring Transactions, and to take any and all such other actions as any such Delegated Officer may determine to be necessary, advisable or appropriate in connection with any of the foregoing or for the purpose of otherwise carrying into effect the purposes of this and the preceding resolutions, such determination to be evidenced conclusively by such entry, execution, delivery or performance or the taking of such action, by any such Delegated Officer;

BE IT FURTHER RESOLVED, that, consistent with the foregoing resolution, the Utility be, and hereby is, authorized to, and the Delegated Officers be, and each of them with full power and authority to act without the others hereby is, authorized and empowered, in the name and on behalf of the Utility, to (i) enter into, execute, deliver and perform, as applicable, or cause to be entered into, executed, delivered and performed, as applicable, and where necessary, advisable or appropriate, file or cause to be filed with the appropriate governmental authorities, instrumentalities or agencies or associations, all other agreements, instruments and other documents, (ii) take or cause to be taken all other actions and do or cause to be done all other things to carry out fully the intent and purposes of the foregoing resolutions and the Restructuring Transactions, including using the use of any funds of the

Utility (including proceeds from the exit financing transactions) to fund all or a portion of the amounts required to consummate the transactions contemplated under the Plan of Reorganization and the Confirmation Order, (iii) incur and pay or cause to be paid all fees, expenses and taxes arising in connection with matters encompassed by the foregoing resolutions and (iv) engage or otherwise retain the services of all advisors, agents (including disbursing or escrow agents) or other persons, in each case as may be necessary, advisable or appropriate, in the good faith determination of any Delegated Officer, to carry out fully the intent and purposes of the foregoing resolutions and the transactions contemplated thereby (and the doing of any such act or thing shall be conclusive evidence that the same is necessary, advisable or appropriate);

BE IT FURTHER RESOLVED, that the Delegated Officers be, and each of them with full power and authority to act without the others hereby is, authorized and empowered, in the name and on behalf of the Utility, to take all such action to notify, or to obtain any authorizations, consents, waivers or approvals of, any third party that such Delegated Officer may deem necessary, advisable or appropriate in order to carry out the intent and purposes of these resolutions; and

BE IT FURTHER RESOLVED, that any actions taken by any of the Delegated Officers prior to the adoption of these resolutions which are within the authority hereinabove conferred are hereby ratified, confirmed, approved and adopted as actions by and on behalf of the Utility.

### **Resolution 3**

#### **Pacific Gas and Electric Company Safety and Nuclear Oversight Committee**

WHEREAS, in connection with the settlement resolving the consolidated shareholder derivative litigation seeking recovery on behalf of PG&E Corporation (the "Corporation") and Pacific Gas and Electric Company (the "Utility") (together, the "Companies" or "PG&E") for alleged breaches of fiduciary duty by certain current and former officers and directors of the Companies, the Companies agreed to implement certain corporate governance therapeutics, including therapeutics relating to



establishment of safety oversight committees of the Companies' respective Boards of Directors; and

WHEREAS, in testimony and briefing submitted in connection with the California Public Utilities Commission's ("CPUC") Order Instituting Investigation regarding the Utility's proposed Plan of Reorganization ("POR") filed pursuant to Chapter 11 of title 11 of the United States Code ("Chapter 11"), the Utility stated its intent to implement certain governance matters, including certain matters relating to this Committee; and

WHEREAS, in Decision 20-05-053, the CPUC required, as a condition of its approval of the POR, that PG&E implement its proposal to create the positions of Chief Risk Officer and Chief Safety Officer reporting to the Safety and Nuclear Oversight Committee

NOW, THEREFORE, BE IT RESOLVED that the Board reaffirms the establishment of the Safety and Nuclear Oversight Committee, to consist of at least three directors, one of whom shall be appointed as the Committee's chair; and

BE IT FURTHER RESOLVED that all members of the Safety and Nuclear Oversight Committee shall satisfy independence and qualification criteria established by this Board of Directors (as set forth in this company's Corporate Governance Guidelines), shall be "independent" as defined by standards established by any stock exchange on which securities of this company or the Corporation are traded, and shall satisfy one or more of the following safety expertise criteria:

1. Specific substantial expertise related to wildfire safety, wildfire prevention, and/or wildfire mitigation;
2. Specific substantial expertise related to the safe operation of a natural gas distribution company;
3. Specific substantial expertise related to enterprise risk management, including cyber security, and/or experience with nuclear safety; and

BE IT FURTHER RESOLVED that the basic responsibility of the Safety and Nuclear Oversight Committee shall be to advise and assist this Board of Directors with respect to the oversight and review of (i) policies, practices, goals, issues, risks, and compliance relating to safety (including public and employee safety), and compliance issues related to the

Utility's nuclear, generation, gas and electric transmission, and gas and electric distribution operations and facilities ("Operations and Facilities"), (ii) significant operational performance and other compliance issues related to such Operations and Facilities, and (iii) risk management policies and practices related to such Operations and Facilities. This role is one of oversight and in no way alters management's authority, responsibility, or accountability. More specifically, with respect to such Operations and Facilities, the Committee shall, among other things:

1. Review significant policies and issues related to safety, operational performance, and compliance;
2. Review and provide oversight of the Utility's wildfire mitigation plan, other natural disaster mitigation activities, and related investments;
3. Review and provide oversight of the Utility's Public Safety Power Shutoff ("PSPS") program and related investments, including:
  - (a) the Utility's commitment to narrow the scope of PSPS events, including through the deployment and utilization of sectionalizing devices, weather stations, and microgrids; and
  - (b) the Utility's commitment to improve its execution of any necessary PSPS events, including by reinforcing the Utility's website and call centers, improving the quality and accessibility of outage maps, strengthening coordination with government agencies, promoting customer options, improving outreach to vulnerable customers, and improving the effectiveness of the Utility's Emergency Operations Center.
4. Review with management, including the Chief Risk Officer, the principal risks related to or arising out of the Utility's Operations and Facilities (including risks that are identified through PG&E's enterprise risk management program and that are selected in consultation with this Board of Directors and its committees, as applicable), and assess the effectiveness of the Utility's programs to manage or mitigate such risks, including with respect to:
  - (a) the safe and reliable operation of any nuclear facilities owned by the Utility;
  - (b) integrity management programs for the Utility's gas operations and facilities; and

BOARD MEETING - June 25, 2020  
PACIFIC GAS AND ELECTRIC COMPANY

- (c) asset management programs for the Utility's electric operations and facilities.
- 5. Review and discuss how the Utility can continue to improve its safety practices and operational performance.
- 6. Review and discuss the results of the Utility's goals, programs, policies, and practices with respect to promoting a strong safety culture.
- 7. Review the impact of significant changes in law and regulations affecting safety and operational performance.
- 8. Advise the Corporation's Compensation Committee on appropriate safety and operational goals to be included in PG&E's executive compensation programs and plans.
- 9. Oversee PG&E compliance with any safety and operational metrics developed and approved by the CPUC (the "Safety and Operational Metrics").
- 10. Meet at least six times per year. Such meetings shall include at least semiannual joint meetings with the Corporation's Safety and Nuclear Oversight Committee, the Utility's Audit Committee, the Corporation's Audit Committee, and the Corporation's Compliance and Public Policy Committee to discuss PG&E's compliance program and any other topics agreed upon by those committees.
- 11. (a) Review the adequacy and direction of the Utility's corporate safety function, including the appointment and replacement of any chief safety officer of the Utility (or any officer who is similarly given direct responsibility for overseeing enterprise-wide safety matters at the Utility) (the "Chief Safety Officer"), (b) review with the Chief Safety Officer the responsibilities, budget, and staffing of the Utility's safety function, (c) periodically review the Utility's safety and health functions, goals, and objectives represented in PG&E's five-year planning process, and (d) periodically review reports provided to management by the Chief Safety Officer.
- 12. Serve as a channel of communication between the Chief Safety Officer and the Chief Risk Officer, on the one hand, and this Board of Directors on the other hand.
- 13. Meet separately with the Chief Safety Officer, and also with the Chief Risk Officer, from time to time, at the discretion of the Chair of the Committee.

BOARD MEETING - June 25, 2020  
PACIFIC GAS AND ELECTRIC COMPANY

14. Report regularly (and at least semiannually) to this Board of Directors on deliberations and actions taken by the Committee, and issues considered and addressed as part of the Committee's oversight responsibilities, including, when appropriate, detailed recommendations based on the Committee's review of the Utility's expenditures, protocols, and procedures with respect to the Committee's oversight of the Utility's wildfire mitigation plan, PSPS program, and related investments, and the Utility's compliance with the Safety and Operational Metrics.
15. Track progress against the Utility's Wildfire Safety Improvement Plan, as approved by the CPUC, and reflecting the new terms of the Utility's probation imposed on April 3, 2019 (the "April 2019 Probation") regarding wildfire safety. The Committee is to report in writing to this Board of Directors at least quarterly, and also present orally to this Board of Directors at least quarterly, the Utility's progress in meeting the terms of the approved Wildfire Safety Improvement Plan and the terms of the April 2019 Probation and, to the extent there are shortfalls, how the Utility will address the shortfalls.
16. Report periodically to the CPUC staff on the Committee's oversight responsibilities, including, when appropriate, detailed recommendations based on the Committee's review of the Utility's protocols, and procedures with respect to the Committee's oversight of the Utility's wildfire mitigation plan, PSPS program, and related investments, and the Utility's compliance with the Safety and Operational Metrics.
17. Review the Utility's responses to recommendations of the current Independent Safety Oversight Committee, and any additional or future Independent Safety Advisor or Independent Safety Monitor following termination of the current federal probation/monitorship.

BE IT FURTHER RESOLVED that the Committee shall approve the hiring of all executive officers of the Utility prior to executive officer candidates being presented to the full Board of Directors for approval; and

BE IT FURTHER RESOLVED that the members of the Safety and Nuclear Oversight Committee shall periodically visit the Utility's nuclear and other operating facilities; and

BOARD MEETING - June 25, 2020  
PACIFIC GAS AND ELECTRIC COMPANY

BE IT FURTHER RESOLVED that the Chief Safety Officer shall provide reports to the Safety and Nuclear Oversight Committee, including (1) regular reports regarding the status of PG&E's policies, practices, standards, goals, issues, risks, and compliance relating to safety, (2) regular reports regarding activities relating to creation and instillation of safety culture at PG&E, (3) regular reports relating to establishment of and performance on safety metrics, including monthly reports regarding key performance metrics relating to workforce safety, (4) annual reports regarding the overall workforce safety plan; the processes, procedures, and budgets for achieving desired workforce safety metrics; and a plan for monitoring performance and enabling interim actions to modify the plan to improve safety performance as appropriate, and (5) reports on such other topics as may be requested by the Committee; and

BE IT FURTHER RESOLVED that the Chief Risk Officer shall provide reports to the Safety and Nuclear Oversight Committee, including (1) regular reports regarding the status of PG&E's policies, practices, standards, goals, issues, and compliance relating to risks associated with operations and the environment related to public safety, (2) regular reports regarding activities relating to integration of risk management into business strategy, quantification of risk limits, and the development of plans to mitigate risks, (3) annual reports regarding the processes, procedures, and budgets for achieving desired risk mitigation, and (4) reports on such other topics as may be requested by the Committee; and

BE IT FURTHER RESOLVED that the Chief Risk Officer shall provide reports directly to the Committee regarding risk assessment and mitigation activities relating to Operations and Facilities; and

BE IT FURTHER RESOLVED that the Utility's Chief Ethics and Compliance Officer shall regularly provide reports to the Safety and Nuclear Oversight Committee regarding activities relating to establishment of and performance on compliance and ethics metrics related to the Utility's Operations and Facilities; and

BE IT FURTHER RESOLVED that the Safety and Nuclear Oversight Committee also may request reports from any member of senior management of the Utility, that such reports shall be provided within a reasonable time of the request, and that any dispute or unreasonable delay with

BOARD MEETING - June 25, 2020  
PACIFIC GAS AND ELECTRIC COMPANY

respect to such a request shall be documented in the Committee's minutes; and

BE IT FURTHER RESOLVED that the Safety and Nuclear Oversight Committee shall be empowered to act independently of other committees of this Board of Directors and shall not be subject to direction or limitation by any other committee of this Board, subject to applicable legal restrictions and stock exchange standards; and

BE IT FURTHER RESOLVED that the Safety and Nuclear Oversight Committee shall fix its own time and place of meetings and shall, by a majority vote of its members, and subject to the California Corporations Code and this company's Articles of Incorporation and Bylaws, prescribe its own rules of procedure; and

BE IT FURTHER RESOLVED that the Safety and Nuclear Oversight Committee shall have the right to retain or utilize, at this company's expense, the services of such firms or persons, including independent counsel, third-party safety and utility operations experts, or other advisors, as the Committee deems necessary or desirable to assist it in exercising its duties and responsibilities and to provide analysis and assist the Committee with its oversight obligations; and

BE IT FURTHER RESOLVED that the Safety and Nuclear Oversight Committee shall have the right to request and receive from this Board of Directors reasonable resources to assist it in exercising its duties and responsibilities, and that such requests, and any failure to provide such requested resources, shall be documented and explained in the minutes of the Committee and this Board; and

BE IT FURTHER RESOLVED that, unless otherwise designated by the Committee, the Corporate Secretary of this company, or an Assistant Corporate Secretary, shall serve as secretary to the Safety and Nuclear Oversight Committee; and

BE IT FURTHER RESOLVED that the resolution on this subject adopted by the Board of Directors on April 29, 2020 is hereby superseded.



PRIVILEGED AND CONFIDENTIAL<sup>1</sup>

BOARD MEETING - June 29, 2020  
PG&E CORPORATION

A special telephonic meeting of the Board of Directors of PG&E Corporation (Corporation) was held on Monday, June 29, 2020, at 2:00 p.m. The meeting was held concurrently with a meeting of the Pacific Gas and Electric Company (Utility and, together with the Corporation, the Companies) Board of Directors.

Directors Richard R. Barrera, Nora Mead Brownell, Cheryl F. Campbell, Fred J. Fowler, William D. Johnson, Michael J. Leffell, Dominique Mielle, Meridee A. Moore, Eric D. Mullins, Kristine M. Schmidt, William L. Smith, Alejandro D. Wolff and John M. Woolard attended by telephone, as permitted by the Corporation's Bylaws. No director was absent.

Also participating by telephone at the beginning of the meeting were Andrew M. Vesey, John R. Simon, Jason P. Wells, Julie M. Kane, Janet C. Loduca, Brian M. Wong and Jenny Kan, along with Paul C. Curnin, Mario A. Ponce, Ravi Purushotham, Sandeep Qusba and Sara A. Ricciardi of Simpson Thacher & Bartlett LLP.

Quorum present, Ms. Brownell, Chair of the Board of the Corporation, presided as chair of the concurrent meeting. Mr. Wong served as secretary of the meeting.

Mr. Wells led a discussion regarding certain actions needed to be taken by the Utility Board in order to implement the planned accounts receivable facility, as described in materials that had been provided to the directors in advance of the meeting and that are included in the records of this Board. The directors asked questions, and a discussion ensued.

On motion made and seconded, the members of the Pricing Committee approved the minutes of the Committee meetings held on June 24, 2020 and June 25, 2020.

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BOARD MEETING - June 29, 2020  
PG&E CORPORATION

At this point, Mr. Vesey, Mr. Simon, Mr. Wells, Ms. Kane, Ms. Loduca, Mr. Wong and Ms. Kan were excused, and the meeting continued in executive session with Mr. Johnson, Mr. Curnin, Mr. Ponce, Mr. Purushotham, Mr. Qusba and Ms. Ricciardi present.

Mr. Wong was recalled and informed that with Mr. Johnson, Mr. Curnin, Mr. Ponce, Mr. Purushotham, Mr. Qusba and Ms. Ricciardi present, the following discussions took place and the following actions were taken:

- The directors continued their discussion of several topics covered earlier in the meeting.

[THE FOLLOWING PARAGRAPH CONTAINS ATTORNEY-CLIENT PRIVILEGED AND CONFIDENTIAL INFORMATION.]

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[END OF PRIVILEGED AND CONFIDENTIAL INFORMATION.]

There being no further business presented for action, on motion made and seconded, the meeting was adjourned at 3:30 p.m.

BRIAN M. WONG  
Secretary

PRIVILEGED AND CONFIDENTIAL<sup>1</sup>

BOARD MEETING - June 29, 2020  
PACIFIC GAS AND ELECTRIC COMPANY

A special telephonic meeting of the Board of Directors of Pacific Gas and Electric Company (Utility) was held on Monday, June 29, 2020, at 2:00 p.m. The meeting was held concurrently with a meeting of the PG&E Corporation (Corporation and, together with the Utility, the Companies) Board of Directors.

Directors Richard R. Barrera, Nora Mead Brownell, Cheryl F. Campbell, Fred J. Fowler, William D. Johnson, Michael J. Leffell, Dominique Mielle, Meridee A. Moore, Eric D. Mullins, Kristine M. Schmidt, William L. Smith, Andrew M. Vesey, Alejandro D. Wolff and John M. Woolard attended by telephone, as permitted by the Utility's Bylaws. No director was absent.

Also participating by telephone at the beginning of the meeting were John R. Simon, Jason P. Wells, Julie M. Kane, Janet C. Loduca, Brian M. Wong and Jenny Kan, along with Paul C. Curnin, Mario A. Ponce, Ravi Purushotham, Sandeep Qusba and Sara A. Ricciardi of Simpson Thacher & Bartlett LLP.

Quorum present, Ms. Brownell, Chair of the Board of the Corporation, presided as chair of the concurrent meeting. Mr. Wong served as secretary of the meeting.

Mr. Wells led a discussion regarding certain actions needed to be taken by the Board in order to implement the planned accounts receivable facility, and the recommendation of management that the Board (i) adopt resolutions authorizing management to use utility first mortgage bonds as collateral for normal course credit provided in daily cash management activities and (ii) amend existing resolutions authorizing accounts receivable facilities to allow for the transfer of interests in personal property of the Utility related to the receivables, both to be effective as of the effective date of the plan of reorganization (POR), as described in

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materials that had been provided to the directors in advance of the meeting and that are included in the records of this Board. He reviewed the background and reasons for the proposed actions. The directors asked questions, and a discussion ensued.

On motion made and seconded, the Board (i) adopted resolutions authorizing management to use utility first mortgage bonds as collateral for normal course credit provided in daily cash management activities and (ii) adopted amendments to prior resolutions authorizing accounts receivable facilities to allow for the transfer of interests in personal property of the Utility related to the receivables (see Resolution 1 in Attachment A).

At this point, Mr. Vesey, Mr. Simon, Mr. Wells, Ms. Kane, Ms. Loduca, Mr. Wong and Ms. Kan were excused, and the meeting continued in executive session with Mr. Johnson, Mr. Curnin, Mr. Ponce, Mr. Purushotham, Mr. Qusba and Ms. Ricciardi present.

Mr. Wong was recalled and informed that with Mr. Johnson, Mr. Curnin, Mr. Ponce, Mr. Purushotham, Mr. Qusba and Ms. Ricciardi present, the following discussions took place and the following actions were taken:

- The directors continued their discussion of several topics covered earlier in the meeting.

[THE FOLLOWING PARAGRAPH CONTAINS ATTORNEY-CLIENT PRIVILEGED AND CONFIDENTIAL INFORMATION.]

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[END OF PRIVILEGED AND CONFIDENTIAL INFORMATION.]

BOARD MEETING - June 29, 2020  
PACIFIC GAS AND ELECTRIC COMPANY

There being no further business presented for action, on motion made and seconded, the meeting was adjourned at 3:30 p.m.

BRIAN M. WONG  
Secretary

**ATTACHMENT A**

**Resolution 1**

Cash Management Agreement

WHEREAS, on April 29, 2020, the Board of Directors (the "Board") of Pacific Gas and Electric Company (the "Company") authorized entry into that certain Indenture of Mortgage dated as of June 19, 2020 ("Indenture"), between the Company and The Bank of New York Mellon Trust Company, N.A., as trustee;

WHEREAS, the Indenture provides for the issuance of first mortgage bonds secured by the Mortgaged Property (as defined in the Indenture) ("First Mortgage Bonds");

WHEREAS, certain banks and other financial institutions ("Cash Management Banks") have entered into (or will from time to time hereafter enter into) agreements with the Company pursuant to which such Cash Management Banks extend credit and make other financial accommodations to or for the benefit of the Company in the form of cash management services, including treasury, depository, overdraft, credit or debit card (including non-card electronic payables and purchasing cards), electronic funds transfer and other cash management arrangements (collectively, "Cash Management Agreements");

WHEREAS, the Company proposes to enter into that certain Collateral Management Agreement (the "Collateral Management Agreement"), to be dated on or about July 1, 2020, by and among one or more Cash Management Banks (the "CMA Secured Parties") and Citibank, N.A., as agent (the "Agent") for the CMA Secured Parties, pursuant to which the Agent will agree, among other things, to accept delivery, on behalf of the CMA Secured Parties, of a First Mortgage Bond in an aggregate principal face amount equal to \$110,000,000 (the "CMA First Mortgage Bond");

WHEREAS, the obligations of the Company to each of the CMA Secured Parties under the applicable Cash Management Agreements will be secured by the CMA First Mortgage Bond;

BE IT RESOLVED that in connection with the Collateral Management Agreement that the President, the Chief Executive Officer, any Vice President (which includes any Executive or Senior Vice President), the Chief Financial Officer, the Treasurer, the Controller, any Assistant Vice President, and the Corporate Secretary of



the Company (each, a "Delegated Officer" and, collectively, the "Delegated Officers") be, and each of them with full power and authority and action without the others hereby is, authorized and empowered, in the name and on behalf of the Company, to negotiate, execute, and deliver, or authorize and delegate authority to any other Delegated Officer or employee of the Company to negotiate, execute, and deliver, (1) the Collateral Management Agreement, (2) the CMA First Mortgage Bond, (3) the Cash Management Agreements and (4) such other agreements, bond delivery agreements, supplemental indentures, accession agreements, instruments, certificates, and other items on behalf of the Company as the Delegated Officer or employee executing the same may deem necessary or advisable to effectuate or carry out the purpose and intent of the foregoing;

BE IT FURTHER RESOLVED that in connection with Cash Management Agreements entered into by the Company from time to time, the Company may issue additional First Mortgage Bonds (such additional First Mortgage Bonds, "Additional CMA Mortgage Bonds") in aggregate principal face amounts as the Delegated Officers may deem necessary or advisable to effectuate or carry out the purpose and intent of the foregoing;

BE IT FURTHER RESOLVED that in connection with Cash Management Agreements entered into by the Company from time to time, the Delegated Officers be, and each of them with full power and authority and action without the others hereby is, authorized and empowered, in the name and on behalf of the Company, to negotiate, execute, and deliver, or authorize and delegate authority to any other Delegated Officer or employee of the Company to negotiate, execute, and deliver, (1) one or more accession agreements or amendments or supplements to the Collateral Management Agreement, (2) Additional CMA Mortgage Bonds, (3) Cash Management Agreements and (4) such other agreements, bond delivery agreements, supplemental indentures, accession agreements, instruments, certificates, and other items on behalf of the Company as the Delegated Officer or employee executing the same may deem necessary or advisable to effectuate or carry out the purpose and intent of the foregoing; and

BE IT FURTHER RESOLVED that nothing in this resolution shall limit the resolutions adopted by the Board of Directors from time to time, including on April 29, 2020.

Accounts Receivable Facilities

WHEREAS, on April 29, 2020, the Board authorized entry into one or more Accounts Receivable Facilities;

WHEREAS, the Company proposes to enter into one or more Accounts Receivable Facilities pursuant to which the Company will, among other things, (i) sell to one or more wholly owned subsidiaries as a special purpose, bankruptcy-remote limited liability company or other entity, as determined by such Delegated Officer (the "SPE") up to all of its receivables arising from the provision or transportation of electricity or natural gas and related services to wholesale and retail customers, both billed and unbilled (the "Receivables") and certain related assets, including the Company's interest in any goods the sale of which gave rise to such Receivable, all instruments and chattel paper that may evidence such Receivable, all other security interests or liens and property subject thereto from time to time purporting to secure payment of such Receivable, all of the Company's rights, interests and claims under the contracts under which any Receivable arises (the "Contracts") and all guaranties, indemnities, insurance and other agreements (including the related Contract) or arrangements of whatever character from time to time supporting or securing payment of such Receivable or otherwise relating to such Receivable, whether pursuant to the Contract related to such Receivable or otherwise, all books and records of the Company to the extent related to any of the foregoing, and all rights, remedies, powers, privileges, title and interest (but not obligations) in and to each post office box to which collections of such Receivables are sent by the obligors on such Receivables (the "Lock-Boxes") and the bank accounts to which collections or other proceeds with respect to such Receivables may be deposited, and any related investment property acquired with any such collections or other proceeds, and all Collections and other proceeds of any of the foregoing (collectively, the "Related Security").

BE IT RESOLVED that, in connection with the Accounts Receivable Facilities, the Company is authorized to sell, transfer and assign to the SPE, and to grant a security interest in favor of the SPE in, all of the Related Security, whether now existing or hereafter acquired; and

BE IT FURTHER RESOLVED that nothing in these resolutions shall limit the resolutions adopted by the

BOARD MEETING - June 29, 2020  
PACIFIC GAS AND ELECTRIC COMPANY

Board of Directors from time to time, including on April  
29, 2020.

PRIVILEGED AND CONFIDENTIAL<sup>1</sup>

BOARD MEETING – July 2, 2020  
PG&E CORPORATION

A special video meeting of the Board of Directors of PG&E Corporation (Corporation) was held on Thursday, July 2, 2020, at 9:30 a.m. The meeting was held concurrently with a meeting of the Pacific Gas and Electric Company (Utility and, together with the Corporation, the Companies) Board of Directors. A portion of the meeting was held concurrently with a meeting of the Corporation's Compensation Committee and the Companies' Safety and Nuclear Oversight Committees.

Directors Rajat Bahri, Cheryl F. Campbell, Kerry W. Cooper, Jessica L. Denecour, Mark E. Ferguson III, Robert C. Flexon, W. Craig Fugate, Arno L. Harris, Michael R. Niggli, Dean L. Seavers, Oluwadara J. Treseder, Benjamin F. Wilson, William L. Smith, and John M. Woolard attended by video conference, as permitted by the Corporation's Bylaws. No director was absent.

Also participating by video conference at the beginning of the meeting were Andrew M. Vesey, John R. Simon, Jason P. Wells, Julie M. Kane, Janet C. Loduca, Dinyar B. Mistry, Robert S. Kenney, Brian M. Wong and Jenny Kan, along with Nicholas A. Dorsey of Cravath, Swaine & Moore LLP and Mario A. Ponce of Simpson Thacher & Bartlett LLP.

Quorum present, Mr. Smith, interim Chief Executive Officer of the Corporation, presided as chair of the concurrent meeting. Mr. Wong served as secretary of the meeting.

Referring to materials that had been provided to the directors in advance of the meeting and that are included in the records of this Board, Mr. Smith led a discussion regarding election of Board leadership for the Board's consideration and action. The directors discussed the proposed action.

On motion made and seconded, the Board appointed Robert C. Flexon as independent non-executive Chair of the Board of the Corporation.

Mr. Flexon, Chair of the Corporation, presided as chair for the remainder of the concurrent meeting in lieu of Mr. Smith.

Referring to materials that had been provided to the directors in advance of the meeting and that are included in the records of this Board, Mr. Flexon led a discussion regarding the appointment of the members and the Chairs of various Board

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BOARD MEETING – July 2, 2020  
PG&E CORPORATION

committees for the Board's consideration and action. The directors discussed the proposed actions.

On motion made and seconded, the Board adopted a resolution appointing the members and the Chairs of various Board committees, there being more than two-thirds of the authorized number of directors casting affirmative votes with respect to the appointment of directors to the Executive Committee (see Resolution 1 in Attachment A).

[THE FOLLOWING PARAGRAPH CONTAINS ATTORNEY-CLIENT PRIVILEGED AND CONFIDENTIAL INFORMATION.]

[REDACTED]

[END OF PRIVILEGED AND CONFIDENTIAL INFORMATION.]

Mr. Mistry, with the participation of Mr. Smith, led a discussion on the recommendation of management that (i) the Boards elect Sumeet Singh as Senior Vice President and Chief Risk Officer of the Companies, effective August 1, 2020 or earlier upon his availability and (ii) Francisco Benavides, currently Vice President and Chief Safety Officer of the Companies, as Senior Vice President and Chief Safety Officer of the Companies, effective immediately, as described in materials that had been provided to the directors in advance of the meeting and that are included in the records of this Board. Among other things, they discussed the background and qualifications of Mr. Singh and Mr. Benavides for the respective positions and the related compensation for each of them. The directors asked questions, and a discussion ensued.

The members of the Corporation's Compensation Committee recommended that the Boards elect (i) Mr. Singh as Senior Vice President and Chief Risk Officer of the Companies, and (ii) Mr. Benavides as Senior Vice President and Chief Safety Officer of the Companies.

The members of the Companies' Safety and Nuclear Oversight Committees approved the hiring of Mr. Singh as Senior Vice President and Chief Risk

BOARD MEETING – July 2, 2020  
PG&E CORPORATION

Officer of the Companies and the presentation of his election to the Boards for approval, as presented.

On motion made and seconded, the Board adopted the following resolutions:

BE IT RESOLVED that Sumeet Singh is hereby elected Senior Vice President and Chief Risk Officer, effective August 1, 2020 or earlier upon Mr. Singh's availability.

BE IT RESOLVED that Francisco Benavides, currently Vice President and Chief Safety Officer, is hereby elected Senior Vice President and Chief Safety Officer, effective immediately.

At this point, Mr. Vesey, Mr. Simon, Mr. Wells, Ms. Kane, Ms. Loduca, Mr. Mistry, Mr. Kenney, Mr. Wong, Ms. Kan and Mr. Dorsey were excused, and the meeting continued in executive session with Mr. Smith and Mr. Ponce present.

Mr. Wong was recalled and informed that with Mr. Smith and Mr. Ponce present, the Board continued their discussion regarding several of the topics covered earlier in the meeting.

There being no further business presented for action, on motion made and seconded, the meeting was adjourned at 11:05 a.m.

BRIAN M. WONG  
Secretary

**ATTACHMENT A**

**Resolution 1**

BE IT RESOLVED that the Board hereby appoints individuals to serve as members and as Chairs of the committees of the Board, consistent with the discussions during the Board meeting and as will be reflected in the minutes of the Board.

BE IT FURTHER RESOLVED that the membership of the permanent standing committees of the Board of Directors shall be as follows, effective immediately:

**AUDIT COMMITTEE**

Benjamin F. Wilson (Chair)

Rajat Bahri

Kerry W. Cooper

Robert C. Flexon

**COMPENSATION COMMITTEE**

Mark E. Ferguson III (Chair)

Jessica L. Denecour

Robert C. Flexon

Oluwadara J. Treseder

**COMPLIANCE AND PUBLIC POLICY COMMITTEE**

John M. Woolard (Chair)

Cheryl F. Campbell

Kerry W. Cooper

W. Craig Fugate

Arno L. Harris

**EXECUTIVE COMMITTEE**

Robert C. Flexon (Chair)

Cheryl F. Campbell

Jessica L. Denecour

Mark E. Ferguson III

Dean L. Seavers

William L. Smith

Benjamin F. Wilson

John M. Woolard

**FINANCE COMMITTEE**

Dean L. Seavers (Chair)

Kerry W. Cooper

Arno L. Harris

Michael R. Niggli

Oluwadara J. Treseder



BOARD MEETING – July 2, 2020  
PG&E CORPORATION

NOMINATING AND GOVERNANCE COMMITTEE

Robert C. Flexon (Chair)

Jessica L. Denecour

Dean L. Seavers

Benjamin F. Wilson

SAFETY AND NUCLEAR OVERSIGHT COMMITTEE

Cheryl F. Campbell (Chair)

Mark E. Ferguson III

W. Craig Fugate

Michael R. Niggli

Dean L. Seavers

TECHNOLOGY AND CYBERSECURITY COMMITTEE

Jessica L. Denecour (Chair)

Rajat Bahri

Mark E. Ferguson III

Michael R. Niggli

John M. Woolard

BE IT FURTHER RESOLVED that the term of Ms. Campbell as Chair of the Safety and Nuclear Oversight Committee shall expire on April 30, 2022, and the terms of Mr. Wilson, Mr. Ferguson, Mr. Woolard, Mr. Seavers, Mr. Flexon, and Ms. Denecour as Chairs of the Audit, Compensation, Compliance and Public Policy, Finance, Nominating and Governance, and Technology and Cybersecurity Committees, respectively, shall expire on July 31, 2023; provided, however, that each of the foregoing individuals may be re-appointed to serve consecutive terms.

PRIVILEGED AND CONFIDENTIAL<sup>1</sup>

BOARD MEETING – July 2, 2020  
PACIFIC GAS AND ELECTRIC COMPANY

A special video meeting of the Board of Directors of Pacific Gas and Electric Company (Utility) was held on Thursday, July 2, 2020, at 9:30 a.m. The meeting was held concurrently with a meeting of the PG&E Corporation (Corporation and, together with the Utility, the Companies) Board of Directors. A portion of the meeting was held concurrently with a meeting of the Corporation's Compensation Committee and the Companies' Safety and Nuclear Oversight Committees.

Directors Rajat Bahri, Cheryl F. Campbell, Kerry W. Cooper, Mark E. Ferguson III, W. Craig Fugate, Arno L. Harris, Dean L. Seavers, Oluwadara J. Treseder, Benjamin F. Wilson, William L. Smith, Andrew M. Vesey, and John M. Woolard attended by video conference, as permitted by the Utility's Bylaws. No director was absent.

Also participating by video conference at the beginning of the meeting were Corporation directors Jessica L. Denecour, Robert C. Flexon, and Michael R. Niggli, as well as John R. Simon, Jason P. Wells, Julie M. Kane, Janet C. Loduca, Dinyar B. Mistry, Robert S. Kenney, Brian M. Wong and Jenny Kan, along with Nicholas A. Dorsey of Cravath, Swaine & Moore LLP and Mario A. Ponce of Simpson Thacher & Bartlett LLP.

Quorum present, Mr. Smith, interim Chief Executive Officer of the Corporation, presided as chair of the concurrent meeting. Mr. Wong served as secretary of the meeting.

Referring to materials that had been provided to the directors in advance of the meeting and that are included in the records of this Board, Mr. Smith led a discussion regarding election of Board leadership for the Board's consideration and action. The directors discussed the proposed action.

On motion made and seconded, the Board appointed Dean L. Seavers as independent non-executive Chair of the Board of the Corporation Utility.

Mr. Flexon, Chair of the Corporation, presided as chair for the remainder of the concurrent meeting in lieu of Mr. Smith.

Referring to materials that had been provided to the directors in advance of the meeting and that are included in the records of this Board, Mr. Flexon led a discussion regarding the appointment of the members and the Chairs of various Board

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<sup>1</sup> [REDACTED]

BOARD MEETING – July 2, 2020  
PACIFIC GAS AND ELECTRIC COMPANY

committees for the Board's consideration and action. The directors discussed the proposed actions.

On motion made and seconded, the Board adopted a resolution appointing the members and the Chairs of various Board committees, there being more than two-thirds of the authorized number of directors casting affirmative votes with respect to the appointment of directors to the Executive Committee (see Resolution 1 in Attachment A).

[THE FOLLOWING PARAGRAPH CONTAINS ATTORNEY-CLIENT PRIVILEGED AND CONFIDENTIAL INFORMATION.]

[REDACTED]

[END OF PRIVILEGED AND CONFIDENTIAL INFORMATION.]

Mr. Mistry, with the participation of Mr. Smith, led a discussion on the recommendation of management that (i) the Boards elect Sumeet Singh as Senior Vice President and Chief Risk Officer of the Companies, effective August 1, 2020 or earlier upon his availability and (ii) Francisco Benavides, currently Vice President and Chief Safety Officer of the Companies, as Senior Vice President and Chief Safety Officer of the Companies, effective immediately, as described in materials that had been provided to the directors in advance of the meeting and that are included in the records of this Board. Among other things, they discussed the background and qualifications of Mr. Singh and Mr. Benavides for the respective positions and the related compensation for each of them. The directors asked questions, and a discussion ensued.

The members of the Corporation's Compensation Committee recommended that the Boards elect (i) Mr. Singh as Senior Vice President and Chief Risk Officer of the Companies, and (ii) Mr. Benavides as Senior Vice President and Chief Safety Officer of the Companies.

The members of the Companies' Safety and Nuclear Oversight Committees approved the hiring of Mr. Singh as Senior Vice President and Chief Risk

BOARD MEETING – July 2, 2020  
PACIFIC GAS AND ELECTRIC COMPANY

Officer of the Companies and the presentation of his election to the Boards for approval, as presented.

On motion made and seconded, the Board adopted the following resolutions:

BE IT RESOLVED that Sumeet Singh is hereby elected Senior Vice President and Chief Risk Officer, effective August 1, 2020 or earlier upon Mr. Singh's availability.

BE IT RESOLVED that Francisco Benavides, currently Vice President and Chief Safety Officer, is hereby elected Senior Vice President and Chief Safety Officer, effective immediately.

At this point, Mr. Vesey, Mr. Simon, Mr. Wells, Ms. Kane, Ms. Loduca, Mr. Mistry, Mr. Kenney, Mr. Wong, Ms. Kan and Mr. Dorsey were excused, and the meeting continued in executive session with Mr. Smith and Mr. Ponce present.

Mr. Wong was recalled and informed that with Mr. Smith and Mr. Ponce present, the Board continued their discussion regarding several of the topics covered earlier in the meeting.

There being no further business presented for action, on motion made and seconded, the meeting was adjourned at 11:05 a.m.

BRIAN M. WONG  
Secretary

**ATTACHMENT A**

**Resolution 1**

BE IT RESOLVED that the Board hereby appoints individuals to serve as members and as Chairs of the committees of the Board, consistent with the discussions during the Board meeting and as will be reflected in the minutes of the Board.

BE IT FURTHER RESOLVED that the membership of the permanent standing committees of the Board of Directors shall be as follows, effective immediately:

**AUDIT COMMITTEE**

Benjamin F. Wilson (Chair)

Rajat Bahri

Kerry W. Cooper

**EXECUTIVE COMMITTEE**

Dean L. Seavers (Chair)

Cheryl F. Campbell

Mark E. Ferguson III

William L. Smith

Andrew M. Vesey

Benjamin F. Wilson

John M. Woolard

**SAFETY AND NUCLEAR OVERSIGHT COMMITTEE**

Cheryl F. Campbell (Chair)

Mark E. Ferguson III

W. Craig Fugate

Dean L. Seavers

BE IT FURTHER RESOLVED that the term of Ms. Campbell as Chair of the Safety and Nuclear Oversight Committee shall expire on April 30, 2022, and the terms of Mr. Wilson as Chair of the Audit Committee shall expire on July 31, 2023; provided, however, that each of the foregoing individuals may be re-appointed to serve consecutive terms.

SAFETY AND NUCLEAR OVERSIGHT COMMITTEE OF THE  
BOARD OF DIRECTORS OF PG&E CORPORATION

July 2, 2020

A special video meeting of the Safety and Nuclear Oversight (SNO) Committee of the Board of Directors of PG&E Corporation (Corporation) was held on Thursday, July 2, 2020. The meeting was held concurrently with a meeting of the Pacific Gas and Electric Company (Utility and, together with the Corporation, the Companies) SNO Committee, the Companies' respective Boards of Directors, and the PG&E Corporation Compensation Committee, which meeting was called to order at 9:30 a.m. and adjourned at 11:05 a.m.

Committee members Cheryl F. Campbell, Mark E. Ferguson III, W. Craig Fugate, Michael R. Niggli, and Dean L. Seavers attended by video conference, as permitted by the Corporation's Bylaws. No Committee member was absent.

Also participating by video conference at the beginning of the meeting were directors Rajat Bahri, Kerry W. Cooper, Jessica L. Denecour, Robert C. Flexon, Arno L. Harris, Oluwadara J. Treseder, Benjamin F. Wilson, and John M. Woolard, as well as William L. Smith, Andrew M. Vesey, John R. Simon, Jason P. Wells, Julie M. Kane, Janet C. Loduca, Dinyar B. Mistry, Robert S. Kenney, Brian M. Wong and Jenny Kan, along with Nicholas A. Dorsey of Cravath, Swaine & Moore LLP and Mario A. Ponce of Simpson Thacher & Bartlett LLP.

Quorum present, Mr. Flexon, Chair of the Board of the Corporation, presided over the concurrent meeting. Mr. Wong served as secretary of the meeting.

Mr. Mistry, with the participation of Mr. Smith, led a discussion on the recommendation of management that the Boards elect the following officers: (i) Sumeet Singh as Senior Vice President and Chief Risk Officer of the Companies, effective August 1, 2020 or earlier upon his availability, and (ii) Francisco Benavides, currently Vice President and Chief Safety Officer of the Companies, as Senior Vice President and Chief Safety Officer of the Companies, effective immediately, as described in materials that had been provided to the Committee members in advance of the meeting and that are included in the records of this Committee. Among other things, they discussed the background and qualifications of Mr. Singh and Mr. Benavides for the respective positions and the related compensation for each of them. The Committee members asked questions, and a discussion ensued.

On motion made and seconded, the Committee approved the hiring of Mr. Singh as Senior Vice President and Chief Risk Officer of the Companies and the presentation of his election to the Companies' Boards for approval, as presented.

SAFETY AND NUCLEAR OVERSIGHT COMMITTEE -  
PG&E CORPORATION – July 2, 2020

There being no further business presented for action, on motion made, seconded, and carried, the meeting was adjourned.

BRIAN M. WONG  
Secretary



SAFETY AND NUCLEAR OVERSIGHT COMMITTEE OF THE  
BOARD OF DIRECTORS OF PACIFIC GAS AND ELECTRIC COMPANY

July 2, 2020

A special video meeting of the Safety and Nuclear Oversight (SNO) Committee of the Board of Directors of Pacific Gas and Electric Company (Utility) was held on Thursday, July 2, 2020. The meeting was held concurrently with a meeting of the PG&E Corporation (Corporation and, together with the Utility, the Companies) SNO Committee, the Companies' respective Boards of Directors, and the PG&E Corporation Compensation Committee, which meeting was called to order at 9:30 a.m. and adjourned at 11:05 a.m.

Committee members Cheryl F. Campbell, Mark E. Ferguson III, W. Craig Fugate, and Dean L. Seavers attended by video conference, as permitted by the Corporation's Bylaws. No Committee member was absent.

Also participating by video conference at the beginning of the meeting were directors Rajat Bahri, Kerry W. Cooper, Arno L. Harris, Oluwadara J. Treseder, Benjamin F. Wilson, and John M. Woolard and Corporation directors Jessica L. Denecour, Robert C. Flexon, and Michael R. Niggli, as well as William L. Smith, Andrew M. Vesey, John R. Simon, Jason P. Wells, Julie M. Kane, Janet C. Loduca, Dinyar B. Mistry, Robert S. Kenney, Brian M. Wong, and Jenny Kan, along with Nicholas A. Dorsey of Cravath, Swaine & Moore LLP and Mario A. Ponce of Simpson Thacher & Bartlett LLP.

Quorum present, Mr. Flexon, Chair of the Board of the Corporation, presided over the concurrent meeting. Mr. Wong served as secretary of the meeting.

Mr. Mistry, with the participation of Mr. Smith, led a discussion on the recommendation of management that the Boards elect the following officers: (i) Sumeet Singh as Senior Vice President and Chief Risk Officer of the Companies, effective August 1, 2020 or earlier upon his availability, and (ii) Francisco Benavides, currently Vice President and Chief Safety Officer of the Companies, as Senior Vice President and Chief Safety Officer of the Companies, effective immediately, as described in materials that had been provided to the Committee members in advance of the meeting and that are included in the records of this Committee. Among other things, they discussed the background and qualifications of Mr. Singh and Mr. Benavides for the respective positions and the related compensation for each of them. The Committee members asked questions, and a discussion ensued.

On motion made and seconded, the Committee approved the hiring of Mr. Singh as Senior Vice President and Chief Risk Officer of the Companies and the presentation of his election to the Companies' Boards for approval, as presented.

SAFETY AND NUCLEAR OVERSIGHT COMMITTEE -  
PACIFIC GAS AND ELECTRIC COMPANY– July 2, 2020

There being no further business presented for action, on motion made, seconded, and carried, the meeting was adjourned.

BRIAN M. WONG  
Secretary

SAFETY AND NUCLEAR OVERSIGHT COMMITTEE  
OF THE BOARD OF DIRECTORS OF PG&E CORPORATION  
July 28, 2020

A videoconference meeting of the Safety and Nuclear Oversight (SNO) Committee of the Board of Directors of PG&E Corporation (Corporation) was held on Tuesday, July 28, 2020, at 10:30 a. m. The meeting was held concurrently with a meeting of the Pacific Gas and Electric Company (Utility and together with the Corporation, the Companies) SNO Committee. The first portion of the meeting also was held concurrently with meetings of the Audit Committees (Audit) and the PG&E Corporation Compliance and Public Policy (CPP) Committees.

SNO Committee members Cheryl F. Campbell, Mark E. Ferguson III, W. Craig Fugate, Michael R. Niggli and Dean L. Seavers attended by video conference, as permitted by the Corporation's Bylaws. No Committee member was absent.

Also participating by video at the beginning of the meeting were directors Rajat Bahri, Kerry W. Copper, Jessica L. Denecour, Robert C. Flexon, Armo L. Harris, Benjamin F. Wilson and John M. Woolard, as well as William L. Smith, Andrew M. Vesey, John R. Simon, Jason P. Wells, Francisco Benavides, Julie M. Kane, Michael A. Lewis, Janet C. Loduca, James M. Welsch, Stephen J. Cairns, Robert S. Kenney, David S. Thomason, Steven M. Holland, Jane K. Yura, J. Ellen Conti, Lise H. Jordan, Christopher A. Pezzola, Angela Anderson and Douglas A. Bennett of NorthStar Consulting Group (NorthStar), Timothy J. Gillam of Deloitte & Touche LLP, along with Charles J. Kalil II of Kirkland & Ellis LLP, and Todd W. Filsinger of Filsinger Energy Partners.

Quorum present, Ms. Cheryl Campbell, Chair, presided over the meeting. Ms. Pagedar served as secretary of the meeting.

Mr. Benavides provided a report on safety, which included a discussion of materials that had been provided to the Audit, CPP, and SNO Committee members (Committee Members) in advance of the meeting and that are included in the records of this Committee. He presented a safety tailboard on confined space. He then discussed, among other things, the recent helicopter incident that resulted in the fatality of 3 contractors performing critical power line work, an overview of the Companies' metrics for serious injuries and fatalities, as well as the current metrics for DART rolling averages, Preventable Motor Vehicle Incidents rolling averages, and OSHA Compliance Citations. The Committee asked questions and discussed, among other matters, the recent contractor fatalities, how to eliminate similar incidents in the future, the status of open actions, and opportunities to build a stronger safety culture, including heightened tracking of data and additional employee follow-up after serious violations.

Mr. Christopher Pickett, Mr. Prabhat Sharma, and Ms. Maureen R. Zawalick joined the meeting at this point.

Mr. Cairns gave the Committee Members a brief introduction to Enterprise risks and cross-cutting factors, including risk terminology, risk analysis and selection process, likely

SAFETY AND NUCLEAR OVERSIGHT COMMITTEE MEETING  
PG&E CORPORATION – July 28, 2020

frequency and consequence of corporate risks, and the Board Committee review schedule of enterprise risk topics.

Ms. Loraine M. Giammona joined the meeting during the foregoing discussion.

Ms. Zawalick presented an update on risk management activities associated with a potential nuclear core damaging event, one of the enterprise risks addressed in the Companies' Enterprise and Operational Risk Management (EORM) program. This included a discussion of materials that had been provided to the Committee members in advance of the meeting and that are included in the records of this Committee. Among other things, she described the low likelihood of a core damaging event, the favorable status of the risk, the risk assessment models and methods that are used to ensure significant safety margins are continually assessed and maintained at very low risk levels, and the external assessment organizations that place DCPD in the highest performance categories. Ms. Zawalick described ways to reduce exposure to risk and the need to continue to engage employees to sustain a strong safety culture. The Committee members asked questions and discussed various aspects of Ms. Zawalick's presentation.

Referring to materials that had been provided to the Committee members in advance of the meeting and that are included in the records of this Committee, Mr. Pickett presented an overview on skilled and qualified workforce, one of the enterprise level cross-cutting factors identified that requires Board oversight. He described the risk, and discussed, among other things, the ability to identify tasks, align procedures and training assessments, assign and track training and qualifications, and collect data in a systematic way. He then discussed the Utility's control and risk mitigation strategy and status. The Committee members asked questions and discussed, among other matters, the key challenges for this risk, the accountability for implementation of this cross-cutting factor, and ownership of this risk.

Mr. Prabhat then presented a cross-cutting factor overview regarding IT asset failure, which included a discussion of materials that had been provided to the Committee members in advance of the meeting and that are included in the records of this Committee. He described the risk and the potential impact on IT infrastructure and business platforms and applications. He discussed the need to proactively mitigate this risk, and the need for assessment tools and IT models to strengthen critical capabilities for successful implementation. The Committee members asked questions and discussed, among other things, the desire for lower remediation rates and the Companies' long-term goals.

Mr. Simon left during the foregoing discussion.

Mr. Christopher Pickett, Mr. Prabhat Sharma, and Ms. Maureen R. Zawalick left the meeting at this point, and Mr. Michael W. Seitz joined the meeting.

Mr. Seitz presented a report on the Companies' ongoing efforts to develop an enterprise data management strategy and to improve enterprise data quality. This included a discussion of materials that had been provided to the Committee Members in advance of the

SAFETY AND NUCLEAR OVERSIGHT COMMITTEE MEETING  
PG&E CORPORATION – July 28, 2020

meeting and that are included in the records of this Committee. Among other things, he discussed the strategic overview for effective data governance. He summarized key activities that had been completed to date, as well as pending activities and next steps.

Mr. Seitz left the meeting at this point.

Mr. Pezzola presented a report on results of audits performed by Internal Auditing (IA) during the second quarter of 2020, which included a discussion of materials that had been provided to the Committee members in advance of the meeting and that are included in the records of this Committee. Among other things, he discussed the results of these audits, modifications to the IA 2020 audit plan, and the status of high-risk issues. The Committee members asked questions about the classification of low, medium, and high risks as well as the status of audits and open issues.

Mr. Bahri, Mr. Ferguson, Mr. Wilson, Mr. Benavides, Ms. Giammona, Mr. Cairns, Mr. Thomason, Mr. Holland, Mr. Pezzola, Mr. Gillam, and Mr. Kalil and Mr. Filsinger left the meeting, and the concurrent session with the Audit Committees and the SNO Committees ended.

The meeting recessed at 12:35 p.m. and resumed at 12:45 p.m.

Mr. Benavides opened the meeting with a safety tailboard on excavation, describing efforts the company has undertaken to mitigate risks associated with excavation during the installation of gas and electric assets. Mr. Benavides then presented a review of the company's workforce safety strategy through 2025, including a discussion of materials that had been provided to committee members in advance of the meeting and that are included in the records of this Committee. The Committee members asked questions and discussed various aspects of Mr. Benavides's presentation, and including the use of employee feedback, and industry benchmarks as well as benchmarks outside the industry to inform the plan, and the use of metrics to evaluate performance.

Mr. Welsch presented an update on nuclear performance, which included a discussion of materials that had been provided to the Committee members in advance of the meeting and that are included in the records of this Committee. Among other things, he discussed reliability, safety and performance indicators at Diablo Canyon Power Plant, as well as recommendations from the Nuclear Safety Oversight Committee and upcoming activities at the plant. The Committee members asked questions and discussed various aspects of Mr. Welsch's presentation, including questions about the facility's INPO ratings and upcoming INPO corporate evaluation.

Matt Pender joined the meeting at this point.

Ms. Powell provided a report out on the company's activities to prepare for fire season which included a discussion of materials that had been provided to the Committee

SAFETY AND NUCLEAR OVERSIGHT COMMITTEE MEETING  
PG&E CORPORATION – July 28, 2020

members in advance of the meeting and that are included in the records of this Committee. Among other things, she discussed the measures undertaken to reduce PSPS scope, to ensure employees are trained and prepared, and outreach efforts to communities ahead of the start of fire season. The Committee members asked questions and discussed various aspects of Ms. Powell's presentation, including questions about the hardening of assets to reduce fire risk and lessons learned from training exercises undertaken to date.

Mr. Pender presented an overview second quarter Wildfire Mitigation Plan and Probation Terms report. This included a discussion of materials that had been provided to the Committee members in advance of the meeting and that are included in the records of this Committee. Among other things, he provided detailed status updates on probation terms, including project status and overview. The Committee members asked questions and discussed various aspects of Mr. Pender's presentation, including impacts to customers, outreach efforts and status of preparation.

Mr. Pender left the meeting at this point.

On motion made and seconded, the minutes of the Committee meeting held on July 2, 2020 were approved.

Mr. Smith, Mr. Vesey, Ms. Giammona, Ms. Kane, Mr. Lewis, Ms. Loduca,, Mr. Welsch, Mr. Benavides, Mr. Cairns, Mr. Holland, Ms. Yura, Ms.Powell,, Ms. Pagedar, Ms. Anderson, Mr. Smith, Mr. Bennett, Mr. Filsinger and Mr. Kalil were excused, and the meeting continued in executive session with Ms. Campbell, Mr. Seavers, Mr. Niggli, Mr. Fugate, Mr. Ferguson, Ms. Cooper, Mr. Harris and Mr. Flexon present.

Ms. Pagedar was recalled and informed that the Committee Members continued their discussion regarding several of the topics covered earlier in the meeting .

There being no further business presented for action, on motion made, seconded, and carried, the meeting was adjourned at 3:20 p.m.

SUJATA PAGEDAR  
Secretary

SAFETY AND NUCLEAR OVERSIGHT COMMITTEE  
OF THE BOARD OF DIRECTORS OF PACIFIC GAS AND ELECTRIC COMPANY  
July 28, 2020

A videoconference meeting of the Safety and Nuclear Oversight (SNO) Committee of the Board of Directors of Pacific Gas and Electric Company (Utility) was held on Tuesday, July 28, 2020, at 10:30 a. m. The meeting was held concurrently with a meeting of the PG&E Corporation (Corporation and together with the Utility the Companies), (SNO Committee. The first portion of the meeting also was held concurrently with meetings of the Audit Committees (Audit) and the PG&E Corporation Compliance and Public Policy (CPP) Committees.

SNO Committee members Cheryl F. Campbell, Mark E. Ferguson III, W. Craig Fugate, and Dean L. Seavers attended by video conference, as permitted by the Corporation's Bylaws. No Committee member was absent.

Also participating by video at the beginning of the meeting were directors Rajat Bahri, Kerry W. Copper, Jessica L. Denecour, Robert C. Flexon, Armo L. Harris, Michael R. Niggli, Benjamin F. Wilson and John M. Woolard, as well as William L. Smith, Andrew M. Vesey, John R. Simon, Jason P. Wells, Francisco Benavides, Julie M. Kane, Michael A. Lewis, Janet C. Loduca, James M. Welsch, Stephen J. Cairns, Robert S. Kenney, David S. Thomason, Steven M. Holland, Jane K. Yura, J. Ellen Conti, Lise H. Jordan, Christopher A. Pezzola, Angela Anderson and Douglas A. Bennett of NorthStar Consulting Group (NorthStar), Timothy J. Gillam of Deloitte & Touche LLP, along with Charles J. Kalil II of Kirkland & Ellis LLP, and Todd W. Filsinger of Filsinger Energy Partners.

Quorum present, Ms. Cheryl Campbell, Chair, presided over the meeting. Ms. Pagedar served as secretary of the meeting.

Mr. Benavides provided a report on safety, which included a discussion of materials that had been provided to the Audit, CPP, and SNO Committee members (Committee Members) in advance of the meeting and that are included in the records of this Committee. He presented a safety tailboard on confined space. He then discussed, among other things, the recent helicopter incident that resulted in the fatality of 3 contractors performing critical power line work, an overview of the Companies' metrics for serious injuries and fatalities, as well as the current metrics for DART rolling averages, Preventable Motor Vehicle Incidents rolling averages, and OSHA Compliance Citations. The Committee asked questions and discussed, among other matters, the recent contractor fatalities, how to eliminate similar incidents in the future, the status of open actions, and opportunities to build a stronger safety culture, including heightened tracking of data and additional employee follow-up after serious violations.

Mr. Christopher Pickett, Mr. Prabhat Sharma, and Ms. Maureen R. Zawalick joined the meeting at this point.

SAFETY AND NUCLEAR OVERSIGHT COMMITTEE MEETING  
PACIFIC GAS AND ELECTRIC COMPANY – July 28, 2020

Mr. Cairns gave the Committee Members a brief introduction to Enterprise risks and cross-cutting factors, including risk terminology, risk analysis and selection process, likely frequency and consequence of corporate risks, and the Board Committee review schedule of enterprise risk topics.

Ms. Loraine M. Giammona joined the meeting during the foregoing discussion.

Ms. Zawalick presented an update on risk management activities associated with a potential nuclear core damaging event, one of the enterprise risks addressed in the Companies' Enterprise and Operational Risk Management (EORM) program. This included a discussion of materials that had been provided to the Committee members in advance of the meeting and that are included in the records of this Committee. Among other things, she described the low likelihood of a core damaging event, the favorable status of the risk, the risk assessment models and methods that are used to ensure significant safety margins are continually assessed and maintained at very low risk levels, and the external assessment organizations that place DCP in the highest performance categories. Ms. Zawalick described ways to reduce exposure to risk and the need to continue to engage employees to sustain a strong safety culture. The Committee members asked questions and discussed various aspects of Ms. Zawalick's presentation.

Referring to materials that had been provided to the Committee members in advance of the meeting and that are included in the records of this Committee, Mr. Pickett presented an overview on skilled and qualified workforce, one of the enterprise level cross-cutting factors identified that requires Board oversight. He described the risk, and discussed, among other things, the ability to identify tasks, align procedures and training assessments, assign and track training and qualifications, and collect data in a systematic way. He then discussed the Utility's control and risk mitigation strategy and status. The Committee members asked questions and discussed, among other matters, the key challenges for this risk, the accountability for implementation of this cross-cutting factor, and ownership of this risk.

Mr. Prabhat then presented a cross-cutting factor overview regarding IT asset failure, which included a discussion of materials that had been provided to the Committee members in advance of the meeting and that are included in the records of this Committee. He described the risk and the potential impact on IT infrastructure and business platforms and applications. He discussed the need to proactively mitigate this risk, and the need for assessment tools and IT models to strengthen critical capabilities for successful implementation. The Committee members asked questions and discussed, among other things, the desire for lower remediation rates and the Companies' long-term goals.

Mr. Simon left during the foregoing discussion.

Mr. Christopher Pickett, Mr. Prabhat Sharma, and Ms. Maureen R. Zawalick left the meeting at this point, and Mr. Michael W. Seitz joined the meeting.



SAFETY AND NUCLEAR OVERSIGHT COMMITTEE MEETING  
PACIFIC GAS AND ELECTRIC COMPANY – July 28, 2020

Mr. Seitz presented a report on the Companies' ongoing efforts to develop an enterprise data management strategy and to improve enterprise data quality. This included a discussion of materials that had been provided to the Committee Members in advance of the meeting and that are included in the records of this Committee. Among other things, he discussed the strategic overview for effective data governance. He summarized key activities that had been completed to date, as well as pending activities and next steps.

Mr. Seitz left the meeting at this point.

Mr. Pezzola presented a report on results of audits performed by Internal Auditing (IA) during the second quarter of 2020, which included a discussion of materials that had been provided to the Committee members in advance of the meeting and that are included in the records of this Committee. Among other things, he discussed the results of these audits, modifications to the IA 2020 audit plan, and the status of high-risk issues. The Committee members asked questions about the classification of low, medium, and high risks as well as the status of audits and open issues.

Mr. Bahri, Mr. Ferguson, Mr. Wilson, Mr. Benavides, Ms. Giammona, Mr. Cairns, Mr. Thomason, Mr. Holland, Mr. Pezzola, Mr. Gillam, and Mr. Kalil and Mr. Filsinger left the meeting, and the concurrent session with the Audit Committees and the SNO Committees ended.

The meeting recessed at 12:35 p.m. and resumed at 12:45 p.m.

Mr. Benavides opened the meeting with a safety tailboard on excavation, describing efforts the company has undertaken to mitigate risks associated with excavation during the installation of gas and electric assets. Mr. Benavides then presented a review of the company's workforce safety strategy through 2025, including a discussion of materials that had been provided to committee members in advance of the meeting and that are included in the records of this Committee. The Committee members asked questions and discussed various aspects of Mr. Benavides's presentation, and including the use of employee feedback, and industry benchmarks as well as benchmarks outside the industry to inform the plan, and the use of metrics to evaluate performance.

Mr. Welsch presented an update on nuclear performance, which included a discussion of materials that had been provided to the Committee members in advance of the meeting and that are included in the records of this Committee. Among other things, he discussed reliability, safety and performance indicators at Diablo Canyon Power Plant, as well as recommendations from the Nuclear Safety Oversight Committee and upcoming activities at the plant. The Committee members asked questions and discussed various aspects of Mr. Welsch's presentation, including questions about the facility's INPO ratings and upcoming INPO corporate evaluation.

Matt Pender joined the meeting at this point.

SAFETY AND NUCLEAR OVERSIGHT COMMITTEE MEETING  
PACIFIC GAS AND ELECTRIC COMPANY – July 28, 2020

Ms. Powell provided a report out on the company's activities to prepare for fire season which included a discussion of materials that had been provided to the Committee members in advance of the meeting and that are included in the records of this Committee. Among other things, she discussed the measures undertaken to reduce PSPS scope, to ensure employees are trained and prepared, and outreach efforts to communities ahead of the start of fire season. The Committee members asked questions and discussed various aspects of Ms. Powell's presentation, including questions about the hardening of assets to reduce fire risk and lessons learned from training exercises undertaken to date.

Mr. Pender presented an overview second quarter Wildfire Mitigation Plan and Probation Terms report. This included a discussion of materials that had been provided to the Committee members in advance of the meeting and that are included in the records of this Committee. Among other things, he provided detailed status updates on probation terms, including project status and overview. The Committee members asked questions and discussed various aspects of Mr. Pender's presentation, including impacts to customers, outreach efforts and status of preparation.

Mr. Pender left the meeting at this point.

On motion made and seconded, the minutes of the Committee meeting held on July 2, 2020 were approved.

Mr. Smith, Mr. Vesey, Ms. Giammona, Ms. Kane, Mr. Lewis, Ms. Loduca,, Mr. Welsch, Mr. Benavides, Mr. Cairns, Mr. Holland, Ms. Yura, Ms.Powell,, Ms. Pagedar, Ms. Anderson, Mr. Smith, Mr. Bennett, Mr. Filsinger and Mr. Kalil were excused, and the meeting continued in executive session with Ms. Campbell, Mr. Seavers, Mr. Niggli, Mr. Fugate, Mr. Ferguson, Ms. Cooper, Mr. Harris and Mr. Flexon present.

Ms. Pagedar was recalled and informed that the Committee Members continued their discussion regarding several of the topics covered earlier in the meeting .

There being no further business presented for action, on motion made, seconded, and carried, the meeting was adjourned at 3:20 p.m.

SUJATA PAGEDAR  
Secretary

**PG&E Gas and Electric  
Advice Submittal List  
General Order 96-B, Section IV**

AT&T	Downey & Brand	Pioneer Community Energy
Albion Power Company	East Bay Community Energy	
	Ellison Schneider & Harris LLP	Redwood Coast Energy Authority
Alta Power Group, LLC	Energy Management Service	Regulatory & Cogeneration Service, Inc.
Anderson & Poole	Engineers and Scientists of California	SCD Energy Solutions
		San Diego Gas & Electric Company
Atlas ReFuel		
BART	GenOn Energy, Inc.	SPURR
	Goodin, MacBride, Squeri, Schlotz & Ritchie	San Francisco Water Power and Sewer
Barkovich & Yap, Inc.	Green Power Institute	Sempra Utilities
California Cotton Ginners & Growers Assn	Hanna & Morton	
California Energy Commission	ICF	Sierra Telephone Company, Inc.
	IGS Energy	Southern California Edison Company
California Hub for Energy Efficiency	International Power Technology	Southern California Gas Company
Financing	Intestate Gas Services, Inc.	Spark Energy
	Kelly Group	Sun Light & Power
California Alternative Energy and	Ken Bohn Consulting	Sunshine Design
Advanced Transportation Financing	Keyes & Fox LLP	Tecogen, Inc.
Authority	Leviton Manufacturing Co., Inc.	TerraVerde Renewable Partners
California Public Utilities Commission		Tiger Natural Gas, Inc.
Calpine		
	Los Angeles County Integrated	TransCanada
Cameron-Daniel, P.C.	Waste Management Task Force	Utility Cost Management
Casner, Steve	MRW & Associates	Utility Power Solutions
Cenergy Power	Manatt Phelps Phillips	Water and Energy Consulting Wellhead
Center for Biological Diversity	Marin Energy Authority	Electric Company
	McKenzie & Associates	Western Manufactured Housing
		Communities Association (WMA)
Chevron Pipeline and Power	Modesto Irrigation District	Yep Energy
City of Palo Alto	NLine Energy, Inc.	
	NRG Solar	
City of San Jose		
Clean Power Research	Office of Ratepayer Advocates	
Coast Economic Consulting	OnGrid Solar	
Commercial Energy	Pacific Gas and Electric Company	
Crossborder Energy	Peninsula Clean Energy	
Crown Road Energy, LLC		
Davis Wright Tremaine LLP		
Day Carter Murphy		
Dept of General Services		
Don Pickett & Associates, Inc.		
Douglass & Liddell		