



BYLAWS OF THE TEXAS PIPELINE AWARENESS ALLIANCE

OVERVIEW

The Texas Pipeline Awareness Alliance (TPAA) sponsors pipeline safety and public awareness announcements and campaigns in the State of Texas. Participating members support the education of pipeline safety and public awareness of pipelines and their operations while complying with state and federal requirements for advising the affected public stakeholders.

The statewide program is conducted in English and Spanish to include digital and print media, public service announcements and advertisements during television programs, printed media (examples including magazines and newspapers), entertainment program ads, interviews on regional radio and television programs and an interactive website in both English and Spanish. Targeted campaigning is also conducted with booths and site presence at events as reviewed, budgeted, and approved by the Executive Committee.

OFFICES & ADMINISTRATIVE CONTACTS

The principal office of TPAA is the Southern Gas Association (SGA) offices; located at 3030 LBJ Freeway, Suite 1500, Dallas, Texas 75234 and via telephone at (972) 620-8505. The SGA serves as the program administrator and serves as the point of contact for general questions regarding the TPAA.

MEMBERS

The TPAA is a collaborative effort supported by member companies. Membership is limited to companies engaged in the operation and ownership of natural gas, oil, liquid hydrocarbon and hazardous liquid pipelines, storage and ancillary facilities in the State of Texas. The membership is based on calendar year and renewed each year by the payment of the annual dues as invoiced.

MEMBERSHIP DUES

The annual dues will be based on the following guidelines for each class of members based on the company's primary business:

- *Local Distribution Company ("LDC")*
 - 12.0 Cents per meter per year
 - Maximum - \$250,000 per year
- *Transmission/Mid-Stream/Production/Storage ("Pipeline")*
 - \$400 per year per county of operation
 - Maximum - \$40,000 per year

The meter or county of operation count shall be provided by the members no later than January 15 each year. The meter and county operation numbers provided will be applied to the calculation of the upcoming year's annual dues. Invoices will be provided to members and are due on or before March 1 of that year.

MEMBER MEETINGS

An Annual Membership meeting will be held in person or telephonically by the end of the 2nd quarter of the year to review the current year activities and budget. At the discretion of the Executive Committee, additional membership meetings may be held throughout the year.

EXECUTIVE COMMITTEE

The Executive Committee is responsible for directing, approving and overseeing all activities and expenditures. Representation on the Committee will be comprised of the five largest dues paying member companies. The individuals appointed by their respective companies will comprise the voting membership of the committee.

Two additional member companies will be selected by the Executive Committee to appoint an employee to serve in a non-voting capacity. The SGA will also serve as a non-voting member of the Executive Committee.

The Executive Committee will be comprised of 5 voting members and 3 non-voting members. Executive Committee voting members will have equal voting rights. At all Executive Committee meetings, the attendance of a majority of the voting members will constitute a quorum for the transaction of business, and a vote by the majority shall be sufficient to transact any and all TPAA business.

The Executive Committee will select one member to serve as the Chair for the calendar year. The term will carry over to the following calendar year until a new Chair is elected, assuming the individual's company remains a member of TPAA. An individual may serve as Chair for an unlimited number of terms. Typical responsibilities of the Chair will be to authorize budgeted expenses, schedule and announce planned Executive Committee and Member meetings, as appropriate. The Chair will also be the key liaison with the SGA on administrative needs associated with the TPAA.

At the discretion of the Executive Committee, additional positions may be filled based on need. A First Vice Chair may be filled to assist the Chair, coordinate with the TX Railroad Commission, and to fulfill other designated responsibilities. A Second Vice Chair may be filled to assist the Chair and First Vice Chair, to be the key liaison with any hired media consultants, and to fulfill other designated responsibilities. Additional positions within the Executive Committee will be evaluated on an annual basis based on need.

EXECUTIVE COMMITTEE MEETINGS

The Executive Committee shall meet twice a year as determined by the Chair. The meeting can be telephonically, by web conference or in-person.

OTHER COMMITTEES

Ad Hoc committees may be created as determined by the Executive Committee and necessitated by the needs and requirements of the membership and the TPAA. Such committees will be established based on defined deliverables and will be dissolved once the requirements are fulfilled.

AMENDMENTS

TPAA's bylaws may be amended as needed to meet the goals and objectives of the TPAA by the Executive Committee. Bylaw amendments require a majority vote of approval by the Executive Committee. When bylaws are amended, members will be notified and a written copy of the updated bylaws provided to all members.

APPROVED BY & DATE

Executive Committee, November 27, 2018