

BOARD SELF-ASSESSMENT QUESTIONNAIRE

Please include written comments throughout or in the space provided at the end of the questionnaire.

A. Board Information; Conduct of Meetings

1. Are you receiving the right amount of information prior to Board meetings with respect to Board agenda items?

Easy to understand?

Appropriate level of detail?

Timely?

2. Do the financial statements and other financial information provided to you prior to Board meetings give you the right amount of information? Are you receiving adequate information on:

Competitive position?

Strategic goals and planning?

Operating issues?

Human resources issues?

Compensation and benefits decisions?

Compliance and controls?

Shareholder issues?

3. Please comment on the quality of Board presentations.

4. Are Board meetings conducted in a manner that ensures open communication, meaningful participation and adequate time for discussion and resolution of issues?

5. Are the current agenda items appropriate or would you like to see other issues on the Board agenda? If other items, please list below.

6. Is the length of Board and committee meetings adequate for the Board to cover appropriate business?

7. Do you have sufficient access to the CEO and other senior management?

Do you think you have had sufficient opportunity to assess potential succession candidates and high-potential candidates?

B. Board Composition

1. Is the Board the right size, and, if not, what size should it be?

2. Do individual directors and the Board as a whole have the right diversity, mix of characteristics and skills? For example, the Board probably should have directors who have skills in areas such as finance, sales and markets, strategic planning, human resources and diversity, safety, industry business leadership (CEO-type skills), legal, banking, government, international business, international cultures and information technology. What characteristics or skills do you think are needed on the Board or would you like to see more represented? How can greater diversity be achieved?

Is the process for identifying candidates, screening and selecting new Board members a good one or how should it be improved?

3. Should there be term limits for directors and do you agree with the Board's retirement policy for Directors?

C. Board Accountability

1. Does the Board sufficiently review capital budgets?

Is the Board's role in strategic planning appropriate? Does the Board as a whole and do you individually concur with the company strategy?

2. Does the Board understand the company's values, mission and strategic and business plans? Do you think the company has the right balance between short- and long-term goals?

3. Does the Board adequately monitor financial indicators to insure that the company performs as projected?

4. Are critical issues and current and prospective problems regularly addressed?

List any specific problem areas that concern you:

5. Are Board committees functioning properly, and, if not, do you have any suggestions?

Are Committee reports to the Board adequate?

6. Are Board goals, expectations, and concerns openly communicated with the CEO?

7. Is the Board doing an adequate job of evaluating the CEO?

8. Is the Board adequately involved in succession planning?

9. Should the Board have a formal charter governing its actions? If so, should the charter be made public?

D. Standards of Conduct

1. Are Board members adequately prepared for Board meetings?

2. Do you see an opportunity to improve your own contribution to the Board? If so, what support would you need to do so?

3. Do Board members ask the appropriate questions of management?

E. General

1. Do you have any comments on the overall effectiveness of the Board?

2. Are there areas where performance can be improved based on your past experience? Please give specific examples.

3. How does the Board compare to other Boards with which you are familiar in areas such as governance and execution?

4. What specific goals would you set for the next for the Board and for you individually?

5. Please comment on the effectiveness of the Board Committees.

- Audit
- Compensation
- Executive
- International
- Nominating and Management Organization

5. On what Committees would you be interested in participating?

F. Other Comments: