



COMPANY VEHICLE OPERATING POLICY

Effective May 2013

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1. INTRODUCTION

- 1.1. The Company Vehicle Operating Policy is designed to foster a safe driving environment and to protect employees, the public, the environment and Southwestern Energy Company (SWN or Company). The Policy is meant to benefit our employees and establishes policies, guidelines and procedures to govern the use of SWN vehicles by Company employees across all operating areas.
- 1.2. Drivers of SWN vehicles must obey all Federal, State and Local laws and regulations. In the event of a conflict, these laws will take precedence over any company policy, guideline, or procedure including this Policy.
- 1.3. Fleet vehicles are a significant part of SWN's annual operating costs. All fleet vehicles will be assigned to specific budget codes and drivers will be assigned to specific vehicle unit number within those budget codes. Pool vehicles will be assigned to the Facilities or Supply Services budget code. SWN employees are reminded that all fleet vehicle expenses are subject to oversight by the Company and, in some cases, the oversight of regulatory entities, courts, and creditors.
- 1.4. This document outlines SWN policies, guidelines, and procedures for fleet vehicles with the following purposes:
 - 1.4.1. Provide drivers information necessary to properly operate and maintain a fleet vehicle
 - 1.4.2. To ensure that drivers understand the policies, guidelines and procedures associated with SWN fleet vehicles
 - 1.4.3. To clarify accountability between employees, SWN, and other stakeholders
- 1.5. This policy applies to all employees who use Company vehicles for any reason, as well as rental cars or personal vehicles when they are being used to conduct company business. This policy is subject to periodic audit and review to ensure applicability and compliance.
- 1.6. This policy does not attempt to account for every possible scenario associated with company vehicles. Instead, it provides a framework of requirements to which all employees must adhere. In addition to complying with such requirements, employees are expected to operate Company vehicles exercising due care and judgment and in accordance with all applicable laws, ordinances and regulations.
- 1.7. Each manager is responsible and accountable for the actions of his or her supervised employees covered under this policy.

2. VEHICLE ASSIGNMENTS AND POOL TRUCKS

- 2.1. Company vehicles are assigned to individual employees in order to facilitate the business of Southwestern Energy. A company vehicle is not an entitlement to any employee.
 - 2.1.1.A Company vehicle assigned to an employee should not be driven by any other person, including another employee, except when an employee may be temporarily assigned another employee's vehicle exclusively for company business when business or operational needs make such temporary assignment necessary; provided that the employee to whom the vehicle is temporarily assigned is qualified to drive a Company vehicle in accordance with this Policy.
- 2.2. Driver history checks will be conducted on all drivers of Company vehicles.
 - 2.2.1.To verify that our employees have a history of safe vehicle operation, Motor Vehicle Records (MVR) will be obtained on prospective employees by the SWN Human Resources (HR) Department as part of their initial employment reviews. All existing drivers of Company vehicles will also have their MVR obtained and reviewed on a periodic basis.
 - 2.2.2.The MVR verifies that individuals have a valid state issued driver's license and includes their driving history. An unsatisfactory MVR includes, but is not limited to, a DUI/DWI, vehicular homicide, or three or more moving violations or at-fault accidents during any 36 month period.
 - 2.2.2.1 For prospective employees, HR will discuss any detected issues with the hiring manager concerning the individual's potential employment with SWN.
 - 2.2.2.2 For current employees, HR will discuss any detected issues with the employee's manager. If driving a Company vehicle is a significant portion of the employee's job, the employee may be subject to disciplinary action up to and including re-assignment to a non-driving role if available or termination.
- 2.3. Vehicle class, make, model and features will be determined by job requirement, field classification and best economic value to SWN. All reasonable efforts will be made to standardize vehicle models to minimize cost to the Company while balancing vehicle need with operational requirements. All vehicles will be procured by Supply Services.
- 2.4. The following classifications may result in a vehicle assignment that can be taken home on a nightly basis:
 - 2.4.1.Vehicles used by employees who do not report to the same office location at the beginning and end of each work day.
 - 2.4.2.Vehicles used by employees subject to emergency call-outs and are actually called out at least once per month.
- 2.5. Company vehicles should be used exclusively for company business. Company vehicles may only be used for personal or non-business related purposes in the case of an emergency or for personal errands in the normal course of commuting to and from work.
- 2.6. Employees that are assigned company vehicles that are approved to be taken home on a nightly basis will be subject to the IRS guidelines for commuting described in Appendix Section A of this policy.

- 2.7. Employees who are not assigned vehicles may obtain a pool vehicle when business requires vehicle transportation. Pool vehicles are not subject to IRS guidelines and must be used exclusively for company business. Employees must have completed training on the Vehicle Operating Policy in order to operate a pool vehicle. See Appendix Section C for the Pool Vehicle Operating Policy.
- 2.8. Upon termination of employment, the employee must return the vehicle keys, all maintenance documentation, and all fuel credit cards to their Manager or Human Resources.

3. VEHICLE MAINTENANCE AND OPERATION

- 3.1. The Company vehicle represents SWN and should be consistently cleaned and maintained in a professional manner. Managers and Supervisors should conduct periodic inspections of all vehicles under their charge to ensure this is occurring.
- 3.2. All drivers must conduct a daily walk around inspection of the Company vehicle to ensure that it is in good working order. Drivers will immediately report any unsafe conditions or vehicle problems to their supervisor or the Fleet Maintenance and Compliance Team. Vehicles with problems that could affect safe operation will not be driven until the condition is corrected.
- 3.3. For any vehicle categorized as a Commercial Motor Vehicle (one with a gross combination weight rating or gross vehicle weight of 10,001 pounds or more), see the SWN DOT and/or FMCSA policy for record keeping requirements with the Daily Vehicle Inspection Report (DVIR).
- 3.4. Drivers will report their monthly mileage on the first work day of a month for the preceding month's use. This report should be collected by the team assistants and sent to the Accounts Payable Department. Mileage is used to charge properties, gathering facilities, etc. This report should include the following:
 - 3.4.1. The current mileage for the vehicle at the end of the month.
 - 3.4.2. The total amount of miles driven in that month.
 - 3.4.3. The amount of personal miles driven in that month. Personal miles are only to be driven in the case of an emergency.
- 3.5. Vehicles should not be altered in any way without approval from the driver's Manager and the Manager of the Fleet Maintenance and Compliance Department. This includes, but is not limited to electrical systems, mufflers, wheels, and shock absorber systems. Approval is required to ensure DOT compliance.
 - 3.5.1. Tires are to be replaced with tires that are the same size as the tires that the vehicle was purchased with. Any alteration, including placing larger tires on vehicles may lead to future maintenance problems.
 - 3.5.2. Managers may approve increasing tire sizes by one size for certain field applications as long as the vehicle continues to conform to the manufacturers recommendations. Any changes to the tire size on a vehicle must be reported to the Fleet Maintenance and Compliance Team for record retention as required by FMCSA / DOT regulations.
- 3.6. If the Company Vehicle has a diesel engine with a Particulate Filter, the driver must limit the idling time. Many filters are not capable of self cleaning. Therefore, if a warning light is monitored, the engine must be turned off or the truck must be immediately driven over 40 mph. Failure to do so may cause irreversible damage that will not be covered by a warranty. This filter is now being added to all diesels due to Federal Diesel Emissions Requirements.
- 3.7. Company vehicles will be provided with a fuel and maintenance credit card. This card is to be used exclusively for the Company vehicle that is assigned to the employee to whom the card is designated. Fuel and maintenance cards and their associated charges are subject to the provisions of the Company Vehicle Fuel and Maintenance Card Policy. If any issues arise regarding the use of the credit card, contact the Fleet Maintenance and Compliance Team immediately.

4. VEHICLE SAFETY AND REGULATIONS

4.1. Vehicle Orientation and Operation Training

4.1.1. Southwestern Energy requires drivers of Company vehicles to be trained on this policy and to complete or participate in driver training programs approved by HS&E. Drivers are reminded that maintaining their driving status is a privilege which may be revoked based on the violation of vehicle use rules (including maintenance of the vehicle's appearance), an unsatisfactory MVR, documented violation of traffic laws, or observed unsafe operation of the Company vehicles.

4.1.2. Managers and Supervisors are responsible for ensuring that drivers receive training designed to promote safe driving.

4.1.3. Failure to adhere to any of the restrictions in Section 4 may result in the forfeiture of vehicle use and could lead to further administrative or disciplinary action up to and including termination.

4.2. Vehicle Safety Rules and Restrictions

4.2.1. It is prohibited to exceed the posted speed limits.

4.2.2. Seat belts must be properly worn at all times by the driver and all passengers in the vehicle.

4.2.3. See the Southwestern Energy DOT and/or FMCSA policy for additional laws and rules that will need to be followed depending on the type of vehicle that is operated.

4.2.4. It is prohibited to use a wireless communication device to view, send, or compose an electronic message or a laptop, tablet or notebook computer or other electronic device for any other purpose while operating a Company vehicle in a driving lane, including when stopped, (for example, at a stop sign or traffic light), except for:

4.2.4.1 Making a telephone call using a hands-free cell phone, radio or other system.

However, even the use of a hands free system while operating a vehicle should be minimized, and calls should be limited to essential communications only.

4.2.4.2 Utilizing a global positioning or navigation system that is affixed to the vehicle. It is prohibited to manipulate or input data while the vehicle is in motion.

4.2.4.3 Obtaining emergency assistance to report a traffic accident, medical emergency, serious traffic hazard or to prevent a crime about to be committed.

4.2.5. Vehicles can only be parked in an enclosure containing hydrocarbons if the enclosure is equipped with continuous monitors for lower explosive limit (LEL). Prior to parking a vehicle in an open area adjacent to facilities containing natural gas, the area should be checked for leaks. If no leaks are detected the vehicle should be positioned upwind of the facilities if at all possible and under no circumstances closer than three (3) feet to the facilities containing hydrocarbons.

4.2.6. Wheels of all trailers are to be chocked during ALL loading/unloading. Emergency brakes and/or chocks are to be used by all trucks at the dock.

4.2.7. Use appropriate tie-downs or covers if there is the possibility of objects flying out of the vehicle.

- 4.2.8. Do not place trash or light weighted material in the back of any open portion of a vehicle, namely pick-up trucks, as it may fly out. Littering is unacceptable.
- 4.2.9. A Company truck with extendable mirrors may only extend the mirrors when that truck is pulling a trailer on official Company business. At all other times, the mirrors must be pushed in.
- 4.2.10. Drivers should always use good judgment when parking and exiting a vehicle. Vehicles must not be left running without the driver in the driver's seat, except under the following circumstances:
 - 4.2.10.1 In extreme weather, nighttime conditions and when the truck is being used as a power source. In these cases, the vehicle must be placed in park, with the emergency brake engaged, and drive wheels should be chocked (if in 4 wheel drive, both front and back wheels must be chocked).
 - 4.2.10.2 In situations where the vehicle will be stopped for less than 1 minute. In these cases, it is the driver's responsibility to ensure that the vehicle is placed in park with the parking brake engaged.

4.3. Vehicle Usage Rules and Restrictions:

- 4.3.1. Passengers are permitted in Company vehicles as long as the number of passengers does not exceed the number of available/ working seatbelts. Passengers are never permitted in the bed of a truck while it is moving.
- 4.3.2. Company vehicles must not leave their resident state or active operational area (if such operational area covers multiple states), without prior written approval from the employee's manager.
- 4.3.3. It is strictly prohibited to transport, consume, or be under the influence of alcohol while operating a company vehicle.
- 4.3.4. It is strictly prohibited to consume or be under the influence of prescription/ over the counter medication that could impair a driver while operating a company vehicle.
- 4.3.5. It is strictly prohibited to transport, use or be under the influence of illegal drugs while operating a Company vehicle (see Southwestern Energy Drug and Alcohol Policy).
- 4.3.6. The possession, storing, displaying and transportation of firearms or other weapons in a Company Vehicle shall be subject to the Policies in the HSE Handbook, as the same may be modified or replaced with a similar policy from time-to-time.
- 4.3.7. It is strictly prohibited to smoke in a Company vehicle.
- 4.3.8. Company vehicles must not be used to pull trailers or to carry all-terrain vehicles in the bed unless they are on official Company business, nor should the vehicles be used to move heavy items that are not associated with Company business.
- 4.3.9. It is strictly prohibited to conduct non-SWN business from your Company vehicle.
- 4.3.10. All Southwestern Energy Company vehicles will have Company approved identification stickers. Exceptions can only be made with Vice President approval.
- 4.3.11. It is prohibited to have any non-SWN approved stickers or decorations on a Company Vehicle. This includes, but is not limited to, decorative license plates, license plate frames and bumper stickers.

5. VEHICLE ACCIDENT PROCEDURES

5.1. Vehicle Accident Procedures

The following procedure provides guidelines for completing accident reports.

AFTER AN ACCIDENT:

- If accident is minor and the vehicle is drivable, move vehicle out of traffic flow, turn off the engine and remove keys.
- Call emergency services or 911 if there is anyone injured in the accident. Render care if possible and appropriately trained.
- If there is property or vehicular damage, contact law enforcement.
- Immediately notify Supervisor, the HS&E Department, HR and the Fleet Maintenance and Compliance Team of the accident.
- Complete the Vehicle Accident Investigation Report located in the glove box of each Company vehicle. Obtain other driver information if another vehicle is involved. Provide name of Company, license number, name of insurance and policy number to the other driver.
- Any employee involved in an accident while operating a Company vehicle will be subject to drug and alcohol testing consistent with Southwestern Energy Company's Anti-Drug & Alcohol Policy—E&P Field Employees.
- Any employee involved in an accident while operating a DOT regulated vehicle is required to submit to drug and alcohol testing within two hours of the accident if involving either loss of life, a person being required to receive medical attention other than first aid at the scene as a result of the accident, disabling damage to any vehicle(s) involved in the accident and/or if the driver receives a citation as per the requirements of FMCSR Part 382.303.

5.2. The Vehicle Accident Investigation Report is required to be completed within 24 hours of any incident involving a Company vehicle. A copy of the Vehicle Accident Report should be turned in to HS&E along with filing a SIMS report.

APPENDIX A: IRS TREATMENT OF PERSONAL MILEAGE WITH COMPANY VEHICLES

Computation of Taxable Value

Effective 6/1/12 the taxable value of personal use of Company vehicles will be computed as follows:

Commuting Use

The value of using the Company vehicle for commuting, which is always considered personal use by the IRS, will be computed based on a simplified IRS method. The value will be \$3 per work day for commuting. No records need to be kept of commuting miles.

Payroll will impute commuting each regular payroll based on the annual amount divided by the number of pay periods in the year. This annualized amount considers weekends, holidays, vacation and benefit time (averaged), so there is no need to make adjustments for these days. Payroll will be notified if a vehicle is turned in and when a vehicle is assigned.

The following is an example of the cost, in additional taxes, that an employee will incur for commuting each pay period:

| | |
|---|---------------|
| Commuting Valuation - per pay period | 25.85 |
| Taxation per pay period* | 10.25* |

Assuming tax rates of 28% Federal, 7% State, 7.65% Social Security/Medicare. Amounts will vary based on the employee's actual tax rates. Federal, state and social security tax withholding will be computed by multiplying the employee's tax withholding rates, as computed by the payroll system, times the total of the above values.

APPENDIX C: POOL VEHICLE OPERATING POLICY- EXAMPLE

1. INTRODUCTION

1.1. This policy establishes guidelines and driver responsibilities for operating company pool vehicles. Company vehicles can be signed out from either Facilities or Supply Services.

2. POOL VEHICLE USAGE

2.1. There is a one week limit on the use of each pool vehicle. Prior approval must be obtained to exceed this limit.

2.2. The driver will be issued a folder that includes Pool Facility Contact Cards, a fuel card and pin, insurance information and a mileage log. The folder must stay with the pool vehicle until the unit is returned to the Pool Facility. The mileage log needs to be completely filled out upon return of the pool vehicle.

2.3. If this pool vehicle is not returned on the due date, the operator’s supervisor will be contacted.

2.4. The use of a pool vehicle is subject to the policies outlined in the Company Vehicle Operating Policy

3. RESPONSIBILITIES

3.1. The pool vehicle must be returned to the Pool Facility where it was checked out in the same condition that it was received; an inspection will be performed when the pool vehicle is returned.

3.1.1. Any damage to the pool vehicle that was not present at check-out will be billed to the driver’s budget center.

3.1.2. If the pool vehicle is not clean when it is returned, the cleaning will be billed to the operator’s budget center.

3.2. This pool vehicle must be returned with at least ¾ of a tank of fuel

3.2.1. The operator’s budget center will be charged for the fuel as well as the time of an employee to leave the facility and fill the pool vehicle.

3.3. Operators should contact the Pool Facility if there are issues found with the vehicle while it is in use.

3.3.1. If the pool vehicle needs maintenance while it is signed out, the operator must return it to Pool Facility, and another pool vehicle may be issued if it is needed.

3.3.2. Drivers will not take this pool vehicle to an outside source for service or repairs, unless Pool Facility has been contacted and has approved this action.

DRIVER SIGNATURE: _____

DRIVERS LICENSE: STATE _____ **NUMBER** _____

HAS THE DRIVER BEEN TRAINED ON THE VEHICLE OPERATING POLICY?* _____

*IF THE ANSWER IS NO, THE DRIVER CANNOT CHECK OUT THE VEHICLE

APPENDIX D: EMPLOYEE VEHICLE OPERATING POLICY ACKNOWLEDGEMENT FORM

SOUTHWESTERN ENERGY
COMPANY VEHICLE OPERATING POLICY
EMPLOYEE ACKNOWLEDGEMENT FORM

By signing below, I, _____, acknowledge that I have received the SWN Company Vehicle Operating Policy, that I have read and understand the terms of this Program, and that I agree to abide by such terms, as such terms may be changed by SWN from time to time. Without limiting the foregoing, I expressly understand and agree that:

- I will obey all applicable federal, state and local laws governing the vehicle assigned to me including those relating to the operation and maintenance of such vehicle.
- I will operate such vehicle in a safe and respectful manner and adhere to published safe operating practices.
- I will be responsible of tracking and reporting the mileage and maintenance of such vehicle.
- I will use the company vehicle exclusively for company business. Company vehicles may be used for personal or non-business related purposes in the case of an emergency or for reasonable personal errands in the normal course of commuting to / from work.

If I do not comply with the SWN Company Vehicle Operating Policy, then I am subject to disciplinary action, up to and including termination of my employment.

Signature of Employee: _____

Printed Name: _____

Date: _____