

and stockholders; to attract and retain high quality directors; and to focus on stewardship rather than attendance.

27. Director Stock Ownership/Prohibition on Hedging Transactions

(i)

34. Board Interaction with Institutional Investors, the Press, Customers, or Third Parties

The Board looks to Management to speak for the Corporation, but recognizes that individual directors may sometimes communicate with third parties on matters affecting the Corporation. Before doing so, to the extent feasible, directors are encouraged to consult with Management.

Unless specifically authorized by the Board, a Board committee, the Chairman or the Chief Executive Officer, no

