# CHARTER OF THE OPERATIONS AND SAFETY OVERSIGHT COMMITTEE

### **PURPOSE**

The purpose of the Operations and Safety Oversight Committee (the "Committee") of the Board of Directors (the "Board") of FirstEnergy Corp. (the "Company") is to monitor and oversee the Company's significant operating and customer matters relating to the Company's electric power generation and distribution and transmission operations, together with the safety matters relating to such operations, as well as certain cybersecurity matters as defined herein.

# **COMPOSITION**

- 1. **Number**. The Committee shall be comprised of not fewer than three members of the Board of Directors (the "Board"), as shall be determined from time to time by the Board.
- 2. **Appointment**. The members of the Committee and its Chair (the "Chair") shall be appointed by the Board upon the recommendation of the Governance and Corporate Responsibility Committee of the Board. All of the members or any individual member of the Committee may be removed from the Committee with or without cause by the affirmative vote of a majority of the Board.
- 3. **Qualifications**. The majority of the members of the Committee shall qualify as "independent" as defined in the Corporate Governance Policies and the New York Stock Exchange Listing Standards.

#### RESPONSIBILITIES AND AUTHORITY

The members of the Committee shall perform their duties as a member of any committee in good faith, in a manner the director reasonably believes to be in or not opposed to the best interests of the Company, and with the care that an ordinarily prudent person in a like position would use under similar circumstances. The Committee has the authority to delegate any of its responsibilities to another committee or subcommittee, as the Committee may deem appropriate in its sole discretion, subject to applicable law, rules, regulations and NYSE listing standards.

In doing so, the Committee shall review and monitor:

- 1. Key programs and policies with respect to providing a healthy and safe environment for employees, customers, contractors and the public.
- 2. The Company's management of programs, policies, initiatives and strategies relating to cybersecurity, including the effectiveness of the Company's cybersecurity program for identifying, assessing, monitoring and mitigating cybersecurity risks, as well as major cybersecurity incidents and threats. From time to time, for coordination purposes, the Committee will carry out its cybersecurity oversight responsibilities under this Charter by holding joint meetings with the Audit Committee.

- 3. Significant laws, regulations and standards relating to health, safety, electric generation, cybersecurity, and transmission and distribution reliability and security.
- 4. Business strategies designed to prevent or address catastrophic business interruption due to facility outages and property damage caused by natural disasters, cyberattacks, acts of terrorism or similar matters.
- 5. Results of significant operational or safety inspections and evaluations by regulatory agencies and oversight groups, and management's response thereto.
- 6. Significant incidents or events relating to operating locations, transmission and distribution, and regulated power generation, including construction and licensing of new facilities or infrastructure, and planning and decommissioning of facilities, including cost estimates.
- 7. Long-term strategies and any major plans relating to the Company's generation facilities or transmission and distribution systems.
- 8. Execution of major capital projects relating to transmission and distribution, and regulated power generation.
- 9. Activities designed to enhance customer service and marketing activities including implementation of significant new products, service initiatives and technology initiatives.
- 10. Operating performance, including safety, labor and human relations, key performance indicator results.
- 11. In coordination with the Governance and Corporate Responsibility Committee, environmental strategy, initiatives and policies, including in the areas of climate change and environmental protection.
  - 12. Any material matters related to the Company's prior nuclear generation operations.
- 13. Annually, the Committee shall review this Charter to confirm whether any amendments are necessary or advisable to comply with applicable law or regulation, and recommend to the Governance and Corporate Responsibility Committee, and to the Board, any such required or desired changes.
- 14. With respect to the responsibilities above, the Committee shall ensure appropriate evaluation and oversight of the assessment and mitigation of related risks, including the Company's material operating related risks with respect to the Company's electric power generation, and distribution and transmission facilities together with the material safety and cybersecurity risks relating to such operations.

#### **Other Responsibilities**

- 15. Periodically visit the Company's facilities and meet with appropriate personnel.
- 16. Conduct an annual performance evaluation of the Committee and report to the Board on such evaluation. Such evaluation shall be overseen by the Governance and Corporate

Responsibility Committee of the Board.

## <u>AUTHORITY TO RETAIN AND TERMINATE ADVISERS</u>

In the course of its duties, the Committee shall have the authority, at the Company's expense, to retain, replace and terminate independent counsel and other advisers, as it deems necessary to carry out its duties. The Committee may conduct or authorize investigations into or studies of matters within the Committee's scope of responsibilities as described herein. The Company will provide the appropriate funding, as determined by the Committee, for payment of compensation to any independent counsel or other advisors employed by the Committee.

#### **MEETINGS**

The Committee shall meet as frequently as it may determine necessary to carry out its responsibilities as set forth herein but not less than once per year. The Chair should, in consultation with the other members of the Committee and the appropriate officers of the Company, be responsible for calling meetings of the Committee, establishing the agenda therefor and supervising the conduct thereof. Any Committee member may submit items to be included in the agenda. Meetings and actions of the Committee will be governed by the same rules applicable to the Board.

Meeting agendas and materials should be distributed to the Committee members in advance of the meeting. Following each meeting, a report of the Committee's activities and recommendations should be presented at the next regularly scheduled meeting of the Board. The Committee should ensure the minutes of each meeting be kept and filed with the minutes of the Company.

#### **AMENDMENT**

This Charter and any provision contained herein may be amended or repealed by the Board.

Revised: September 24, 2024