

EL PASO ELECTRIC COMPANY

A Texas corporation
(the "Company")

Public Policy and Corporate Reputation Committee Charter

Amended July 26, 2013

Purpose

The Public Policy and Corporate Reputation Committee (the "Committee") is created by the Board of Directors (the "Board") of the Company to assist the Board in its oversight of:

- All matters relating to the Company's legislative and regulatory affairs, including, but not limited to, those relating to the City of El Paso and all other governing bodies within the Company's service territory, the State of Texas, the State of New Mexico, the State of Arizona, the Federal government, and the Mexican government;
- Communication and public relations activities related to the Company's brand and reputation;
- Matters relating to corporate and social responsibility; and
- Contributions by the employee political action committee (PAC) as well as corporate activities related to civic and charitable affairs in accordance with applicable regulations.

Membership

The Committee shall consist of at least three directors as determined by the Board at the annual organizational meeting. Each member of the Committee shall serve until his or her successor shall be duly elected and qualified, unless otherwise removed by the Board. Any vacancies on the Committee occurring prior to the annual organizational meeting shall be filled by the Board. The Chairman of the Committee shall be appointed by the Board.

Authority and Responsibilities

In addition to any other responsibilities which may be assigned from time to time by the Board, the Committee is responsible for the following matters.

Legislative and Regulatory Affairs

- The Committee shall have the authority to:
 - Provide oversight and guidance for pending and anticipated legislation which may significantly affect the Company's business plans and strategies;
 - Provide oversight and guidance with respect to the Company's initiatives or involvement with Federal, State, local and international governments; and
 - Provide oversight and guidance regarding significant legislative and regulatory issues that could have an effect upon the Company.

Corporate Communication and Public Relations

- The Committee shall have the authority to:
 - Review and make recommendations regarding the Company's strategic communication plan and related policies and practices;
 - Review the management of the Company's brand to ensure that its value and reputation is protected and enhanced.
 - Review communication strategies and plans for crisis management situations; and
 - Review the Company's plans and performance with regard to customer care and service.

Corporate Social Responsibility

- The Committee shall have the authority to:
 - Review major social policies, practices and programs of the Company, and, when appropriate, make recommendations to the Board with respect to such policies, practices and programs, including periodic reviews relating to charitable giving and community outreach; and
 - Review the annual budget for civic and charitable giving.

Reporting to the Board

- The Committee shall report to the Board periodically. This report shall include a review of any recommendations or issues that arise with respect to Company legislative and/or regulatory affairs, communications and public relations, corporate social responsibility, and any other matters that the Committee deems appropriate or is requested to be included by the Board.
- At least annually, the Committee shall evaluate its own performance and report to the Board on such evaluation.
- The Committee shall periodically review and assess the adequacy of this charter and recommend any proposed changes to the Nominating and Corporate Governance Committee.

Procedures

The Committee shall meet as often as it determines is appropriate to carry out its responsibilities under this charter. The Chairman of the Committee, in consultation with the other committee members, shall determine the frequency and length of the committee meetings and shall set meeting agendas consistent with this charter.

The Committee may delegate its authority to subcommittees or the Chairman of the Committee when it deems appropriate and in the best interests of the Company.