



INTEGRYS ENERGY GROUP, INC.

CHARTER

ENVIRONMENTAL COMMITTEE OF THE BOARD OF DIRECTORS

Purpose

The primary purpose of the Environmental Committee ("Committee") is to provide oversight regarding the vision, policy and management of environmental affairs at IntegrYS Energy Group, Inc. ("Company"). The oversight will include appropriate reviews of the Company's strategy, reporting mechanisms and performance related to environmental affairs.

Committee Composition

The Committee shall consist of at least three non-management members of the Board of Directors. Committee members shall be appointed and removed by the Board of Directors in its sole discretion. The Board of Directors shall appoint one member Chair of the Committee who shall schedule and conduct regular and special meetings, as necessary.

Meetings

The Committee will meet at least two times annually, with authority to convene additional meetings as circumstances require. The Committee may invite members of management and others, including independent advisors, to attend meetings and provide pertinent information, as necessary. Minutes will be prepared and the Committee will report to the Board of Directors the results of its meetings.

Oversight Areas

The responsibility of the Committee shall be to review the Company's environmental strategy and compliance plans, and the related management systems that are used to ensure compliance with environmental regulations and stewardship.

Annual Performance Evaluation

The Committee shall perform a review and evaluation, at least annually, of the performance of the Committee, including reviewing the compliance of the Committee with this Charter. In addition, the Committee shall review and reassess, at least annually, the adequacy of this Charter and recommend to the Board any improvements to this Charter that the Committee considers necessary or valuable. The Committee shall conduct such evaluations and reviews in such manner as it deems appropriate consistent with the governance requirements of the Board.