



Aerospace Safety Committee Charter

As Amended December 10, 2021

Purpose

The Aerospace Safety Committee (the “Committee”) is established by the Board of Directors (the “Board”) of The Boeing Company (the “Company”) for the purpose of assisting the Board in the oversight of the safe design, development, manufacture, production, operations, maintenance, and delivery of the aerospace products and services of the Company.

Membership

The Committee shall consist of three or more independent directors. The Committee shall comprise to the extent possible members who have knowledge, experience and/or expertise in aviation/aerospace, engineering, safety systems oversight, and/or safe product design, development, manufacture, production, operations, maintenance, and delivery. The Chair and the other members of the Committee shall be elected annually by the Board, and the Board may remove one or more directors from the Committee at any time in its discretion.

Responsibilities

The responsibility of the Committee is to provide, on behalf of and in assistance to the Board, the direct oversight over the Company’s engineering, design, development, manufacturing, production, operations, maintenance, and delivery of aerospace products and services, necessary to ensure the safety of the Company’s commercial, defense, space, and aerospace products and services.

In furtherance of this responsibility, the Committee is to provide oversight over all aspects of these activities, including but not limited to, the Company’s policies and processes for the safe design, development, manufacture, production, operations, maintenance, and delivery of the Company’s aerospace products and services; the certification and resulting safety of the Company’s aerospace products and services; the performance of the Company’s Safety Management System; the Company’s policies and processes for engaging with and supporting the Federal Aviation Administration, the Department of Defense, the National Aeronautics and Space Administration, and other global commercial, defense, and space aviation safety regulatory authorities, including the Company’s Organization Designation Authorization Programs; the Company’s participation in and support of accident investigations conducted by the National Transportation Safety Board and other domestic and international investigatory authorities, including the Company’s responses to material findings and conclusions of such accident investigations; the Company’s pilot training programs and services; and the cybersecurity of the Company’s aerospace products.

Meetings

The Committee meets in conjunction with the regular Board meetings and otherwise from time to time at the call of its Chair. The Committee meets in executive session as it deems necessary or appropriate. The results of Committee meetings and other actions of the Committee shall be reported to the full Board.

The Committee may invite to its meetings any member of management, including the Chief Executive Officer, the Chief Engineer, the Chief Aerospace Safety Officer, the Vice President for Product Safety, the Chief Compliance Officer, and such other persons – inside or outside the Company – as it deems appropriate in order to carry out its duties and responsibilities. The Chief Engineer and Chief Aerospace Safety Officer shall ensure that each Committee meeting includes reporting and updates on significant safety issues, including significant safety events that have occurred since the prior Committee meeting. Such briefings shall include information sufficient to understand management’s judgment in developing new safety policies and procedures, or in addressing significant safety events.

Quorum and Actions of Committee

A majority of the members of the Committee shall constitute a quorum. The Committee shall act only by (1) the affirmative vote of the majority of members present at a meeting, provided that any such action shall require the affirmative vote of at least two committee members, or (2) unanimous written consent in lieu of a meeting.

Authority to Retain Experts

The Committee shall have the authority to consult with and obtain the consultative services of any employee of the Company, as well as the authority to retain the services of such experts outside the Company that it deems advisable and necessary, which services shall be paid for by the Company.

Subcommittees

The Committee has full authority to form and delegate authority to one or more subcommittees consisting solely of one or more members of the Committee as it deems appropriate from time to time.

Annual Committee Evaluation

The Committee shall have oversight to review and evaluate, at least annually, the performance of the Committee and its members, including a review and evaluation of the Committee’s compliance with this charter.

Committee Charter

The Committee shall review and reassess the adequacy of this charter on an annual basis and recommend any proposed changes to the Board for approval.