



DELIVERING SUSTAINABLE VALUE

2015-2016 Citizenship Report

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Please print only as necessary in order to conserve resources. The contents of this report are accurate as of August 2016. Visit www.dom.com for more information about Dominion.



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ABOUT THIS REPORT

This is Dominion's ninth annual *Citizenship Report*, which highlights the company's social, economic and environmental performance in 2015 and some notable activities in the first half of 2016. Our reporting is paper-free to reduce environmental impacts. The publication date of this edition is October 2016. Our previous report showcased 2014 results and was published online in July 2015.

ORGANIZATION AND PROCESS

The contents of this report are organized to address topics of material interest to key stakeholder groups and to our company and industry. For the purposes of this reporting process, we define materiality to include issues that may be helpful to stakeholders in evaluating Dominion's sustainability commitments and performance over time.

Data collection and presentation are based on input received from internal subject matter experts and from external stakeholders via our online mailbox and other communication channels. Our reporting follows the Global Reporting Initiative's *G4 Guidelines* and *Electric Utilities Sector Disclosures* in accordance with core-level requirements as outlined in our GRI Content Index, which can be found at www.domcitizenship.com.

Report content was thoroughly reviewed by internal teams and senior company management to ensure its accuracy, reliability and transparency. We did not seek external assurance for the report. Our reporting process continues to evolve as we learn from experience, best practices and input from stakeholders.

SCOPE AND GUIDANCE

Reporting is structured on a corporate basis and all data is aggregated by means of internal tracking and measurement systems. This report covers our owned

and operated businesses and does not include the performance of our suppliers, contractors and partners unless otherwise noted.

MATERIAL ISSUES

We conduct an annual materiality analysis to inform any modification or redirection of our report content. This assessment aligns with and reflects our four core values – safety, ethics, excellence and teamwork – and involves a wide range of stakeholder inputs, including customer surveys; internal subject matter expert analysis and other employee inquiries; investor and security analyst feedback; industry benchmarking; regulatory and policy trends; media coverage; specialized corporate responsibility organizations and publications; and stakeholder feedback on previous reports.

We also consult the standardized sustainability metrics and topics published by the Sustainability Accounting Standards Board for electric and gas utilities. This helps us determine what may constitute material information at the industry level and communicate our performance in a manner that promotes disclosure and comparability.

The company's senior leadership team is ultimately responsible for deciding which information is material and relevant for disclosure. We manage the risks and opportunities inherent in our material issues through established business strategies and

> ABOUT THIS REPORT

processes, informed management decision making and effective stakeholder engagement.

A more detailed discussion of our 2015 material economic, social and environmental issues can be found in the Governance section of this report under "Public Policy Engagement." From these material issues, we have identified about 40 key performance indicators that we believe are material to our sustainability reporting. These metrics can be found in the *5-Year Performance Table* on page 116 of this report.

FEEDBACK AND ADDITIONAL INFORMATION

We disclose additional GRI-related information in our submissions to the Carbon Disclosure Project, our Greenhouse Gas Report, and our annual 10-K filing and other company reports, which are available on our web-based "Downloads" page. This *Citizenship Report* should be read in conjunction with the *2015 Summary Annual Report*, which is available on the Investors page of our dom.com website. We encourage you to explore the many aspects of the Dominion enterprise on our website, and we welcome your comments, questions and suggestions at sustainability@dom.com.

FORWARD-LOOKING STATEMENTS

This report may contain forward-looking statements as defined by federal securities laws. Discussion of factors that could cause actual results to differ materially from management's projections, forecasts, estimates and expectations are described in the company's most recent Securities & Exchange Commission filings on Forms 10-Q and 10-K.



A MESSAGE FROM OUR CHAIRMAN AND CEO

Against a backdrop of transformational change in the energy industry, Dominion continues to work at aligning its citizenship initiatives and business strategies to create sustainable economic, social and environmental value wherever we do business.

ECONOMIC IMPACT

We believe that business investment lies at the heart of corporate responsibility. In 2015, we continued to focus on executing our multi-year, multi-billion-dollar infrastructure investment program. This major capital spending initiative is designed to modernize the grid and expand our energy supply and delivery systems to serve our customers' future energy needs. These projects are creating jobs, providing tax revenues to local and state governments and stimulating additional spending and investment by suppliers and consumers.

Last year, for example, we spent almost \$6 billion with suppliers who provide us with the goods and services needed to construct and maintain our offices, facilities and infrastructure. Of that, more than \$500 million

was spent with HUB Zone enterprises and businesses owned by women, minorities and service-disabled veterans – a company record for diverse supplier spending. And approximately \$1.5 billion of our total procurement of goods and services was with the small business community.

SOCIAL COMMITMENTS

In addition to our business investments, we made targeted social investments in four core areas: human needs, environmental quality, education and community vitality. Dominion has a long history of supporting the communities in which we operate – a tradition we are proud to uphold.

Partnering with governmental agencies, nonprofit organizations, businesses and other stakeholders,

› A MESSAGE FROM OUR CHAIRMAN AND CEO

the Dominion Foundation works to identify community needs and devise strategic solutions that produce enduring value. To this end, we have invested more than \$150 million in local communities over the past decade. In 2015 alone, we contributed more than \$23 million to 1,200 community organizations in the states where we operate. And Dominion employees volunteered more than 110,000 hours of their time to mentor at-risk youth, refurbish public parks and enrich local communities in countless other ways.

Top performance – at work and in the community – is achieved by fostering a culture that values people and motivates them to excel. We believe that promoting diversity and inclusion in our workplace is critical to our business mission and success.

Our efforts to build a world-class workforce were recognized last year with a No. 1 ranking on Forbes Magazine's list of "America's Top Employers." Dominion was the top-ranked utility and 37th overall among 500 employers in 25 industries. Our company also led the list of all employers in our home state of Virginia. We are particularly proud to be a recognized private-sector leader in helping veterans and their families transition from the military into the civilian workforce through our Troops to Energy Jobs program, which is described in the "Workforce Planning" section of this report.

ENVIRONMENTAL STEWARDSHIP

Our company lives at the intersection of energy reliability and environmental stewardship. We are responsible for providing millions of people with reliable, safe energy at a fair price. At the same time, we are committed to minimizing the environmental impacts of our operations.

To achieve these goals, we rely on a balanced, diverse energy mix. Natural gas and renewable energy sources, especially solar, are becoming increasingly important components of our fuel diversity strategy and our efforts to reduce emissions and move to cleaner energy sources.



"Dominion has a long history of supporting the communities in which we operate – a tradition we are proud to uphold."

–Tom Farrell, CEO

Photo: CEO Tom Farrell joins Dominion volunteers to build access ramps for the elderly and disabled during the company's 2016 United Way campaign.

} A MESSAGE FROM OUR CHAIRMAN AND CEO

In 2015, for example, we placed into service more than 170 megawatts of solar generating capacity in three states and completed a 20-megawatt solar installation for the U.S. Navy. This year, our plans call for bringing online about twice as much solar capacity as in 2015.

In addition to these larger-scale solar projects, we are expanding our customers' clean energy options by building and operating community-based solar facilities on leased rooftops or the grounds of private businesses and public properties. When fully subscribed, this solar partnership pilot program could produce enough electricity to supply up to 7,500 homes.

We are also an industry leader in reducing emissions from our generation fleet. For example, over the past five years, we have reduced carbon intensity – the amount of carbon emitted per unit of output – by 18 percent.

Longer term, our performance has been even better. Since 2000, the carbon intensity of Dominion's fleet has fallen by 43 percent, at the same time as total electricity production rose by 37 percent. We have achieved comparable environmental improvements and production gains in our natural gas infrastructure businesses, which store and transport methane gas. These and other accomplishments reflect a companywide commitment to the responsible stewardship of natural resources.

I want to thank you for your interest in our company and invite you to read this report and visit our dom.com website to learn more about Dominion, our citizenship initiatives, our efforts to operate sustainably and our resolve to deliver outstanding value to our stakeholders.

Sincerely,



Thomas F. Farrell II
Chairman, President and CEO
August 2016

SELECTED HIGHLIGHTS, 2015

ECONOMIC

YEAR-END STOCK PRICE

(Dollars per Share) 2011-2015



SUSTAINED DIVIDEND GROWTH

(Dollars per Share) 2011-2015



Dividend declarations subject to approval by the Board of Directors

TOTAL RETURN COMPARISONS

(% through 12/31/15)



■ Dominion ■ Utility Index ■ S&P 500

Source: Bloomberg

No. 1

"Most Admired Companies" List
Utilities Sector
FORTUNE Magazine

\$502.8 MILLION

Diverse supplier spending

> SELECTED HIGHLIGHTS, 2015

SOCIAL

No. 1

"America's Best Employers" List
Utilities Sector
FORBES Magazine

"Best for Vets" Award
Energy Sector
MILITARY TIMES Magazine

\$23.4 MILLION

Total charitable giving

\$8.7 MILLION

Low-income fuel
assistance

110,000 HOURS

Employee volunteer community service

ENVIRONMENTAL

\$249 MILLION

Total environmental
spending

32%

Vehicle fleet powered
by alternative fuels

46%

Decline in generating
fleet SO₂ emissions

16.8 MILLION TONS

of paper products, plastic and glass recycled

\$1.2 MILLION

Environmental grants to 52 nonprofits in 8 states



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MISSION, VALUES & VISION

OUR MISSION

We energize lives by providing the infrastructure that supports economic growth, empowers our customers, strengthens our communities, minimizes environmental impacts and rewards our shareholders.



OUR VALUES

We are a values-driven organization committed to earning and keeping the public trust by operating our businesses with integrity, consistency and accountability.

Safety

Our leading priority – in the workplace, at home and in the community.

Ethics

Our belief in integrity, responsibility, accountability and high standards of conduct.

Excellence

Our commitment to top performance and continuous improvement in all areas of our business.

Teamwork

Our “One Dominion” unifying outlook that focuses on our shared mission and purpose.

OUR VISION

We strive to be the most admired energy provider in America, balancing our commitments to economic prosperity, responsible environmental stewardship, responsive community outreach and working for sustainable solutions to the complex energy challenges of our time.



COMPANY PROFILE

Dominion [NYSE: D] is one of the nation's largest electric power and natural gas companies, serving more than 5 million utility and retail energy customers in 14 states. Our company is built on a proud legacy of public service, innovation and community involvement. In addition to our core energy production, transportation and storage businesses, we strive to create sustainable value by investing in the communities where we live and work and by practicing responsible environmental stewardship wherever we operate.

AT A GLANCE*

Headquarters: Richmond, Va.

Market capitalization: \$40.3 billion

Operating Revenue: \$11.7 billion

Operating EPS: \$3.44

Dividends per share: \$2.59

Assets: \$58.8 billion

Taxes paid: \$625 million

Goods & Services: \$5.9 billion

Fortune 500 Rank: 243

Common shares outstanding: 596.3 million

Common stock price range: \$64.54 - \$79.89

Total # of Employees: 14,743

Wages Paid: \$1.6 billion

Total Charitable Giving: \$23.4 million

Volunteer service: \$2.5 million (110,000 hours)

Environmental Expenditures: \$249 million

* 2015 Data

> COMPANY PROFILE

OPERATING SEGMENTS



Dominion Virginia Power

- Electric distribution
- Electric transmission



Dominion Energy

- Gas distribution
- Gas transmission & storage
- Gas gathering & processing
- LNG import & storage
- Retail energy marketing



Dominion Generation

- Utility power production
- Merchant power production

COMPANY PROFILE

PORTFOLIO OF ASSETS

Electric Generating Capacity: 25,700 Mw

Electric Transmission Lines: 6,500 Miles

Electric Distribution Lines: 57,300 Miles

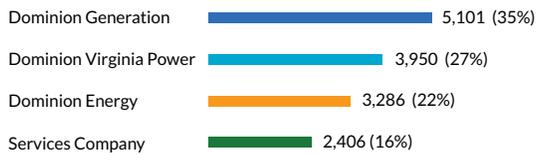
Natural Gas Transmission, Gathering & Storage Pipeline: 12,200 Miles

Natural Gas Distribution Pipeline: 22,000 Miles

Underground Natural Gas Storage Capacity: 933 Bcf

Liquefied Natural Gas Import/Export & Storage: 1.8 Bcf daily send-out, 14.6 Bcf storage capacity

WORKFORCE BY BUSINESS SEGMENT*



Total Workforce = 14,743

*Excludes student workers, contractors and credit union workers

GEOGRAPHIC FOOTPRINT



★ Richmond, VA Corporate Headquarters



› GOVERNANCE

Good governance is central to successful, sustainable performance. It helps identify Dominion as a competent and trustworthy steward of the resources entrusted to our care. It also provides a foundation for constructive management oversight, upholds a rigorous culture of accountability and helps protect the rights of shareholders.

10

Number of Directors

90%

Percentage of Independent Directors

YES

Lead Independent Director Since 2006

100%

Independent Directors Serving on Audit and CGN Committees

YES

Share Ownership Guidelines for Officers and Directors

3

Number of Board Committees

10

Number of Board Meetings Held in 2015

YES

Annual Self-Evaluations of Board and Committees

596.3 MILLION*

Shares of Common Stock Outstanding

129,207*

Registered Holders of Record of Common Stock

* As of December 31, 2015

} GOVERNANCE

BOARD OF DIRECTORS

It is the fiduciary responsibility of the board to uphold shareholder interests. The board also seeks to be fair and responsive to all stakeholder groups, including customers, the community, employees, shareholder advocates and various other individuals and organizations. It is good business practice, and it also reinforces two of Dominion's core values: excellence and ethical conduct.

The Dominion Board of Directors is composed of 9 independent directors and the company's chairman, president and CEO. The board has three committees to help execute its responsibilities:

- Audit
- Compensation, Governance and Nominating (CGN)
- Finance and Risk Oversight

All members of the CGN and Audit committees are independent. As prescribed by our corporate governance guidelines, we also have an independent lead director. In the event the lead director is not available, the Chair of the CGN Committee acts as the lead director.

Each board committee has a charter that describes its responsibilities. The full board's structure and responsibilities are outlined in its corporate governance guidelines, which also include the duties and responsibilities of our lead director and our director independence standards.

We review our governance documents and policies regularly. We propose changes to those documents with the advent of new rules or regulations; or whenever changes are consistent with good governance practice and in the best interests of Dominion and its shareholders.

BEST PRACTICES

We have a number of practices in place that are viewed as "best practices" and reflect Dominion's commitment to good governance. These include:

- Majority voting standard in uncontested director elections;
- Annual election of directors;
- Regular executive session of non-management directors without management present;
- Articles of Incorporation and Bylaws;
- Share ownership guidelines for officers and directors;
- Bylaws that contain a special meeting provision; and
- A recent amendment to our Bylaws that allows a shareholder (or a group of up to 20 shareholders), who own at least three percent of the company's outstanding stock continuously for three years, to nominate and include in Dominion's proxy materials two nominees, or up to 20 percent of the board, whichever is greater.

Stakeholders may contact our non-management directors at this website address:

<https://www.dom.com/corporate/investors/governance/contact-the-board>.

Correspondence should be sent to the following address:

Corporate Secretary
Dominion Resources, Inc.
P.O. Box 26532
Richmond, Va., 23261

GOVERNANCE

ETHICS

Ethics is a core value at Dominion. That means qualities such as integrity, individual responsibility and accountability matter as much as bottom-line results. Doing right and doing well are inseparable. All Dominion employees share the responsibility for making ethical conduct central to our business operations and outlook.

Ethics & Compliance (E&C) Program

Dominion's E&C Program is designed to promote a culture of ethical conduct and compliance with law, regulations and policies. Its key components include:

- A companywide *Code of Ethics and Business Conduct*
- Management oversight
- Employee training and awareness
- Procedures to prevent and detect violations of law
- Resources for employees to seek advice or guidance
- Options for reporting concerns
- Investigation process for reported concerns
- Periodic program evaluations

Our internal communications program makes use of video resources, the company's intranet website, a new Leadership Resource Toolkit website and various other training resources to communicate with employees on a regular basis about the E&C program.

Management Oversight

The Audit Committee of the board of directors oversees our E&C Program. The company's Chief Compliance Officer has established a Compliance Council whose members are senior officers representing our business units. The Council is responsible for an enterprise-wide approach to managing critical ethics and compliance matters.

In addition, our compliance attorneys work to ensure that Dominion complies with applicable laws, regulations and company policies and maintains high ethical standards in its business activities.

Ethics And Compliance Training

All employees, officers and board members receive comprehensive training on the company's *Code of Ethics and Business Conduct*. New hires are also required to receive this training. Other types of interactive ethics and compliance training sessions are held regularly at different company locations.

The Code requires employees to know and comply with all regulatory requirements that apply to their business areas. Therefore, those affected by various regulatory requirements receive training on federal and state codes and standards of conduct, electric reliability standards, and other applicable regulations.

Reporting Concerns

Employees are expected to report any concerns about suspected misconduct or illegal activities. A dedicated, confidential compliance telephone line and internet website allow them to do so anonymously. Employees also may report concerns by contacting the E&C Program staff and other appropriate company personnel.

Each year, we distribute a survey to employees to help identify and address potential compliance concerns. The company also maintains a dedicated e-mail account that employees may use to ask questions or seek guidance about ethical concerns and compliance issues.

Dominion shareholders may report concerns by contacting the compliance line or by communicating directly with independent members of the board of directors via the company's website or through the U.S. mail.

> GOVERNANCE

In all cases, retaliation for good-faith reporting is strictly prohibited. We categorize reported concerns by type of allegation to facilitate investigation by appropriate company representatives. A compliance attorney oversees all E&C investigations.

Supplier Code of Ethics and Business Conduct

Dominion suppliers are expected to share Dominion's commitment to ethics and compliance. Our *Supplier Code of Ethics and Conduct* outlines Dominion's minimum expectations of suppliers who work on the company's behalf. Its purpose is to promote lawful and ethical behavior in all of our business dealings.

PUBLIC POLICY ENGAGEMENT

We actively engage in the political process to help shape policies that advance our business strategies and goals, promote effective public and government relations, and serve the interests of key stakeholder groups.

We strive to conduct our business as transparently as possible in hopes of building public trust and forming lasting partnerships that are mutually beneficial. We are committed to complete compliance with all laws and rules governing our interactions with public officials, candidates, campaigns, and political and lobbying organizations.

2015 MATERIAL ISSUES

For purposes of this report, we define "material" issues as those with significant economic, social or environmental impacts whose disclosure could be helpful to stakeholders in evaluating Dominion's sustainability commitments and performance over time.

We identify material issues by collecting and analyzing a wide range of internal and external stakeholder inputs, including customer surveys; company subject matter expert analyses and other employee inquiries; investor and security analyst feedback; industry benchmarking; regulatory and policy trends;



No. 1

2015 "World's Most
Admired Companies"

Electric & Gas Utilities Sector
Fortune magazine

GOVERNANCE

media coverage; specialized corporate responsibility organizations and publications; and stakeholder feedback on previous reports. Our material issues for 2015 were as follows:

ECONOMIC

ISSUE	IMPORTANCE
Ethical behavior	Ethics is a core value at Dominion. Integrity, responsibility and accountability are essential to sustainable, successful business performance.
Financial performance	Strong financial returns reward our investors, who seek sustainable and growing operating earnings and dividends. They also provide us with access to the capital resources needed to invest in our business, employees and communities, and to build and maintain the infrastructure needed to produce and deliver clean, reliable and affordable energy.
Security	The continuity of business operations depends on our ability to protect the physical and cyber security of Dominion's assets and facilities, and to maintain the privacy and integrity of our stakeholders' data.
Fuel source diversity	Fuel diversity and balance in our electric generating fleet support price stability, affordability and reliability – all leading concerns and expectations of our customers.
Energy affordability & reliability	Fair prices and on-demand service are fundamental to our business mission, our service mandate and our customer commitments. Affordable, reliable energy also helps promote economic growth and strengthen the communities in which we operate.
Regulatory compliance	Our ability to comply with existing and new regulations affects many strategic and operational decisions and our financial performance. Compliance with all applicable laws, regulations and standards is a core commitment.
Emerging technology integration	Building tomorrow's energy economy requires continuous and rapid assessment and integration of new technologies. Although this presents many challenges, it also provides innovative opportunities to partner with our customers and other stakeholders to build a safe, clean and reliable energy economy for the future.
Infrastructure build-out	Executing our multi-year infrastructure modernization program, on budget and on time, is vital to meeting our customer's future energy needs, protecting the environment, strengthening the economy and improving energy security.

GOVERNANCE

SOCIAL

ISSUE	IMPORTANCE
Health & Safety	Safety is a core value at Dominion and our top priority – in the workforce and in the community. Strong safety performance is the gateway to sustainable operational, financial and reputational excellence.
Diversity	Diversity in the workforce is a strategic asset that supports our core values, fosters new and innovative thinking, promotes the sharing of ideas, and helps shape our future as a successful business enterprise. Diversity in the supply chain helps promote greater collaboration and innovation, leveraging the best talent in the community and adding value for our stakeholders.
Workforce readiness & engagement	Recruiting and developing our future workforce is critical to the company's long-range success and performance. An engaged and motivated workforce is also a fundamental driver of organizational performance.
Community development & vitality	Sustained business growth is only possible when the communities we serve are healthy and strong. Company support of local communities through capital investment, employment, enhanced tax base, emergency planning and outreach are all part of being a responsible community partner.

ENVIRONMENTAL

ISSUE	IMPORTANCE
Climate change/GHG emissions	Climate change poses financial and operational challenges due to carbon regulation, increased weather uncertainty and adaptation measures affecting our facilities and customers. Dominion works to minimize its carbon intensity and is developing plans to meet strict carbon reduction standards in the Clean Power Plan, while supporting economic development at the same time.
Air quality/emissions	Increasingly strict state and federal regulation of various air pollutants remains a strong driver of business decisions about our fuel mix, unit retirements, power purchases and construction of new power supplies.
Water quality	Increased regulation governing water discharges, cooling water intake structures for power generating units and other uses critical to our operations continue to be a driver of business decisions affecting electric supply and delivery and regional economic development.

GOVERNANCE

Habitat & biodiversity The ongoing protection of species and habitats on the lands, rights-of-way and waterways affected by our construction activities and surrounding our facilities is an essential aspect of Dominion's commitment to environmental stewardship.

Clean energy Dominion is committed to protecting the environment while continuing to provide reliable and competitively priced energy to our customers. Our leading sustainability challenge continues to be one of balancing the need to meet our customers' growing energy demand while minimizing the environmental impacts of energy production, delivery, transportation and storage.

POLITICAL INVOLVEMENT

Dominion operates a political action committee (PAC) that is strictly voluntary and nonpartisan. Membership is open to company employees and the board of directors. The Dominion PAC represents our collective voice, ensuring that employee, company and industry interests are upheld and articulated at all levels of the political process.

Each year we voluntarily report corporate political contributions to tax-exempt 527 organizations under Section 527 of the U.S. Internal Revenue Code, as

well as the lobbying portion of trade association payments and dues. In addition, we disclose our political contributions on the website of the Federal Election Commission and the electoral board website of each state in which we contribute to state and local elections.

Dominion also has long supported the Virginia Public Access Project, a nonprofit, nonpartisan group dedicated to improved transparency and disclosure of funding sources for state elections.

2015 CORPORATE POLITICAL CONTRIBUTIONS TO SECTION 527 ORGANIZATIONS

Name of Recipient (1)	Amount
Republican Governors Association	\$50,000
Republican State Leadership Committee	\$35,000
Republican Attorneys General Association	\$15,000
Democratic Governors Association	\$10,000
Democratic Attorneys General Association	\$20,000
Democratic Legislative Campaign Committee	\$10,000

GOVERNANCE

LOBBYING PORTION OF 2015 TRADE ASSOCIATION DUES AND PAYMENTS

Name of Recipient ⁽²⁾	Lobbying Portion of Dues/Payments ⁽³⁾
American Gas Association	\$23,090
Business Roundtable	\$129,558
Center for Liquefied Natural Gas	\$17,600
Consumer Energy Alliance	\$8,500
Edison Electric Institute	\$240,044
Interstate Natural Gas Association of America	\$80,877
National Association of Manufacturers	\$28,150
New England Power Generators Association	\$15,000
Nuclear Energy Institute	\$102,974
Marcellus Shale Coalition	\$14,950
U.S. Chamber of Commerce	\$87,500
Virginia Chamber of Commerce	\$8,250

Dominion did not make any independent political expenditures in support of or in opposition to a candidate or political party. In addition, Dominion does not make payments to influence the outcome of ballot measures.

(1) Dominion's political contributions to Section 527 organizations are typically considered over 2-year periods.

(2) Includes trade associations (i) to which Dominion made payments greater than \$50,000 for 2015 dues and (ii) which notified Dominion of the portion used by that organization for expenditures or contributions that if made directly by Dominion would not be deductible under section 162(e) of the Internal Revenue Code.

(3) Reported amount represents the estimated portion of Dominion's dues or payment that if made directly by Dominion would not be deductible under section 162(e) of the Internal Revenue Code and is based upon information requested and received by Dominion. Reported amounts do not include amounts for which the trade association directly pays tax on the portion that is not deductible under section 162(e) of the Internal Revenue Code.



STRATEGY & RISK MANAGEMENT

We strive to create sustainable value for our owners and manage risk by focusing on our core regulated businesses and the energy infrastructure expansion projects that will meet our customers' future energy needs.

OUR STRATEGY

Our business model and strategy aims to reward investors who seek stable, sustainable and growing operating earnings from our power generation and delivery and natural gas processing, transportation and storage businesses – enhanced by a competitive, growing dividend.

In 2015, we continued to execute our multi-year, multi-billion dollar regulated infrastructure investment plan to build out our electric and natural gas asset base, serve new customers, create new jobs and capitalize on growth opportunities in and around our existing footprint. We expect about 80-90 percent of future earnings to come from our regulated and long-term contracted businesses.

**\$15.7
BILLION**

Planned growth/
capital spending, 2016-
2020

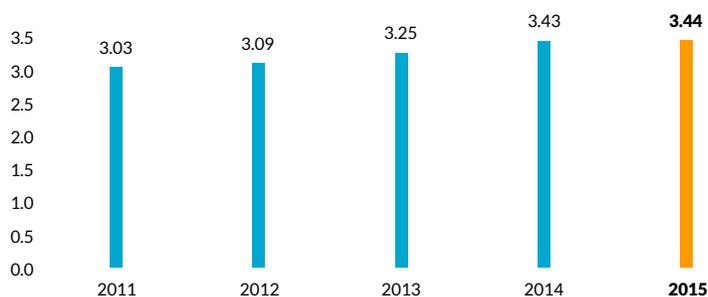
STRATEGY & RISK MANAGEMENT

Our investments in this major "concrete and steel" construction program amount to building a mid-sized energy company from the ground up. Its main drivers include:

- Evolving federal greenhouse gas regulations that call for sharp reductions in carbon intensity;
- Expected customer demand growth at our electric utility serving Virginia and North Carolina – one of the nation's fastest growing regions – equivalent to adding 1 million new homes to our system in the coming decade;
- A boom in natural gas production from the Marcellus and Utica shale formations in the Appalachian Basin – an area where we are helping producers transport their gas to market; and
- Needed modernization of the pipes and wires supplying energy to our customers in Virginia, North Carolina, Ohio and West Virginia; and new transmission pipes serving natural gas markets in the Northeast and mid-Atlantic regions.

OPERATING EARNINGS*

(Dollars per Share)



*Based on non-GAAP Financial Measures.



"Dominion continues to have one of the best, most balanced business profiles in the sector.."

–Steven Fleishman,

Wolfe Research

Nov. 2, 2015

› STRATEGY & RISK MANAGEMENT

RISK MANAGEMENT

The ability to identify and manage an array of evolving technical, financial, compliance, geopolitical and environmental risks is critical to sustainable business performance. Dominion's comprehensive enterprise risk program is based on a continuous dialogue between senior management and the board of directors about risk and return – both threats and opportunities – across the corporation.

In addition, new capital projects and other significant commitments must undergo comprehensive risk/reward analysis and discussion by a cross-disciplinary leadership team before being approved. Our risk process also includes periodic evaluation of high impact/low probability and emerging risks. As in other areas of our risk process, the goal of these assessments is to integrate any improvements into the way we evaluate risk, and focus on actions that can manage or reduce risk.

Dominion's Approach To Risk Assessment:

- Promote a risk-aware business culture;
- Integrate a consistent enterprise risk management approach into strategic planning, day-to-day operations, performance management and resource allocation decisions;
- Provide a comprehensive framework for understanding, managing and communicating risk from a strategic and enterprise-wide perspective;
- Promote transparent and meaningful risk communication among subject area experts, management across all risk assurance functions; and
- Facilitate an effective process for anticipating and responding to changing regulatory, environmental and compliance requirements.

Dominion Combines with Questar Corp.

On Feb. 1, 2016, we announced the addition of Questar Corp. [NYSE: STR] to the Dominion family of companies. Questar is a natural gas distribution, pipeline, storage and supply company based in Salt Lake City, Utah. Questar serves about 1 million homes and businesses in Utah, Wyoming and Idaho, with about 1,700 employees and assets of \$4.2 billion.

The acquisition supports Dominion's strategic focus on core regulated energy infrastructure operations. Questar's "hub of the Rockies" system is a principal source of natural gas supply to western states, enhancing Dominion's geographic diversity and improving the company's balance between electric and gas operations.

When the transaction is completed at the end of 2016, subject to regulatory approvals, the combined company will serve about 2.5 million electric utility customers and 2.3 million natural gas utility customers in seven states.



› STRATEGY & RISK MANAGEMENT

RISKS TO OUR BUSINESS

Examples of enterprise risks with a potential material impact on our financial or operating performance:

- **Project execution risks.** The development and construction of several large-scale infrastructure projects simultaneously involves execution risks associated with resource coordination, receipt of regulatory approvals, adherence to schedules and budgets, and public outreach efforts.
- **Operational reliability risks.** Operating reliability is fundamental to customer satisfaction, financial performance and corporate reputation.
- **Cyber attack risks.** Hostile cyber intrusions affecting the systems that control our energy infrastructure assets could severely disrupt operations, lead to disclosure of confidential information, damage the company's reputation and adversely affect our financial condition.
- A more complete discussion of the key risks affecting Dominion can be found in the company's Form 10-K filing on our website.



Extreme weather events can have significant financial and operational impacts on our business performance



› OPERATIONS

Dominion is one of the nation's leading producers and transporters of energy. We operate primarily in the energy-intensive mid-Atlantic, southeastern and northeastern regions of the country. Our three operating segments include Dominion Generation, Dominion Virginia Power and Dominion Energy.

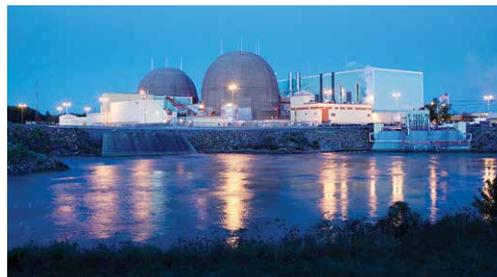
ELECTRIC OPERATIONS

DOMINION GENERATION operates our 25,700-megawatt fleet of regulated power stations and a merchant generating fleet supplying wholesale markets. Our utility assets are located in Virginia, West Virginia and North Carolina. Our merchant power facilities are located in various states throughout the country. (See accompanying map on page 30).

Diverse Fuel Mix

Fuel diversity is a linchpin of our generating fleet. We believe that using a diverse, balanced mix of resources is one of the best ways to promote customer access to reliable and affordable power.

In 2015, carbon-free nuclear and renewable energy sources provided 48 percent of the company's total electricity output. The other 52 percent came from fossil fuel sources.

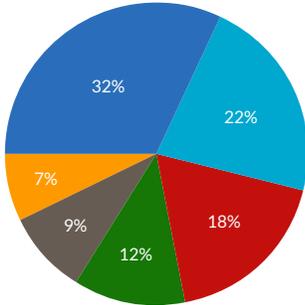


48%

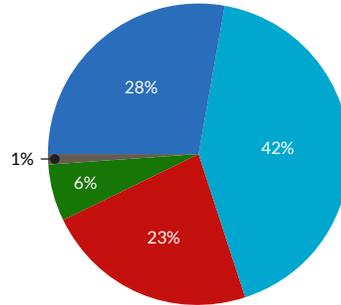
Power output from
emissions-free nuclear and
renewable sources

OPERATIONS

2015 GENERATING CAPACITY BY FUEL
(Total Fleet, By Percent)



2015 ELECTRIC OUTPUT BY FUEL*
(Total Fleet, By Percent)



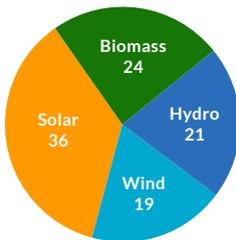
■ Natural Gas ■ Nuclear ■ Coal ■ Renewables ■ Oil ■ Purchases/Other

*Company-owned generation. Excludes non-utility generation under contract.

Renewable Energy Sources

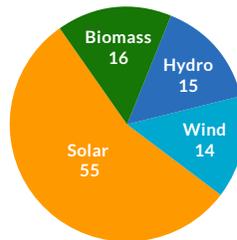
Renewable energy is a growing aspect of Dominion's diverse generating portfolio. Cleaner energy sources help lower the company's emissions and reduce our exposure to unpredictable fuel price swings. They also figure prominently in our climate change strategy and our plans to comply with the EPA's Clean Power Plan or other carbon regulations.

RENEWABLE ENERGY CAPACITY BY SOURCE*
(Percent)



Total Capacity In Service = 1,491 megawatts

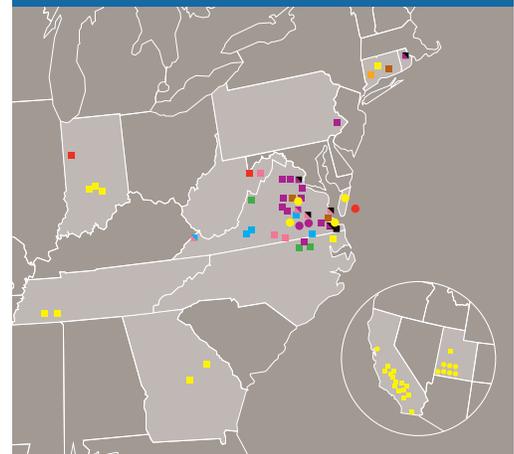
RENEWABLE ENERGY CAPACITY: OPERATIONAL & IN DEVELOPMENT*
(2015 and Beyond, Percent)



Total Renewable Capacity = 2,139 megawatts

*In service as of May 2016, including Power Purchase Agreements. Excludes 15-MW Bridgeport fuel cell facility and potential offshore wind capacity.

DOMINION GENERATION



GENERATION STATIONS IN OPERATION

- Biomass
- Coal
- Fuel Cell
- Hydro
- Natural Gas
- Nuclear
- Oil/Gas
- Solar
- Wind

GENERATION STATIONS PLANNED/UNDER DEVELOPMENT

- Natural Gas
- Offshore Wind Demonstration Project
- Solar



OPERATIONS

DOMINION VIRGINIA POWER operates our 6,455-mile network of regulated electric transmission lines and our 57,100 miles of distribution lines serving 2.5 million homes and businesses in Virginia and North Carolina. In North Carolina the business operates under the name Dominion North Carolina Power.

Over the next five years, we plan to invest more than \$1 billion annually to modernize and upgrade the power grid and improve service reliability. This includes undergrounding outage-prone distribution circuits, tightening substation physical security and installing other new infrastructure to strengthen the resiliency of the grid.

NATURAL GAS OPERATIONS

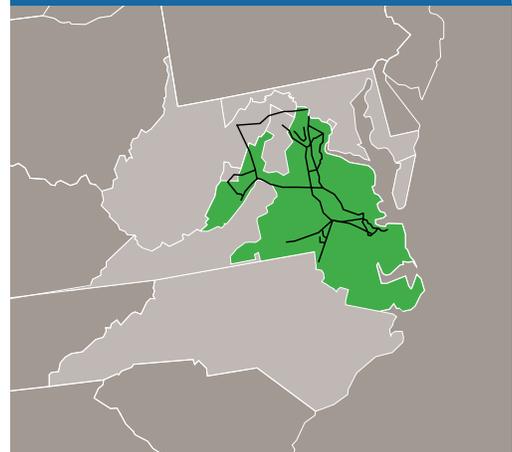
DOMINION ENERGY oversees our various natural gas operations, which are centered in the Appalachian Basin. They include transmission, distribution and storage pipelines; a natural gas distribution system; a liquefied natural gas terminal; and a retail energy marketing unit.

- Dominion Transmission**, our regulated gas transmission, gathering and storage business with 12,200 miles of pipeline in Maryland, New York, Ohio, Pennsylvania, Virginia and West Virginia; and 933 Bcf of natural gas in 26 underground gas storage fields in New York, Pennsylvania, West Virginia and Ohio.

Dominion Transmission is also managing the proposed Atlantic Coast Pipeline partnership, a \$4.5-\$5 billion project that would transport 1.5 billion cubic feet of natural gas per day across a 600-mile route from West Virginia into Virginia and North Carolina. Subject to regulatory approval, the pipeline is expected to begin service in late 2018.

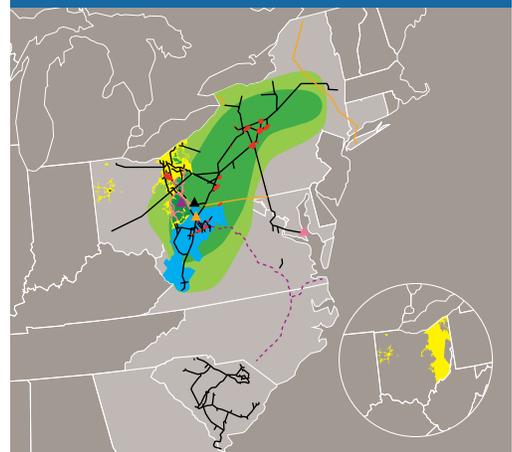
- Blue Racer Midstream, LLC**, a joint venture with Caiman Energy II, LLC, focuses on natural gas liquids gathering and processing in the Utica Shale region of Ohio and Pennsylvania.
- Dominion East Ohio** and **Dominion Hope**, our regulated natural gas distribution companies, serve 1.3 million customer accounts in Ohio and West Virginia over a 22,000-mile network of gas distribution pipeline.

DOMINION VIRGINIA POWER



- Regulated Electric Distribution (VA and NC)
- Electric Transmission Lines (Bulk Delivery)

DOMINION ENERGY



- Natural Gas Transmission Pipelines
- Blue Racer Midstream, LLC Pipelines
- Natural Gas Transmission Pipelines (Partnership)
- Proposed Atlantic Coast Pipeline (Partnership)
- Natural Gas Underground Storage Pools
- Regulated Natural Gas (OH) Distribution and Gathering
- Regulated Natural Gas (WV) Distribution
- ▲ Blue Racer's Natrium Facility
- ▲ Blue Racer's Berne Facility
- ▲ Cove Point LNG Facility
- ▲ Hastings
- Utica Shale boundary
- Marcellus Shale boundary

OPERATIONS

- **Dominion Retail**, an unregulated energy products and services business with retail customer accounts in 14 states.

DOMINION MIDSTREAM PARTNERS

(www.dommidstream.com) is a limited partnership formed by the parent company to oversee a growing portfolio of natural gas-related assets.

- **Dominion Cove Point LNG** is a liquefied natural gas import/export terminal on the Chesapeake Bay in Maryland (\$3.8 billion export facilities currently under construction and scheduled for service in late 2017).
- **Carolina Gas Transmission (CGT)** is an interstate natural gas pipeline company serving wholesale and direct industrial customers in South Carolina.

INFRASTRUCTURE INVESTMENT PLAN

2016-2020* (In billions, cumulative)



■ Cove Point LNG Project***
 ■ Dominion Energy**
 ■ Dominion Generation
 ■ Dominion Virginia Power

*Subject to regulatory and/or Board of Directors' approvals

**Includes Dominion's portion of the projected cost of the Atlantic Coast Pipeline project; excludes joint venture financing

***Excludes financing costs

\$200 MILLION

Annual spending to replace aging pipelines in Ohio and West Virginia

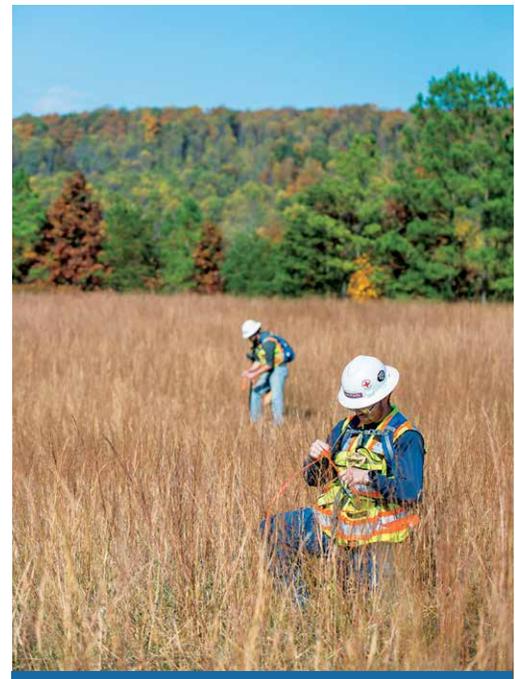


Photo: Surveyors evaluate the terrain along a portion of the 600-mile proposed Atlantic Coast Pipeline.



STAKEHOLDER ENGAGEMENT

Engagement with stakeholders is an integral aspect of our commitment to transparency, accountability and responsible corporate citizenship. Effective collaboration with groups whose interests intersect with ours provides opportunities for understanding diverse perspectives and priorities and aligning our decisions with the needs and expectations of stakeholders.

Strategic partnerships with industry, governments, academia and community organizations are crucial to advancing innovative, sustainable solutions to the many energy-related challenges we face. Some of the many channels that Dominion uses to engage key stakeholder groups are listed below and throughout our report.

CUSTOMERS

Channels of Engagement:

Online account managements tools; bill inserts, newsletters and emails; customer educational programs, open houses and informational meetings;

energy assistance programs; green partnership and conservation program offerings; interactive online power outage maps; call center customer assistance; safety and storm preparation news releases; "key customer" commercial/industrial web page and e-newsletter; public hearings; social media, including text alerts.

Examples:

- ◆ Dominion website: www.dom.com
- ◆ Dominion Virginia Power Facebook page
- ◆ EnergyShare fuel assistance program
- ◆ *Customer Connection* email and newsletter

STAKEHOLDER ENGAGEMENT

GOVERNMENTS & ELECTED OFFICIALS

Channels of Engagement:

State and federal regulatory proceedings and rate cases; lobbying and advocacy; meetings; facility tours; policy papers and testimony; emergency preparedness drills with state agencies; local planning commissions; project updates for local officials; representation on boards and advisory committees.

Examples:

- North Carolina Utilities Commission
- U.S. Forest Service
- Virginia Department of Environmental Quality
- Federal Energy Regulatory Commission

COMMUNITY ORGANIZATIONS

Channels of Engagement:

Partnerships and networking relationships; employee volunteer projects; participation on boards and advisory committees; corporate charitable giving and employee matching gifts; traditional and social media; website, newsletters and bill inserts; community recognition events and sponsorships; teacher workshops; student environmental projects; business alliances; retiree organizations.

Examples:

- Dominion Cove Point Facebook page and Twitter handle
- Stakeholder roundtable discussions – integrated resource supply and demand planning process
- Maryland Conservation Council
- Buckingham (VA) Community Advisory Group

INVESTORS/WALL STREET

Channels of Engagement:

Annual shareholder meeting; annual report; proxy communications and citizenship/sustainability report publications; investor newsletter; online account

services; webcasts; quarterly earnings conference calls; institutional investor meetings and conference calls; security analyst road shows

Examples:

- Dominion Analyst Day, New York, NY, Feb. 9, 2015
- Investor Connection newsletter
- 2015 Summary Annual Report
- Investor Relations Reference Book

EMPLOYEES

Channels of Engagement:

Print and electronic communications; town hall meetings with executives; quarterly safety meetings; diversity councils; awards/recognition banquets; volunteer opportunities; employee surveys; labor negotiations; wellness blog; career/leadership development training; confidential compliance hotline; annual performance appraisal process; Employee Assistance Program

Examples:

- Employee resource groups
- DomNet intranet website
- Annual "Volunteer of the Year" recognition banquets
- "Quick Pulse" and "Dominion Dialog" employee engagement tools

Selected Other Stakeholder Groups:

- Suppliers, contractors, business partners
- Educational community
- Job candidates
- Environmental organizations
- Faith-based policy organizations
- Media outlets
- Labor unions
- Industry trade associations
- Neighborhood associations
- Emergency first responders
- Retirees



› INNOVATION

As part of our commitment to provide safe, clean and reliable energy, we drive energy innovation by leveraging our expertise and capital to offer customers innovative options and solutions for lowering their energy use, reducing environmental impacts and helping to build a more sustainable economy.

DOMINION RESOURCES INNOVATION CENTER

Dominion is a founding partner in this advanced technology business incubator that provides mentoring and other support services to early-stage companies in a wide range of industrial sectors.

The Innovation Center, located in Ashland, Va., has played a key role in supporting numerous start-up businesses. Recent graduates from the Center were recognized in October 2015 by Virginia's Secretary of Technology for successfully launching high tech companies in the vicinity.

Previous occupants of the high-tech incubator have commercialized such things as high-efficiency electric motors, an algae-based biodiesel fuel, renewable chemicals and ice-release coating technologies for industrial applications, among others. Some of the entrepreneurs currently working at the center are conducting medical instrument technology research and studying waste-to-energy management systems.



INNOVATION



DOMINION IDeAS PROGRAM

The Dominion IDeAS program (short for Innovation, Development and Solutions) encourages our employees to channel their creativity toward the development of marketable products and services.

From concept to prototyping, market assessment, intellectual property protection, and licensing, employee inventors receive step-by-step support and coaching from an IDeAS team member. Successful inventions qualify for the "IDeAS Honors" program that provides employees with mix of recognition and rewards, including a share in any revenues that may result from commercialization.

A new IDeAS blog, "Think +" (or Think Positive), will highlight employee inventions and provide updates and tips on promoting innovation in the workplace.

SMART METER TECHNOLOGY

Smart metering and other smart grid applications are opening doors to increased efficiency and energy management tools and savings for our customers.

Smart metering technology provides a wireless, two-way communication path between Dominion and its customers. Once installed, homeowners and commercial facility managers have the ability to monitor and more precisely control their energy use and costs. And Dominion can better detect problems on the grid and operate it more efficiently.

In 2015, we surpassed 350,000 total smart meter installations at various customer locations in our home state of Virginia – an increase of about 17 percent from the prior year.



VOLTAGE MANAGEMENT AND GRID STABILITY

In 2011, we launched a stand-alone subsidiary, Dominion Voltage, Inc. (DVI) to develop, market and manage an innovative suite of utility software products called EDGE (Energy Distribution and Grid Efficiency).

This pioneering product uses advanced smart metering technology to optimize voltage delivery over distribution lines. Voltage optimization has become a significant element of the smart grid as utilities work to modernize their power delivery systems and integrate distributed energy resources, such as solar and wind power. DVI has emerged as a leading provider of this technology. The EDGE technology platform is currently being used by utilities in eight states and in the province of Ontario, Canada.

In 2015, DVI developed and launched a new product, EDGE Stabilizer™, to add to its suite of voltage optimization products. EDGE Stabilizer helps utilities manage the impact of variable renewable energy resources on the grid and operate it more efficiently.

KITTY HAWK MICRO-GRID

A micro-grid is a group of distributed generation components linked to form a single controllable entity. The Kitty Hawk micro-grid project includes renewable generation resources and energy storage technologies in use at Dominion's Kitty Hawk District Office in North Carolina:

- Four types of wind turbines producing up to 13-kilowatts of power;
- A 6-kilowatt solar photovoltaic array;

INNOVATION

- A lithium-ion battery linked with an on-site, back-up diesel generator;
- Metering and monitoring equipment for data collection; and
- An on-site kiosk that provides real-time data on the operation of the micro-grid.

In 2015, we expanded the project to include two small-scale fuel cells, whose ability to produce continuous power will be tested with the micro-grid's existing renewable generation sources.

OFFSHORE WIND

Dominion continues to champion the potential development of offshore wind energy along the mid-Atlantic coastline. Offshore wind has the potential to provide the largest, most scalable renewable resource for our electric utility customers if it can be achieved at reasonable cost.

To that end, our company is working with public and private partners to engineer, design and permit a 12-megawatt wind turbine demonstration facility about 25 miles off the coast of Virginia.

In 2014, the partnership was awarded a \$47 million grant by the U.S. Department of Energy to complete the project design and installation and to gather operational data from the wind facility starting in 2018. The project's goal is to identify ways to make offshore wind generation more affordable using innovative technologies that can withstand the hurricane-prone waters of the Atlantic.

ENERGY RESEARCH PARTNERSHIPS

Dominion is partnering with about a dozen Virginia colleges and universities, providing \$1.7 million in funding for a variety of renewable energy and alternative technology research projects, some spanning multiple years. The projects include high-efficiency solar cells, advanced offshore wind

technologies, and the integration of battery storage with solar distributed generation, among others. One such project, a 125-kilowatt solar/storage installation at Randolph-Macon College in Ashland, Va., represents the first fully integrated solar and battery storage installation of its kind in Virginia. The project is testing two unique battery technologies linked to a roof-mounted solar system to evaluate how efficiently the batteries can supply power to the grid, even when the sun is not shining.

ALTERNATIVE VEHICLES & FUELS

Dominion is actively engaged in developing and deploying alternative vehicle technologies and fuels to help lower greenhouse gas emissions, reduce worksite noise levels and improve working conditions for our field crews.



Photo: The use of CNG in light-duty pickup trucks requires about 90 percent less gasoline than regular gasoline-fueled, light-duty pickup trucks. In 2015, our CNG vehicle fleet displaced the equivalent of more than 200,000 gallons of gasoline.

INNOVATION

Dominion's Green Fleet

About one in three (32%) of the vehicles in our on-road fleet – numbering about 6,030 cars and trucks – are powered by alternative fuels.

- More than 900 vehicles are powered by B20 biodiesel fuel
- More than 200 run on compressed natural gas (CNG), primarily light- and medium-duty pickup trucks at 12 locations in Ohio
- Hybrid electric vehicles offer lower fuel and operating costs, as well as health and environmental benefits
- Electric vehicles run off of a large lithium-ion battery pack and reduce our fuel use and carbon footprint

See the *Clean Energy Programs* section of this report to learn more about Dominion's efforts to promote EV use among its customers.

DOMINION'S GREEN FLEET (As of Jan. 2015)

Vehicle Type	Number
B20 Biodiesel	928
Flex fuel*	768
Compressed Natural Gas	209
Hybrid Electric	54
Electric	5
Hybrid Electric Diesel	1
Total	1,965

* Flex fuel vehicles operate mainly on gasoline due to the scarcity of Ethanol 85.

11%

growth in our green
vehicle fleet, 2014-2015

AWARDS & RECOGNITION

Performance excellence is a core value at Dominion. We are grateful to the many organizations that have honored our efforts to excel. Here is a representative sample of awards received in 2015.

FORTUNE Magazine

2015 "Most Admired Companies" List

Dominion ranked No. 1 overall among electric and gas utilities, according to nine key attributes of reputation: innovation, people management, social responsibility, financial soundness, use of corporate assets, quality of management, long-term investment value, quality of products/services, and global competitiveness.

FORBES Magazine

"America's Best Employers" List

Dominion was the No. 1 ranked utility and 37th overall among 500 employers in 25 industries included on the list. Dominion also was the top-ranked employer among all industries in its home state of Virginia.

G.I. JOBS Magazine

"100 Most Military-Friendly Companies in America"

Dominion ranked No. 52 on the magazine's list of employers who consistently hire from the military ranks and offer programs to support veterans and their families. This is the seventh year in a row the company has been included on the list.

MILITARY TIMES Magazine

"Best for Vets" Award

Dominion led the energy, utilities, gas and electric category, ranking No. 21 overall out of 75 companies selected. The company has been named a "Best for Vets" employers for six consecutive years.

Edison Electric Institute

"Outstanding National Key Accounts Customer Service Award"

Dominion was recognized for providing exceptional customer service, as well as products and services, to help the company's largest customers operate more efficiently and productively.

Site Selection Magazine

"Top Ten Utilities" Award

Dominion was recognized as one of the nation's "Top Ten Utilities" for its leadership in the economic development arena and its efforts to pursue renewable energy alternatives.

Southeastern Electric Exchange

"Industry Excellence Award"

Dominion Virginia Power was recognized in the transmission line category for its innovative and successful rebuilding of a critical 96-mile, 500-kV transmission line from West Virginia to Maryland. The project was selected based on excellence in achievement, innovation, improvements and technical complexity.

SERC Reliability Corporation

"President's Award"

Dominion Virginia Power was recognized for maintaining excellent operating performance of the electric grid in its service area. SERC is one of eight

AWARDS & RECOGNITION

regional councils in the U.S. responsible for monitoring the reliability of the bulk power system.

POWER ENGINEERING and RENEWABLE ENERGY WORLD magazines

Both publications named the Warren County Power Station, a new \$1.1 billion combined-cycle natural-gas fired generating plant in Virginia, "Gas-Fired Project of the Year" and overall "Project of the Year" for 2015. The 1,329-megawatt station was recognized for its operating efficiency, technological significance, positive community impact and environmental benefits.

Women Presidents' Educational Organization

"Corporate Champion Award," Done Deals Challenge

Dominion was a winner of the Done Deals Challenge, which represents contracts completed between certified Women Business Enterprises and certified corporations operating in the Washington, D.C. area. The "Corporate Champion" award goes to the company with the highest cumulative dollar value of deals struck with educational organizations and business enterprises.

Career Communications Group

"Top Supporters of HBCU Engineering Schools" Award

Dominion was named a leading supporter of accredited historically black college and university (HBCU) engineering programs.

Commonwealth of Virginia

"Governor's Volunteerism & Community Service Award"

Dominion won the corporate category award for its dynamic employee volunteer program and the positive contributions that Dominion volunteers make in communities throughout Virginia.

International Society of Arboriculture

"Gold Leaf Award"

Dominion's acclaimed "Project Plant It!" program was recognized for its outstanding Arbor Day activities and landscape beautification initiatives. The Project Plant It! educational partnership has taught thousands of school children the environmental value of trees through tree planting, conservation and stewardship.

Oil & Gas Industry Northeast Summit

"Corporate Responsibility Award"

Dominion's philanthropic efforts through the Dominion Foundation and its community service initiatives were cited as part of an award-winning, comprehensive commitment to corporate social responsibility.



WORKPLACE

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EMPLOYEE SAFETY

Safety is a core value and our top priority at Dominion. It permeates everything we do. We believe that strong safety performance is the gateway to sustainable operational and financial excellence. That is why our "zero tolerance" for injuries is the only acceptable standard of performance.

2015 PERFORMANCE HIGHLIGHTS

For the eighth consecutive year, we experienced no workplace fatalities – always our leading safety goal. Dominion employees demonstrated their commitment to safety by equaling the company's all-time best OSHA-recordable incidence rate (0.74). The lost time/restricted duty rate (0.38) increased from 2014 levels, as did the total number of hours worked.

30%

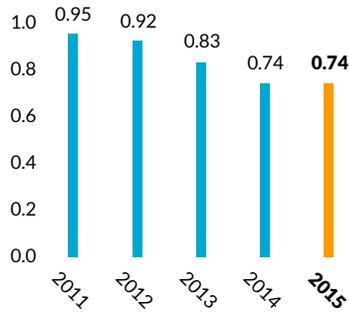
decline in OSHA
recordable
incidents, 2011-2015

Photo: Safety always ranks first at Dominion and is the key to operational excellence

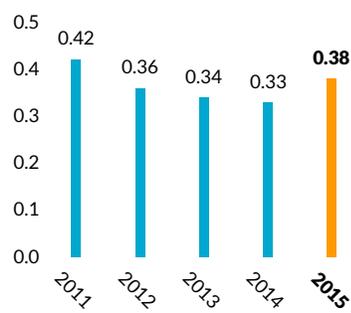
EMPLOYEE SAFETY

SAFETY: OUR TOP PRIORITY

OSHA Recordable Incidence Rates*



OSHA Lost-time/Restricted Duty Rates



*Incidence Rate = Number of recordable incidents per 100 employees per year. This data has been recast to reflect the inclusion of certain incidents of hearing loss that may be work-related and recordable under OSHA regulations.



SAFETY PERFORMANCE, 2011-2015

Year	FTEs *	Man-hours (millions)	OSHA Recordable Incidents	Fatalities	Lost Day/Restricted Duty Cases
2011	15,820	32.9	157	0	68
2012	15,569	31.2	145	0	57
2013	14,570	31.1	127	0	53
2014	14,429	28.9	108	0	48
2015	14,815	29.7	110	0	56

* Full-time equivalents



HEALTH & WELLNESS

We strive to promote a culture of wellness where Dominion employees not only make a living, but also have a healthy, well-rounded life. To that end, we provide employees and their dependents with a wide range of wellness offerings and health management services to encourage preventive care and to support work/life balance.

FOCUS ON WELLNESS

As our workforce evolves and grows more diverse, so must our wellness program evolve over time to be integrated successfully into the fabric of our company's culture. No single solution will fit every employee's needs. Our wellness approach relies on multiple solutions that weave together elements of physical activity, education, communication, incentives, and a long-term perspective.

In 2015, Dominion added some friendly competition to the wellness world to give employees an extra incentive to be physically active. The Step It Up Challenge encouraged our employees to take 250,000 steps during the challenge period – equal to 6,000 steps a day. More than 1,100 employees accepted the challenge and completed this fun, healthy event.

▶ 40

Free fitness facilities available to employees across the Dominion system

› HEALTH & WELLNESS

We are planning another wellness challenge in 2016, called 10K-A-Day. This initiative will challenge employees to take a 10,000-steps-a-day journey to visit fascinating places around the world along virtual routes. Participating employees will be eligible to win a variety of prizes.

LIVE HEALTH ONLINE

In 2015, Dominion began promoting the use of *LiveHealth* Online, an Internet-based resource that employees can access via their computers or mobile devices.

This service makes board-certified physicians available online for quick, easy and convenient video chats. The doctors can answer questions, make a diagnosis and even prescribe basic medications (as permitted by state law). Participating physicians are available 24 hours a day, seven days a week.

Health & Wellness and Work/Life Initiatives

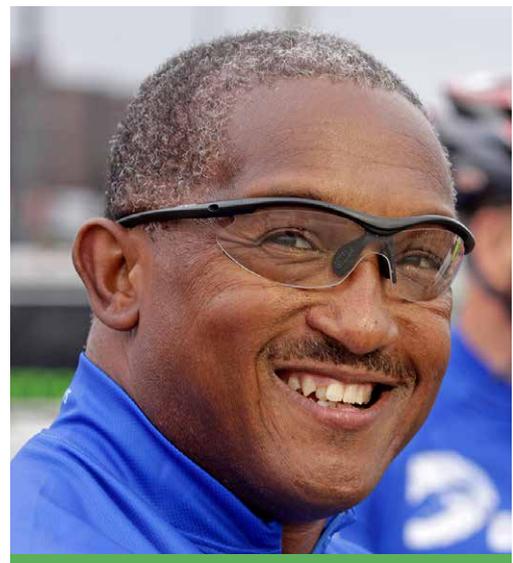
- Health plans (medical, prescription drug, dental and vision benefits as applicable)
- Medical premium credit for eligible employees enrolled in health screenings and assessments
- Condition/disease management program
- Employee assistance program
- Fitness centers and health club discounts
- "Wellness Ambassador" network providing health promotion activities
- Life insurance/accidental death and dismemberment insurance
- Long-term disability coverage
- Pre-natal risk management program
- Adoption assistance
- Employee discounts and loans
- Flexible work arrangements
- Student scholarships and work programs

84%

of non-union employees and

70%

of spouses completed health assessments in 2015





DIVERSITY & INCLUSION

Diversity and inclusion are strategic assets that express our core values and help shape our future as a sustainable business enterprise. The differences our employees bring to work strengthen the company through breadth of experience, perspective and talent. We want our employees to feel valued, respected and be given every opportunity to reach their full potential.

EMPLOYEE RESOURCE GROUPS

As part of our strategic focus on workforce diversity and employee engagement initiatives, we launched a new pilot employee resource group program in 2014. Following the success of our first two employee resource groups for women and veterans, the Executive Diversity Council approved two new groups in 2015 —the African American Resource Group and the Latino Affinity Group.

Employee resource groups (ERGs) are strategic partners that enhance the organization's brand, overall success and profitability. ERGs also help create an inclusive organization by building a workforce that is as diverse as the customers we serve. These groups offer employees the opportunity to network, share concerns and receive support from those with similar backgrounds, experiences and interests. They also can

Dominion Employee Resource Groups:

- African-American Resource Group (AARG)
- Dominion's Veteran Network (DVN)
- Dominion Latino Resource Group (Hola!)
- Women Engaging, Education & Energizing (WE3)

> DIVERSITY & INCLUSION

be valuable tools for improving workplace culture by shedding light on specific issues or barriers that could negatively affect different employee groups.

DIVERSITY RECRUITING

We believe that our workforce should reflect the diversity of the communities we serve. We are committed to recruiting outstanding students with diverse experiences and backgrounds. We also strive to create and reinforce an inclusive, creative and productive work environment in which our employees can grow and succeed.

The **Dominion Diversity Scholarship Program** is open to full-time students enrolled in a field of study that benefits the student and our company. The program helps students achieve their full potential by providing a \$5,000 scholarship and a paid summer internship. The internships provide opportunities for skill development and close interaction with Dominion professionals and cutting-edge energy technologies.

DIVERSITY TRAINING AND INCENTIVES

In addition to rewarding corporate and business unit earnings performance, safety success and other operating and stewardship goals, Dominion's Annual Incentive Plan always features a diversity and inclusion component.

In 2015, for example, we provided our workforce with an assortment of diversity and inclusion training opportunities. Each employee had a goal of attending at least one training workshop, including but not limited to the following subjects:

- Cultivating Respect and Duty to Act
- The Individual and Business Case for Diversity and Inclusion
- Disability Awareness

Dominion's Workforce Diversity Plan

Dominion's strategic workforce diversity plan has four key elements to drive long-term results:

- **Attract** qualified and talented employees that reflect the communities we serve
- **Develop** employees for a successful career, with a leadership pipeline that represents the diversity of both our communities and our workforce;
- **Retain** talented employees
- **Measure** success and create accountability at all levels

› DIVERSITY & INCLUSION

EQUAL EMPLOYMENT OPPORTUNITY POLICY

Dominion is fully committed to non-discriminatory employment practices. We will not discriminate against any employee or job applicant because of race, color, ancestry, sex/gender, religion, national origin, age, disability, genetic information, sexual orientation, gender identity or expression, military or veteran status, marital status, or any other classification protected by law.

In addition, the company will take action to encourage all employees, including women, minorities, veterans and individuals with disabilities, to apply for positions for which they are qualified. We will maintain a work environment that supports the success of all employees, including women, minorities, veterans and individuals with disabilities, and we are committed to using the full potential of all job applicants and employees.



WORKFORCE DIVERSITY AT DOMINION

	2015	2014	2013
Total # of employees	14,743	14,429	14,570
Percentage ethnic minorities (work force)	17.5%	17.3%	17.3%
Percentage ethnic minorities (management)	10.8%	10.4%	9.9%
Percentage women (work force)	20.5%	20.7%	20.9%
Percentage women (management)	16.0%	15.2%	15.8%
Percentage union membership	35.7%	36.5%	36.8%



ENGAGEMENT & DEVELOPMENT

An engaged and motivated workforce drives strong individual and organizational performance. We know the more engaged our employees, the safer, more productive and customer-focused they will be – and also the more committed to the company's strategic goals and mission.

Guiding Principles: Employee Engagement Programs

- Communications that align company and employee needs and reinforce our mutual commitments and responsibilities
- Performance and accountability that emphasize results and define and measure success at every level
- Development initiatives that identify and grow leadership capacity and career path potential
- Recognition programs and awards that honor and encourage outstanding job performance, innovation and community service

› ENGAGEMENT & DEVELOPMENT

CHANNELS OF ENGAGEMENT

Some of the channels we use to engage employees:

- Regular print and electronic communications, including:
 - an online employee magazine, "YOU"
 - "Dominion Voice" employee Facebook page
 - "High Five" online recognition of accomplishments
- Face-to-face meetings with senior management
- Awards/recognition banquets
- "Dominion IDeAS" innovation program (see related article)
- Company-sponsored volunteer opportunities
- "Dominion Family Fun Days" events

DOMINION CAREER CENTER

We are committed to helping our employees meet their career aspirations and broaden their professional experiences. The Dominion Career Center encourages employees to take an active role in planning their careers by assessing their skill sets and interests and enhancing their awareness of positions in the company for which they are qualified. The Career Center offers a variety of resources, including:

- Career Counseling
- Self Assessments
- Interview Coaching & Mock Interviews
- Goal Setting
- Resume development and Action Planning
- Performance Development Plans
- A professional development lending library

Innovators Wanted

To promote employee creativity, we developed an innovation program called "Dominion IDeAS," which stands for Innovations, Developments And Solutions. Our goal is to encourage, support and protect employee innovations and inventions with viable commercial potential.

For example, one of our Dominion Virginia Power linemen invented a way to make working on power lines safer and easier. He partnered with a group of students at the Virginia Commonwealth University DaVinci Center for Innovation to streamline his invention to make it market ready.





LABOR RELATIONS

Dominion respects and recognizes the right of its employees to bargain collectively through representatives of their own choosing for rates of pay, wages, hours of employment, working conditions, and other employment-related issues.

We are committed to building and maintaining constructive relationships with the local unions in eight states that represent more than one in three of our employees.

Dominion recognizes the following five unions as the exclusive representatives of our employees. The company bargains collectively and in good faith with them in accordance with the National Labor Relations Act and consistent with the highest ethical standards.

- **IBEW Local 50** – Dominion Virginia Power/North Carolina Power
- **UWUA Local 69** – Dominion Transmission/Dominion Hope
- **UWUA Local 310** – Manchester Street Station, Rhode Island
- **UWUA Local G555** – East Ohio Gas
- **IUOE Local 420** – Kewaunee Station, Wisconsin *

*Merchant nuclear station that has closed due to unfavorable market conditions.

36%

of our employees
are union members



WORKFORCE PLANNING

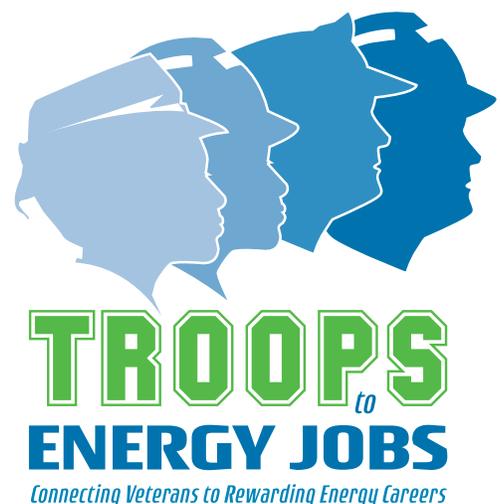
The Baby Boom retirement wave presents us with significant workforce planning challenges, including recruiting, retaining and developing the next generation of company leadership. Changing demographics and skilled-labor shortages could have an even greater impact on our long-term success than technology, commodity prices, or any number of other important concerns.

MILITARY AND VETERAN RECRUITING

Military and veteran recruiting is a special focus area at Dominion. We have found that veterans possess many of the skill sets we seek in our workforce, including safety consciousness, civic mindedness and a strong work ethic.

Our company is recognized as a private-sector leader in helping veterans and their families find and keep jobs in the civilian workforce by a number of publications serving the military, including *GI Jobs*, *Military Times* and *U.S. Veterans* magazines.

The *Troops to Energy Jobs* program, which Dominion helped pilot in 2011, is designed to link military veterans leaving the service with jobs in the energy industry. In 2013, chairman and CEO, Tom Farrell, helped launch the initiative nationally with a template to be used for military outreach, education, recruiting and retention.



WORKFORCE PLANNING

Between 2010-2015, Dominion hired almost 750 veterans – about 20 percent of all new hires during that period. Approximately 1,600 of our employees are veterans – more than 10 percent of the total workforce.

TECHNICAL SCHOOL PARTNERSHIP

More than half of the positions we need to fill are either semi-skilled or skilled labor positions that do not require two-year or four-year degrees. Consequently, we are partnering with Career and Technical Education high schools to create a pipeline for many of those jobs.

We are engaging with students, teachers, school administrators and parents to raise awareness about these job opportunities and their requirements, and to expose them to our work environments. The main objective is to ensure that high school students understand there are alternative paths to rewarding careers in the energy industry.

SOCIAL MEDIA STRATEGY

To help with our strategic recruiting efforts and engage potential job applicants, we launched a social media strategy in 2014.

- Dominion Careers on Facebook publicizes events, job openings and related content, allowing potential candidates to connect with the company's staffing department.
- Dominion's summer interns (*#dominterns*) have their own Facebook group, which allows them to interact during the school year with each other and with our staffing team.
- The Dominion LinkedIn page publishes company news, as well as current job postings. This allows our followers to engage with our staffing team and enhance awareness of our brand within their professional networks.
- The Dominion Instagram account provides a platform for publishing photos that promote company events and current news.

191

veterans hired in 2015

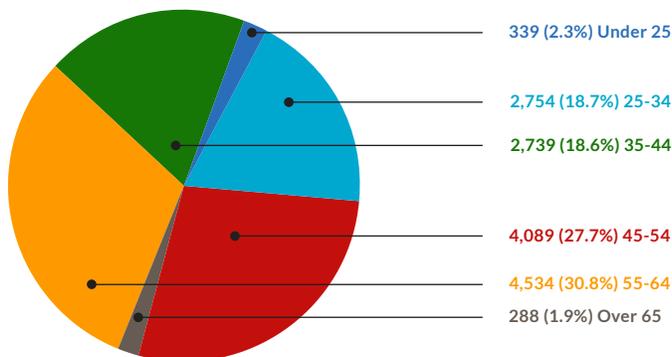
Our Recruitment Tools

- The Internet and social media
- Career fairs
- Visits to college campuses, high schools and military installations
- Career development workshops
- Corporate image advertising
- Scholarships and internships

> WORKFORCE PLANNING

- The Dominion News Twitter account and the Careers Facebook page alert job candidates to career opportunities and job postings via our *#workherewednesday* campaign and others.

WORKFORCE BY AGE - 2015



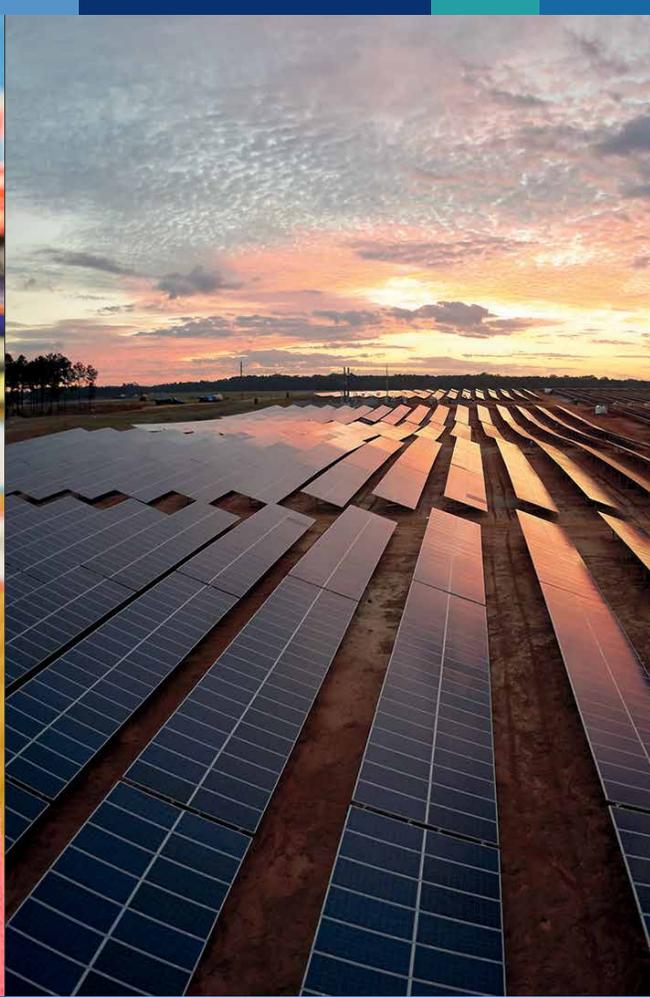
Our Workforce Readiness Model

- Links with our business strategies
- Defines workforce needs to support those strategies
- Identifies workforce gaps
 - Devises solutions to address:
 - Sourcing and recruiting talent
 - Managing the transfer of knowledge
 - Developing and managing employees
 - Strengthening reward/retention policies and programs



1 of 5

Dominion new hires is a veteran



CUSTOMERS

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SERVICE RELIABILITY AND RATES

The reliability of our energy networks is vital to our customers' well-being and to the functioning of our economy. Our goal is to meet those expectations and deliver outstanding and affordable service on a consistent basis. Quantitative metrics provide us with an objective basis for evaluating our service delivery over time.

OUR FOCUS

- Minimize service interruptions and inconvenience to customers
- Restore service as safely and quickly as possible
- Provide customers with timely and accurate information about their service status
- Support our field crews with electronic outage management systems

17%

decline in minutes out
per electric customer,
2011-2015

› SERVICE RELIABILITY AND RATES

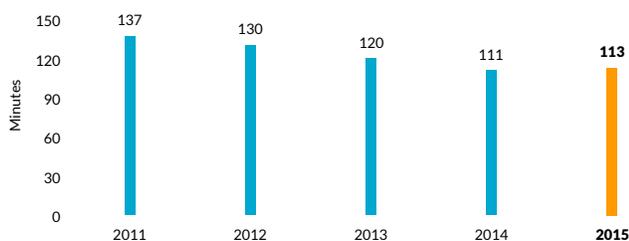
ELECTRIC TRANSMISSION & DISTRIBUTION

In 2015, we placed into service more than \$1 billion in high-voltage transmission assets to enhance grid reliability in Virginia and North Carolina – a company record. This robust capital spending program funded more than 30 major transmission projects. Some of them focused on re-building a 96-mile section of the company's original 500-kV line from West Virginia to Maryland that serves as the backbone of the power grid – the largest project of its kind in our 100-year history. This award-winning project was featured in the December 2015 issue of Transmission & Distribution World magazine.

Other projects involved building new transmission facilities to support customer growth and upgrading system reliability and communications. We also invested in important security improvements, installing physical or electronic barriers at 17 transmission substations and beginning construction on a new System Operations Center.

On the distribution side – the network that directly serves homes and businesses – we completed thousands of projects to strengthen system reliability and resilience. These projects included transformer replacements, circuit reconditioning and the installation of new utility poles, switches and cable.

ELECTRIC SERVICE RELIABILITY, 2011-2015
(Customer minutes out, 3-year rolling average, excluding major storms)



STRATEGIC UNDERGROUNDING PROGRAM

Placing the most outage-prone overhead electric distribution lines and equipment underground is another way to improve service reliability. We envision a multi-year program, subject to annual Virginia regulatory approval.

Each underground project is designed to benefit customers either by reducing the frequency and duration of outages in the most affected neighborhoods or by allowing the company to shift its resources to outages that occur elsewhere on the system.

Relying on extensive data analysis, we have mined 10 years worth of outage information to determine which overhead distribution lines should be placed underground. So far we have converted 805 overhead tap lines to underground using more than 227 miles of cable.

By burying the most outage prone tap lines, we expect to reduce the time it takes to restore service after a storm-related outage by as much as 50 percent.

NATURAL GAS DISTRIBUTION

We have plans to invest about \$200 million a year for the next two decades to replace about 5,500 miles of aged bare steel, cast iron, wrought iron and copper pipe in our Ohio and West Virginia pipeline distribution systems. In addition to the service reliability benefits, this infrastructure program will also reduce methane emissions to the atmosphere.

Service disruptions may result from pipeline pressure losses and fluctuations in flow rates that signal a gas leak in the system, or from third-party damage to mains or service lines.

Our service teams respond to customers' outage-related service requests as quickly as possible. We

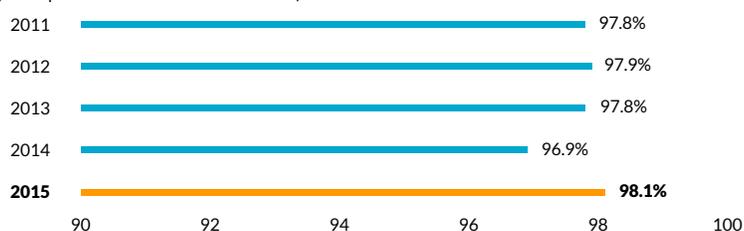
› SERVICE RELIABILITY AND RATES

measure our emergency response performance in 15-minute increments, from receipt of a service call request to time of arrival at the customer's home or business.

In 2015, we responded to 98.1 percent of all emergency calls within 60 minutes, the best performance we have achieved in the past five years.

NATURAL GAS DELIVERY, 2011-2015 EMERGENCY RESPONSE RATE

(Receipt to Arrival Within One Hour)



RATES & REGULATION

Dominion's core businesses are its regulated electric and natural gas operations, so regulators are a key stakeholder group for our company. We work hard to engage constructively and communicate regularly with the agencies that oversee our various businesses.

Our utility and merchant power generating fleets are subject to regulation by a number of federal, state and local bodies. Retail rates for generation and distribution service are set by Virginia and North Carolina regulatory authorities and state law. Electric transmission operations are based on rates approved by federal and state authorities.

On the natural gas side of the business, our regulated interstate transportation and storage services and part of our liquefied natural gas storage services are provided under rates approved by the Federal Energy Regulatory Commission. The company's gas distribution services, which are provided to residential, commercial and industrial customers in Ohio and West Virginia, are offered under rates approved by regulators in those states. In all instances, we are committed to maintaining competitively



New pipeline infrastructure improves service reliability and also reduces methane emissions to the atmosphere.

› SERVICE RELIABILITY AND RATES

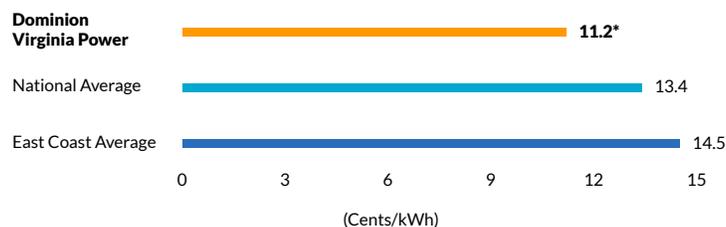
priced and affordable service for our electric and natural gas customers.

AFFORDABILITY

Electric rates for our typical Virginia residential customers were 16 percent below the national average and 23 percent below the average on the East Coast as of January 2016.

RESIDENTIAL RATE COMPARISONS

(Cents/kWh rate; 1,000 kWh/month)



* DVP rates effective Jan. 19, 2016. Other rates effective July 1, 2015.

SOURCE for other rates: Edison Electric Institute, "Typical Bills and Average Rates Report, Summer 2015."

The rates paid by our residential natural gas customers reflect our cost of acquiring the natural gas. These costs are passed directly to our customers on a dollar-for-dollar basis with no profit included in the rate. Gas cost rates change monthly and are approved by state regulatory commissions in Ohio and West Virginia.

DOMINION EAST OHIO RATES, 2011-2016*

(Standard Service Offer rates; Dollars/1,000 Mcf of natural gas)



*Company data





CUSTOMER SERVICE

Our goal is to deliver the quality service our customers expect and deserve. We are focused on helping our customers manage their energy usage by offering innovative and convenient energy solutions.

CUSTOMER ACCOUNT MANAGEMENT

Our customer representatives are trained and motivated to deliver a world-class customer contact experience. They make use of the latest technologies and software applications to resolve customer inquiries as quickly as possible.

Our focus is on making it easier for customers to engage with us online at their convenience. Our top five online services include:

- Bill payment
- Bill viewing
- eBill enrollment
- Energy use monitoring
- Electric service order completions

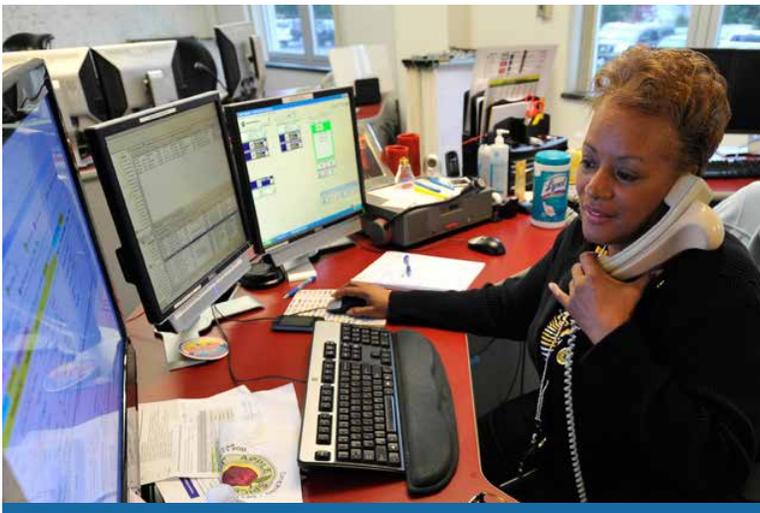
27 MILLION

Total electronic payments processed

> CUSTOMER SERVICE

eBill is the company's paperless billing program. Last year, 39 percent, or more than 978,000 of our electric utility customers, participated in eBill – exceeding the industry average. We also processed more than 13 million online transactions for our electric customers in 2015. On the gas side, we added more than 48,000 customers to the eBill program. Nearly 227,000 natural gas customers now receive their bills electronically.

In total, we processed almost 27 million electronic payments in 2015 from our gas and electric customers in four states – an increase of more than one million above the 2014 level.



Award Recognizes Service Excellence

Dominion was recognized in 2015 by the Edison Electric Institute for providing exceptional customer service, as well as products and services, to help the company's largest customers operate more efficiently and productively.

CUSTOMER COMMUNICATIONS

We use a variety of communication tools to engage our customers and keep them updated on topics such as protecting personal account information, adopting energy-efficiency technologies and preparing for emergencies. Here are some of the ways we promote energy awareness among our customers:

- Print and online bill insert newsletters
- Text messages and email
- Social media
- Advertising and news releases
- Online energy calculators
- Trade shows, exhibits and speaking engagements
- Other community outreach

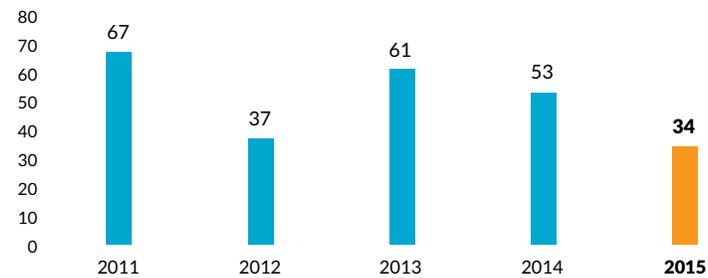
CUSTOMER SERVICE

CUSTOMER SATISFACTION BENCHMARKS

Natural Gas Distribution

ENHANCING CUSTOMER CARE

Average Speed of Answer in seconds
2011-2015

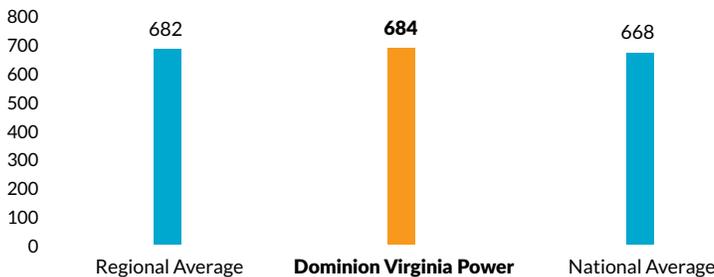


At our natural gas distribution units in Ohio and West Virginia, we measure ASA on an annual basis. Average response time improved by 36 percent in 2015 from the previous year.

Electric Distribution

J.D. POWER CUSTOMER SATISFACTION SCORE

2015

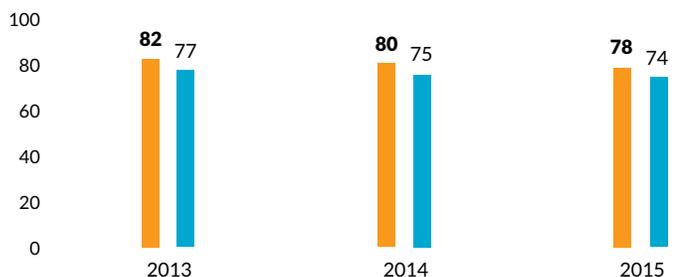


Dominion Virginia Power's score improved by 23 points in the 2015 J.D. Power Customer Satisfaction Study, beating both regional and national averages for utilities of similar size.

Source: J.D. Power & Associates, 2015 "Electric Utility Residential Customer Satisfaction Study," South Region.

AMERICAN CUSTOMER SATISFACTION INDEX

2013-2015



■ Dominion Virginia Power ■ Industry Average

In the ACSI, Dominion scored 78 on a 100-point scale, 4 points above the national utility average. For comparison purposes, the top-ranked company in our sector scored an 82 in 2015.

Source: ACSI Benchmark, Investor-Owned Utilities Utility Sector, Dec. 2015



CLEAN ENERGY PROGRAMS

We actively partner with our customers to expand the range of available clean energy options and to reduce environmental impacts as we evaluate the benefits of innovative technologies and sustainable solutions.

DOMINION GREEN POWER®

At the end of 2015, almost 27,000 electric customers were enrolled in Dominion Green Power®, our voluntary green pricing program that supports the production and growth of renewable energy in Virginia and the surrounding region.

Customers have two options to choose from:

- **100 Percent Option:** For as little as 43 cents per day, customers can match 100 percent of their home electricity use with Renewable Energy Credits (RECs) by paying an additional 1.3 cents per kilowatt-hour. (A typical household using 1,000 kilowatt-hours per month will add \$13 to its monthly electric bill).
- **Block Option:** Customers can purchase RECs in any \$2 fixed increment. Each \$2 block purchased supports 154 kilowatt-hours of renewable energy.

76%

growth in customers enrolled in Dominion Green Power program, 2012-2015

Photo: Solar Partnership installation

CLEAN ENERGY PROGRAMS

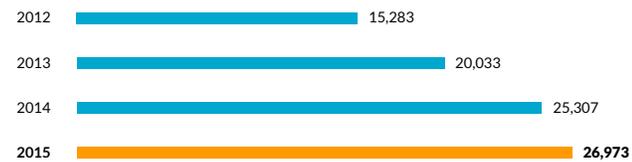
Purchasing RECs through the Dominion Green Power® program allows customers to claim the specific environmental benefits associated with the renewable energy supported. For a typical residential customer, participation in the 100 percent option for one year will reduce carbon dioxide emissions by six metric tons – the amount of greenhouse gas reduction achieved by planting 142 trees.

Our program is certified by Green-e® Energy, the nation's leading independent consumer protection program for renewable energy sales.

For our 120,000 customers in North Carolina, we support *NC GreenPower*, which allows customers to add voluntary tax-deductible contributions to their electric bills. These contributions are used to reduce carbon emissions and increase the production of renewable energy power supplies in North Carolina.

DOMINION GREEN POWER® PROGRAM

Cumulative Program Participants
(2012-2015)

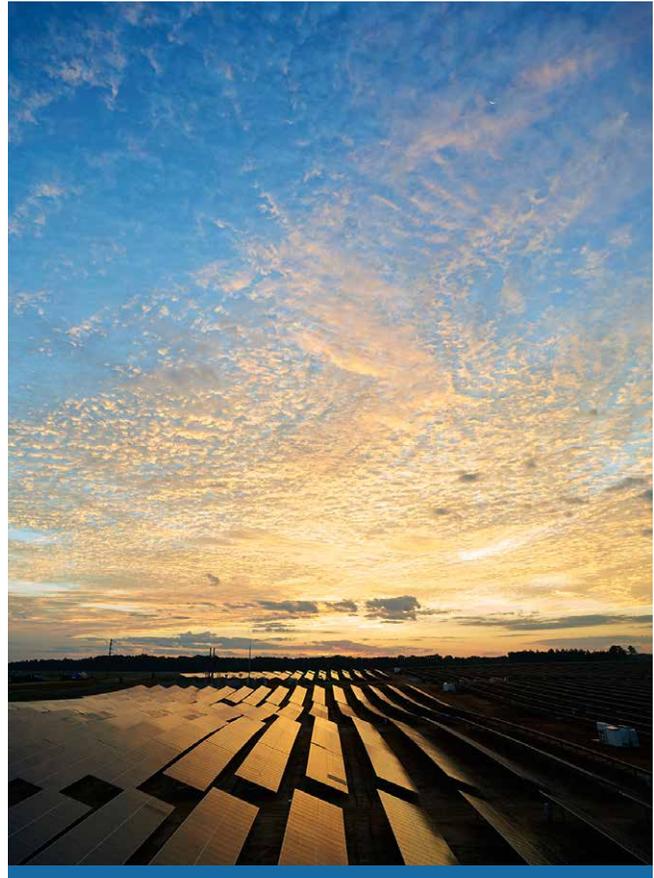


76% Cumulative Growth

SOLAR PURCHASE PROGRAM

Qualified homeowners and business customers in Virginia can participate in our five-year pilot *Solar Purchase Program*, which allows customers to generate and sell electricity and solar Renewable Energy Certificates (RECs) directly to Dominion at a premium rate of 15 cents per kilowatt-hour.

Participating customers continue to purchase all of the electricity for their home or business from Dominion on their current rate schedule. The *Solar Purchase Program* is currently limited to 3,000 kilowatts of installed capacity



and is designed to help customers cover the cost of installing solar generation, while also promoting local clean energy production.

The Dominion Green Power® program directly supports these solar projects through the purchase and retirement of RECs produced by the *Solar Purchase Program*.

Since the program's inception in 2013, more than 100 solar installations have been completed. In 2015, these projects generated more than 1.4 million kilowatt-hours of clean energy and produced more than 1,400 RECs.

> CLEAN ENERGY PROGRAMS

SOLAR PARTNERSHIP PROGRAM

Through the *Solar Partnership Program*, Dominion has received regulatory approval to build and operate up to 30 megawatts of solar energy facilities on leased rooftops or other grounds of private businesses and public properties in Virginia.

This multi-year pilot program is designed to increase our understanding of community-based solar energy by studying its impact and benefits while supporting the growth of this renewable resource in Virginia. At full capacity, the program could produce enough electricity to supply up to 7,500 homes.

Solar Partnership installations completed in 2015 include:

- A 3,000-panel solar rooftop array on two adjacent commercial buildings in Sterling, Va. The system can generate about 750 kilowatts of electricity – enough to supply about 185 homes.
- A 50-kilowatt installation on a university science center in Ashland, Va. The array includes more than 265 solar panels capable of generating enough electricity to serve about 13 homes. This project is the first in the Solar Partnership Program to include a battery storage component.
- Almost five megawatts of additional distributed solar power projects are in development at various locations in Virginia and are scheduled for completion in 2016.

RENEWABLE ENERGY RATE SCHEDULE

A special rate, Schedule RG, provides large, non-residential customers with the option to purchase more of their electricity supply from renewable energy sources than they currently receive from Dominion's generation mix.

Eligible customers authorize Dominion to purchase additional amounts of renewable energy as

What Are Renewable Energy Certificates?

Renewable Energy Certificates (RECs) represent the positive environmental attributes of power produced from renewable energy sources. They are increasingly viewed as the "currency" of renewable power and green energy markets and are issued when 1 megawatt-hour (mWh) of renewable electricity is generated and delivered to the electric power pool. RECs can be bought and sold, allowing their owners to claim that renewable power was produced to meet the electricity demand they create.

For every amount of renewable energy generated and delivered to the regional power pool, an equivalent amount of RECs are created. So when customers enroll in the Dominion Green Power® Program, the company purchases RECs to match the amount of renewable energy they purchase. The more RECs that are sold, the more demand is created for renewable energy.

These RECs may be purchased from wind, solar or biomass facilities, and the additional cost is added to the customer's monthly electric bill. RECs purchased for the Dominion Green Power® program are separate from and in addition to those purchased by the company to meet state Renewable Portfolio Standard requirements. Dominion does not earn a profit on this program.

> CLEAN ENERGY PROGRAMS

determined by the customer, who is responsible for all associated costs under Schedule RG. The renewable energy provider signs a power purchase agreement with Dominion equal to the amount of renewable energy purchased under the customer's contract.

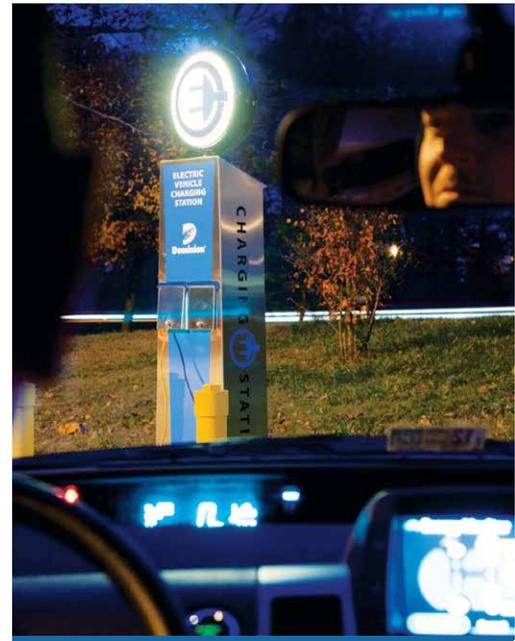
The remainder of the customer's energy and capacity requirements are covered under their existing rate schedules.

ELECTRIC VEHICLE PILOT PROGRAM

More than 500 Dominion Virginia Power customers who drive electric vehicles (EVs) are taking advantage of special charging rates through a pilot program approved by state regulators. The pilot program is limited to 1,500 customers. Enrollment ends on September 1, 2016, and the pilot project will conclude on November 30, 2018.

The pilot program provides customers with two rate options:

- **EV Only Pricing Plan:** Customers install a second, dedicated meter at their house to measure the amount of electricity used to charge an EV. Charging prices will be lower during the nighttime hours when power demand is reduced.
- **EV + Home Pricing Plan:** A "whole house" rate option, which allows customers to take advantage of lower prices for power used by all of their household appliances, including the EV charger, during off-peak hours. A special meter is installed at the customer's home that measures power usage in 30-minute intervals. This allows participating customers to receive variable prices from Dominion, depending on when and how much electricity is used at the residence.



Electric vehicle charging station



ENERGY CONSERVATION

We partner with our customers to help them make informed choices by providing informational resources and programs whose purpose is to improve efficiency, control energy costs and reduce environmental impacts.

ELECTRIC CUSTOMERS

We continued in 2015 to enroll customers in our existing conservation and energy efficiency programs.

For Our Residential Customers:

- Appliance Recycling *
- Home Energy Check- Up
- Duct Sealing
- Heat Pump Tune- Up
- Heat Pump Upgrade
- Income and Age Qualifying Home Improvement Program
- Smart Cooling Rewards

For Our Business Customers:

- Non-Residential Energy Audit
- Non-Residential Duct Testing & Sealing
- Non-Residential Distributed Generation *
- Non-Residential Lighting Systems & Controls
- Non-Residential Heating and Cooling Efficiency
- Non-Residential Window Film

* Not available to our North Carolina customers.

› ENERGY CONSERVATION

NATURAL GAS CUSTOMERS

At our Dominion East Ohio natural gas distribution company, we are investing \$9.5 million a year in conservation and energy efficiency programs for our customers. Of that annual total, \$6.5 million is targeted to home weatherization programs for qualified low-income customers.

We work with a DSM (demand-side management) Collaborative, comprised of Dominion East Ohio, the staff of the Public Utilities Commission of Ohio, consumer advocates and other interested stakeholders, to determine programs for the remainder of the conservation and energy efficiency funding.

Based on input from the DSM Collaborative, we are investing \$3 million annually in a residential retrofit program called "Home Performance with Energy Star." We offer this program in partnership with CLEARresult, an independent service provider. It features a home energy assessment performed by qualified auditors.

As agreed with the DSM Collaborative, we implemented a non-residential energy assessment program in 2014, which is administered by the Council for Smaller Enterprises and will run through 2016.



New Program Recycles Old Appliances

Our Dominion Virginia Power subsidiary launched a new program in 2015 to help customers get rid of old appliances, reduce power use and save money.

Studies show that old refrigerators and freezers using outdated technology can drive up residential electricity bills, adding as much as \$100 a month to homeowners' power costs.

Under Dominion's program, our crews will pick up and recycle old, inefficient refrigerators at no cost to customers. Homeowners who take advantage of the program receive a \$50 incentive award.

Of the 170 million or so refrigerators thought to be in use in the U.S., at least 60 million are more than 10 years old. Many of them are kept in garages, where exposure to heat can result in higher electricity use and cost.

ENERGY CONSERVATION

PROGRAM EVALUATION

We have adopted Evaluation, Measurement & Verification Plans at our electric distribution business to document energy savings and customer demand levels relative to our conservation and energy efficiency offerings.

Partnering with an energy and sustainability consultant, we will report our findings from the previous calendar year to Virginia and North Carolina regulators every April. These reports will include actual data, cumulative program results compared to forecasted annual projections, and any observations or recommendations that result from our analysis of the data we collect.

ONLINE TOOLS

We provide a number of web-based resources at www.dom.com/savenowVA to help our customers reduce their energy costs and use, including:

- Energy-saving tips
- Energy calculators
- "Be An Energy Star Kid"





COMMUNITY

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CAUTION  **Dominion**

PUBLIC HEALTH & SAFETY

The health and safety of the public and our employees is priority number one. That is why we work hard to maintain and improve the integrity and reliability of our energy infrastructure, our emergency preparations and our public communications.

PARTNERS IN SAFETY

One way we work to promote public safety is to partner with first responders, such as local fire departments, to make sure they understand the potential hazards of electricity and natural gas.

Electric safety. In Virginia and North Carolina, our electric distribution Safety & Training team uses a mobile, high-voltage line demonstration unit to instruct emergency responders, construction industry employees and the media on the potential dangers of live power lines. Company safety specialists facilitate these demonstrations, which are typically held at first responder and governmental safety training centers.

In addition to live line demonstrations, Dominion representatives partner with K-12 schools to provide electrical safety education using a table-top safety village.



› PUBLIC HEALTH & SAFETY

Natural gas safety. Our natural gas distribution company conducts "Pipeline Emergency Response and Excavator Awareness" and "811 – Call Before You Dig" public safety campaigns at various locations in Ohio and West Virginia. By partnering with state agencies, emergency responders, local officials and excavators about pipeline safety procedures, our goal is to reduce third-party "dig-ins" – the leading cause of damage to the pipelines that deliver natural gas to our customers.

Our Gas Safety & Training specialists partner with area firefighters at company fire-school facilities to provide training in extinguishing natural gas fires under controlled conditions. Dominion trainers also travel to area fire departments to provide "Partners in Safety" presentations on natural gas safety and carbon-monoxide awareness.

Company service representatives making house calls work with our customers to increase awareness of the potential dangers of carbon monoxide in malfunctioning gas appliances.

NUCLEAR SAFETY

Safety at Dominion's nuclear stations is paramount in our efforts to protect the public health and safety. The company's nuclear safety policy makes clear that every employee in the company's nuclear operations must have a profound respect for the safety of the reactor core and work proactively to prevent any and all nuclear events from occurring.

- **Radiological safety** focuses on ensuring that workers minimize their exposure to radiation while working in areas where the potential for exposure exists. This includes adhering to long-established industry standards for keeping radiation exposure as low as possible.
- **Industrial safety** focuses on following strict and rigorous safety practices and procedures to prevent on-the-job accidents and injuries. All of Dominion's

nuclear stations have been certified as "Voluntary Protection Program Star" sites by the U.S. Occupational Safety and Health Administration. The VPP Star is OSHA's top designation for industrial safety.

PHYSICAL AND CYBER SECURITY

Physical Security

As part of our overall strategy to improve the resiliency and security of the electric grid, Dominion is installing additional physical security measures at substations throughout Virginia.

We are planning to spend up to \$500 million over the next 5-7 years to harden our transmission substations and other critical infrastructure against man-made physical threats and natural disasters, as well as stockpile crucial equipment for major damage recovery.

We are also building a new Systems Operations Center (SOC) that will feature state-of-the-art security technologies to assist with real-time monitoring of the grid and maintain reliability. The new and expanded SOC will have the ability to support rising industry and regulatory requirements. Construction began in 2014 and is expected to be completed in 2017. The existing operations center will be converted into a backup and training facility.

Cyber Security

In the area of cyber security, we use an integrated set of protections to safeguard critical energy infrastructure, the continuity of our operations and the confidentiality, integrity and availability of data and systems – including those involving customer and investor information.

In addition, Dominion employees receive periodic cyber security awareness training to complement job-specific training. We safeguard customer information

› PUBLIC HEALTH & SAFETY

on secure systems with restricted access. Multiple security controls help protect this information whenever we store or transmit it.

EMERGENCY PREPAREDNESS & RESPONSE

Emergency planning, preparation and response are key components of Dominion's integrated, enterprise-wide risk assessment framework. Our emergency preparedness programs enable trained personnel to identify, evaluate and manage through a wide variety of potential emergencies and major events, including those caused by severe weather and equipment malfunctions.

Crisis Response

Dominion has a comprehensive and integrated *Crisis Response, Business Resumption & Communications Plan*. This plan is designed to ensure that we react swiftly and appropriately to manage crises, maintain or resume critical business functions, and communicate effectively with all stakeholder groups. The plan is designed to fully integrate the preparations and response to ensure that best practices and lessons learned are applied consistently across the company.

Under the plan, we conduct dozens of drills and educational sessions annually to test all phases of crisis response: operations, communications and corporate support. These drills hone our capabilities in areas such as storm response, nuclear-related emergencies and business resumption planning. They often include participation by emergency responders and other outside groups and are in addition to dozens of other business-unit or site-specific drills that focus on operational responses.

SAFETY COMMUNICATIONS

We make available to our customers, contractors and the educational community an array of print, broadcast and digital resources to raise awareness about safety and potentially hazardous situations and to minimize accidents involving electricity and natural gas.



Photo: Emergency preparedness plans help trained personnel to identify, evaluate and manage through potential emergency situations.

Social Media

We are increasingly using social media channels, including YouTube, Facebook, Twitter, Periscope and Instagram, to engage with our customers and the public about safety, storm-related outages, community involvement, environmental protection and other issues of mutual interest.

In 2016, our social media team will take advantage of more live video streaming channels, such as Periscope and Facebook Live, to share important information with our customers and the public when it matters most.

EnergyShare®



ENERGY ASSISTANCE PROGRAMS

Our energy assistance initiatives are designed to fill the gaps resulting from state and federal funding cuts for low-income heating and cooling assistance programs.

TYPES OF ENERGY ASSISTANCE

In Virginia, Dominion Energy Assistance Outreach representatives partner with social workers and public service agencies to host energy assistance and conservation fairs designed to raise public awareness about four types of available assistance:

- **Fuel assistance** to help eligible households pay their home heating bills;
- **Crisis assistance** to help individuals and families in heating emergency situations pay security deposits and utility bills, repair or replace heating equipment and fuel or find emergency shelter;
- **Cooling assistance** to help pay summer electric bills or buy and/or repair cooling equipment; and
- **Weatherization assistance** to help increase household energy efficiency and reduce air leaks.

**\$8.7
MILLION**

Total 2015 EnergyShare assistance

› ENERGY ASSISTANCE PROGRAMS

ENERGYSHARE

EnergyShare is Dominion's signature heating and cooling assistance partnership program. For the past 34 years, the program has helped our eligible electric customers in Virginia and North Carolina pay their energy bills. Qualified natural gas customers in Ohio who have exhausted all other types of assistance have benefited from EnergyShare funding for the past 14 years.

EnergyShare®

A Legacy of Community Partnership

\$75 MILLION in donations received from employees, customers and business/civic partners

340,000 families and **800,000** individuals have been helped with their energy bills

FAN CARE

Fan Care, another Dominion-sponsored cooling assistance program, continued to assist elderly Virginia residents stay comfortable in their homes during the summer months. For more than 20 years, we have teamed up with the Department for Aging and Rehabilitative Services to provide free fans to eligible seniors who live in our service area.

Fan Care is funded by an annual grant of \$50,000 from The Dominion Foundation and administered by local area agencies on aging. A similar program for our North Carolina customers is administered by the North Carolina Division on Aging with a \$5,000 grant to the agency's "Project Fan Heat Relief" program.



20,400

Households supported
by EnergyShare funds

› ENERGY ASSISTANCE PROGRAMS

EnergyShare Broadens Its Reach

In September 2015, Dominion launched a five-year pilot program that will expand the funding and scope of EnergyShare to assist more low-income customers in Virginia, especially the elderly, people with disabilities and military veterans.

The company has committed \$57 million through 2019 to help more qualified customers pay their energy bills and also receive free weatherization services and educational outreach to achieve sustainable reductions in their household energy costs.

The pilot will build on the company's existing EnergyShare heating and cooling assistance program, as well as existing energy conservation and educational outreach initiatives to essentially double current funding and participation levels.

The White House, in an August 24, 2015 news release announcing new actions to increase household energy efficiency, praised the EnergyShare expansion and referred to it as "a collaborative model for how utilities can work with state agencies and non-profits to provide sustainable savings for those facing financial hardships through a combination of energy assistance and energy efficiency."





› PHILANTHROPY

We view charitable giving as an integral aspect of good corporate citizenship and an opportunity to engage and support the communities we serve in ways that align with our business interests.

DOMINION FOUNDATION

The Dominion Foundation is the philanthropic arm of our company. Its overriding purpose is to improve the physical, social and economic well-being of the communities served by Dominion businesses.

The Foundation is a registered 501 (c)(3) charitable entity that is governed by a board of directors consisting of Dominion officers and staff. The board meets periodically to review the Foundation's philanthropic strategy and budgets, set policies and approve grants of \$25,000 or more.

A corporate and regionally-based group of Community Investment Boards serve as advisory bodies to the Foundation board, assisting with grant proposal reviews and making recommendations to the board.

Dominion Foundation Focus Areas

- **Human needs:** Food, warmth, energy-efficient shelter, access to basic medical and health care;

**\$153
MILLION**

Dominion Foundation
grants, 2006-2015

PHILANTHROPY

- **Environmental stewardship:** Protection of natural resources, energy efficiency initiatives to assist nonprofits;
- **Education:** Role of energy in the economy, future workforce skill set development; and
- **Community vitality:** Diversity awareness, neighborhood revitalization, community and cultural initiatives.

2015 STRATEGIC INITIATIVES

In 2015, the Dominion Foundation sponsored three competitive grant programs to support qualified community, environmental and educational organizations in the regions we serve:

- **Community needs:** \$1 million in grants to 119 nonprofits in 12 states providing essential community services, such as housing, food security, medicine and health services.
- **Environmental Stewardship:** \$1.2 million in grants to 52 nonprofits in eight states to support specific projects whose goal is environmental improvement.
- **Educational Partnerships:** \$1.5 million in grants to more than 140 K-12 and post-secondary and college-level institutions in 11 states and the District of Columbia. These grants promote the study of energy and environmental issues at the K-12 level and also fund energy, environmental, engineering and workforce development initiatives at the post-secondary level.

SUPPORT FOR STEM EDUCATION

In 2015, the company provided a total of \$3.8 million, or 26 percent of its charitable grants, to support K-12 schools and colleges and universities in the states where the company operates.

Many businesses, including Dominion, face a growing challenge of replacing retiring baby boomers with employees who are skilled in the STEM fields – science, technology, engineering and math – subject areas that are critical to our business. For that reason, we partner with the educational community to strengthen STEM competitiveness and help prepare students for tomorrow's workplace.



Foundation Promotes Solar Power

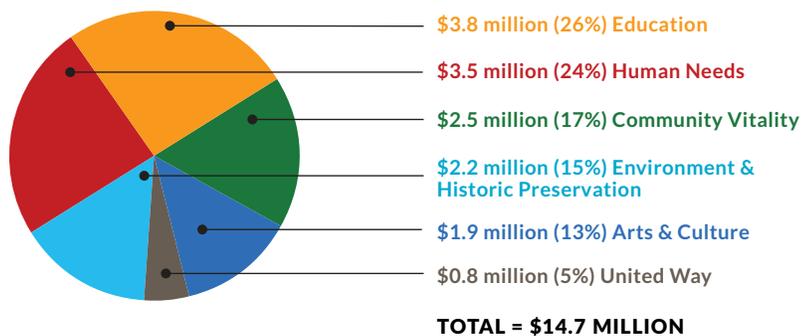
The Dominion Foundation has contributed \$100,000 to fund a company partnership program with The National Energy Education Development Project (NEED). Dominion selected four schools in Virginia to pilot a new solar education program, "Dominion Solar for Schools," during the 2015-2016 academic year.

The four schools were selected for their efforts to support renewable energy and their interest in teaching students and community residents about the benefits of solar power. NEED will provide teacher training and a curriculum to help students measure, record, track and share data with other participating schools about their photovoltaic systems and operations.

PHILANTHROPY

Grants to K-12 schools target STEM-related and environmental and energy-related projects. Higher educational funding goes to support workforce development in key areas, such as business, engineering, craft and environmental studies. Dominion is also funding an R&D program with Virginia universities for alternative and renewable energy research.

2015 CHARITABLE DONATIONS



*Excludes \$6.6 million in low-income fuel assistance donations and \$1.9 million in sponsorships and scholarships.

MATCHING GIFTS PROGRAM

Dominion has a matching funds program to encourage our employees and retirees to support eligible non-profit organizations where they live and work. Eligible gifts are matched on a dollar-for-dollar basis. Employees and retirees may request matching gifts of up to \$5,000 per calendar year.

To encourage volunteer community service, any employee or retiree who serves on the board of directors of a qualified recipient organization or who gives at least 50 hours of volunteer service per year to that organization can request a 2-for-1 match of their gift once each calendar year. The company's Matching Gifts program is now available to part-time employees, too.

In 2015, Dominion matched \$1.7 million in employee and retiree charitable gifts to qualified non-profits in 47 states.

\$1.5 MILLION

2015 educational grants to 40 colleges and 102 K-12 schools in 11 states



› VOLUNTEERISM

Employee volunteers reinforce our core values and set a high standard for community service. Their outreach and goodwill teach us what it means to look beyond individual job responsibilities to the larger needs of society. Their generosity helps build bonds with the communities that sustain our business.

ENERGIZING OUR COMMUNITIES

Since 2000, our signature volunteer initiative has been "Energizing Our Communities," a companywide, employee-led effort to improve the quality and accessibility of environmental resources in the communities where we do business.

From 2000-2015, about 8,000 Dominion employees have participated in more than 200 projects to beautify parks, assist with erosion control, remove invasive species, clean rivers, replace osprey nesting platforms, restore greenhouses, and much more.

Other volunteer initiatives have included such things as:

- Assembling and distributing emergency preparedness kits;
- Installing access ramps for the disabled;
- Weatherizing homes to improve energy efficiency;
- Planting pollinator plants to restore native butterfly habitats; and
- Preparing and delivering meals to the home-bound.

31

years of volunteer
service to the
community

> VOLUNTEERISM

ENGAGING & RECOGNIZING VOLUNTEERS

Our Volunteer Leave Time Policy provides full- and part-time non-union employees with one day of paid time off each year to pursue volunteer activities of their choosing. This is above and beyond any company-sponsored volunteer projects in which they may participate. Volunteer project hours are recorded in the company's volunteer database for documentation purposes.

To pay tribute to our volunteers' outstanding work in the community, we hold an annual recognition banquet in Virginia and Ohio. Since 1986, more than 300 Dominion employees have been honored by their peers as "Volunteers of the Year." Each year, employees are chosen by a panel of community leaders for their exemplary community service. Dominion makes a financial contribution in the name of the award winners to a charity of their choosing.

Volunteers Support EnergyShare

In September 2015, we launched a major expansion of EnergyShare, Dominion Virginia Power's legacy low-income fuel assistance program.

Feedback received from more than 30 stakeholder groups, including state agencies, nonprofits and other community organizations, indicated a growing need for energy efficiency programs designed to reduce long-term energy costs. The expanded EnergyShare program targets low-income, elderly and disabled individuals and military veterans and now includes home weatherization and energy education outreach services – provided in part by Dominion volunteers.

Employee volunteers are being trained to make energy improvements to individual and group homes and to be "EnergyShare Ambassadors," providing residents with practical information on ways to reduce energy use and save on their energy bills.



110,000

hours of employee
volunteer service
in 2015

Photo: Dominion volunteers build one of two pedestrian bridges to help protect hikers and the surrounding wetland habitat at the FrancisEmma Nature Preserve in Powhatan, Va.



SUPPLIER DIVERSITY

We support diversity in the supply chain to promote collaboration and innovation, leverage the best talent in the community and provide superior value for our customers.

TYPES OF ENERGY ASSISTANCE

Our business is supported by a diverse population, and we believe we have a responsibility to reciprocate. As a result, we set rigorous annual goals for spending with diverse suppliers, and we set clear expectations of our procurement teams and business leaders and assign responsibilities for meeting our goals.

In all cases, our partnerships with diverse suppliers translate into economic growth and increased employment opportunities in the communities we serve. The products and services we receive range from equipment and hardware to construction services and environmental consulting.

**\$502.8
MILLION**

Single year record in
diverse supplier
spending

› SUPPLIER DIVERSITY

DIVERSE SUPPLIER PARTNERSHIPS

We actively partner with government agencies, minority business groups and advocacy organizations to develop sourcing opportunities for diverse suppliers. In many cases, Dominion employees hold important leadership positions with these organizations. Examples include:

- The Carolina-Virginia Minority Supplier Development Council
- The Northern Ohio Minority Supplier Development Council
- The Metropolitan Business League
- The Women Presidents' Educational Organization
- The Virginia Department of Minority Business Enterprise
- The Virginia Asian Chamber of Commerce
- The Hispanic Chamber of Commerce
- Other local Chambers and advocacy groups

**\$2.1
BILLION**

Total diverse supplier spending, 2011-2015

SUPPLY CHAIN DIVERSITY

	2013	2014	2015	(+/-) 2014 - 2015
Diversity Spend Goal	\$380M	\$413M	\$442M	7.0%
Total Diversity Spend	\$393.4M	\$472.5M	\$502.8M	6.4%
Total Supplier Spend	\$4.6B	\$5.8B	\$5.9B	1.7%
% of Diversity Goal Met	103.50%	114.00%	113.80%	-0.2%
% of Diverse Spend to Total Spend	8.60%	8.20%	8.40%	2.4%

GROWTH IN SUPPLIER DIVERSITY SPENDING

2011-2015 (million dollars)



60% Cumulative Growth



ECONOMIC DEVELOPMENT

Our business is only as strong as the areas we serve. That is why we are committed to partnering with public and private sector organizations to attract new investment and jobs and build stronger communities that benefit from clean, reliable and competitively priced energy.

FAVORABLE BUSINESS CLIMATE

Our home state of Virginia enjoys a reputation as one of the nation's best places in which to live and do business. It consistently ranks among the top business climates by Forbes, CNBC, Site Selection Magazine, Business Facilities and Pollina Corporate Real Estate. A significant portion of the Virginia economy is tied to the federal government, but the state also benefits from diverse strengths in bioscience, logistics, manufacturing and technology.

OUR ROLE IN ECONOMIC DEVELOPMENT

We are committed to providing high quality economic development services to the communities we serve and to companies considering a new business location or expansion. Competitive electric rates, reliable service and outstanding

#7

Virginia's rank on the Forbes 2015 "Best States for Business" list

ECONOMIC DEVELOPMENT

customer service provide prospective companies with strong incentives to locate in Dominion's service area.

As renewable energy becomes increasingly important to many companies, we are working on a number of different fronts to respond to these interests and balance the need for energy that is clean, reliable and affordable. (See the Customers section of this report under "Clean Energy Programs" for more information).

In 2015, our Economic Development team supported the location or expansion of seven companies in Virginia, representing more than 800 new jobs and about \$1.2 billion in new capital investment. Dominion also was recognized by Site Selection Magazine last year as one of the nation's "Top Ten Utilities" for its work in the economic development arena.

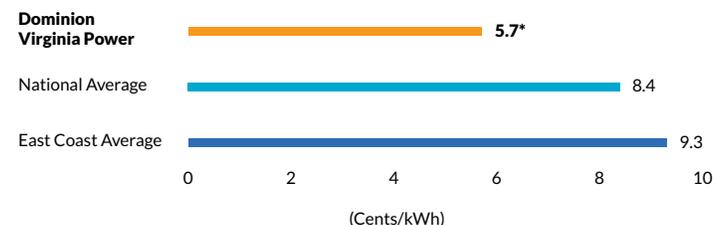
COMPETITIVE ELECTRIC RATES

Reliable and competitively priced electric service is an important factor in attracting and retaining business investment.

Competitive rates for our industrial customers help keep operating costs down and also benefit the state's economy and growth prospects. Under rates in effect in January 2016, Dominion's typical industrial rates were 32 percent below the national average and 39 percent below the East Coast average.

COMPETITIVE INDUSTRIAL RATES

(Cents/kWh rate, 1,000 kW demand/650,000 kWh monthly usage)



*DVP rates effective Jan. 19, 2016

Source for other rates: Edison Electric Institute, "Typical Bills and Average Rates Report, Summer 2015."

10%

of Virginia's private sector workforce is in high-tech – second highest in the nation

ECONOMIC DEVELOPMENT

ENERGY PROJECTS SUPPORT ECONOMIC GROWTH

Dominion's current and planned infrastructure modernization program and environmental investments will help meet Virginia's projected demand growth over the next 15 years and also improve air quality by reducing emissions. (See the Environment section of this report under "Air Quality").

The company's planned capital growth expenditures from 2015-2020 are expected to support thousands of construction jobs and generate hundreds of millions of dollars in local property tax revenues, according to the strategic plan endorsed by Dominion's Board of Directors in 2014.

DATA CENTERS DRIVE ECONOMIC GROWTH

Virginia is home to one of the most significant concentrations of data centers in the world. In fact, in 2015 Northern Virginia became the leading data center market in the nation.

Approximately 70 percent of global Internet traffic now flows through Dominion's service area every day.

In response, we created Dominion Data Center Services to provide one-stop service for data center customers through a streamlined connection process and a pre-certified site program. Sites that are suitable for new data centers are identified and pre-qualified throughout our Virginia service area.

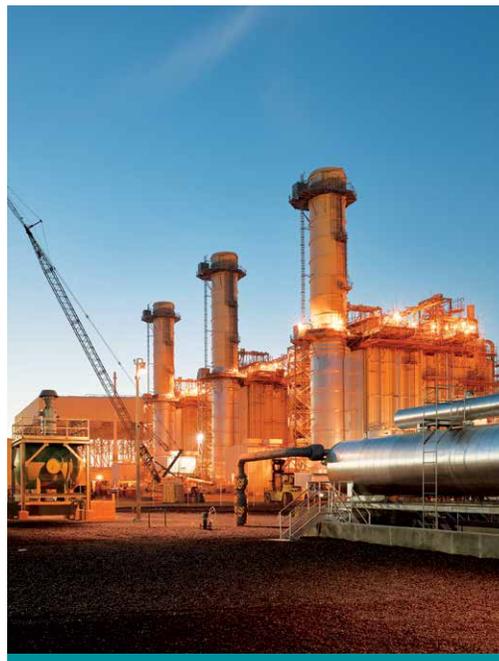
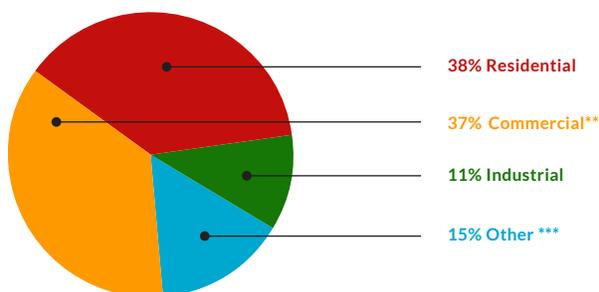


Photo: The natural gas-fired Brunswick County (VA) Power Station, scheduled for service in 2016, will be the county's largest taxpayer and a source of well-paying jobs.

DOMINION VIRGINIA POWER: A DIVERSE CUSTOMER BASE

(2015 MWh Sales % by Customer Class)*



*Assumes normal weather conditions

**Data Centers = 5%; Other Commercial Customers = 32%

***Includes Governmental customers and wholesale



ENVIRONMENT

Climate Change	88
Air Quality	92
Water Quality	95
Biodiversity & Habitat Protection	100
Resource Conservation & Recycling	103
Stewardship & Compliance	106



CLIMATE CHANGE

Dominion is fully committed to meeting the carbon challenge by working for a sustainable solution that balances the interdependent goals of environmental stewardship and economic prosperity.

OUR POSITION ON CLIMATE CHANGE

We believe that a national climate change policy should be developed legislatively, together with a sound national energy policy that provides for fuel diversity, a reliable energy supply and affordable electric service, as well as regulatory certainty and compliance flexibility for industry. This policy should promote the development and deployment of technology-based solutions, including renewable energy, advanced nuclear, natural gas and clean-coal technologies, as well as energy efficiency, conservation and demand-side management programs.

OUR CLIMATE CHANGE STRATEGY

Dominion has an integrated strategy for reducing greenhouse gas (GHG) emissions intensity. The cornerstone of our strategy is diversification. Its

principle components include initiatives that address electric energy management, production and delivery, as well as natural gas storage, transmission and delivery as follows:

- **Enhance conservation and energy efficiency programs** to help our customers use energy wisely and reduce environmental impacts;
- **Expand our renewable energy portfolio** to diversify the company's fleet, meet state renewable energy targets and lower our carbon footprint ;
- **Evaluate other new generating capacity** including low-emission natural gas-fired and emissions-free nuclear units to meet customers' future electricity needs;
- **Construct new electric transmission infrastructure** to modernize the grid, promote economic security and help deliver more green energy to population centers;

> CLIMATE CHANGE

- **Construct new natural gas infrastructure** to expand the availability of this cleaner fuel, reduce emissions and promote energy and economic security in the U.S. and abroad; and
- **Enhance voluntary methane mitigation measures** through various governmental programs and partnerships.

MINIMIZING CARBON INTENSITY

Over the past two decades, Dominion has made significant changes to its overall generation mix. Guided by the complimentary principles of balance and diversity, we have:

- added new low- and non-emitting generating resources, such as solar power;
- achieved sustained efficiency improvements at existing power stations;
- retired a number of aging coal units;
- converted other coal units to cleaner natural gas and biomass facilities;
- evaluated license extensions for existing nuclear units; and
- expanded the range of energy conservation and efficiency programs for our customers.

Together, these initiatives have helped us to reduce and avoid additional carbon emissions while remaining a reliable, low-cost energy provider.

In fact, Dominion continues to produce fewer carbon emissions per unit of energy than almost three-fourths of the nation's 100 largest power producers. According to the 2015 "Environmental Air Emissions Benchmark Report" published by MJ Bradley & Associates, our company ranks 26th on the list of the 100 largest power producers in the U.S. based on emissions intensity (pounds per megawatt-hour of output). The 2015 report uses 2013 generation and emissions data.

Comparing 2015 to 2000, we have reduced the total volume of carbon dioxide emissions of our generating fleet by 21 percent. Over the same period, we have cut our carbon intensity rate – the average CO₂ emissions rate per unit of electric output – by 43 percent, even as the level of electric generation increased by 37 percent.

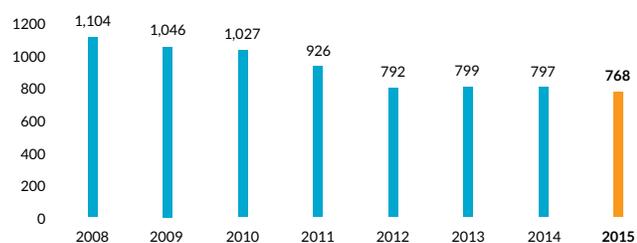
"Dominion produces fewer carbon emissions per unit of energy than almost three-fourths of the nation's 100 largest power producers."

> CLIMATE CHANGE

Improving the generating efficiency of our utility fleet has been a strategic focus over the past decade. Efficiency improvements allow us to squeeze more power out of our units while using roughly the same amount of fuel – and avoiding additional atmospheric emissions – a plus for our customers and for the environment.

MINIMIZING CARBON INTENSITY

(Pounds CO₂e per mWh of output)



30% reduction in carbon intensity rate, 2008-2015

METHANE REDUCTION INITIATIVES & REGULATIONS

The EPA estimates that natural gas transmission and storage activities account for about 7.5 percent of all domestic methane emissions. Methane is the primary component of natural gas and is considered a greenhouse gas many times more potent than carbon dioxide.

Dominion has developed a comprehensive program to reduce its greenhouse gas emissions from our natural gas facilities – and we have done so well ahead of any EPA regulatory requirements.

For example, we have continued to pursue voluntary methane mitigation measures, including participation in EPA's Natural Gas STAR program. We were a founding partner in the agency's Methane Challenge program and have also partnered in several national field studies designed to help inform industry, regulators and other stakeholders in creating

methane reduction strategies and refining reporting requirements for the gas transmission and storage sector.

These and other collaborations between government and industry represent important steps toward reducing methane leakage and emissions to the environment. We have adopted a number of best practices from these initiatives in order to enhance our ability to document and lower methane emissions at our facilities. Additional information about our methane reduction programs and performance is available in the Methane Management Report found on our dom.com website.

During the summer of 2016, EPA finalized regulations that will require reducing emissions of methane and volatile organic compounds. The new regulation will require low-leak equipment design and enhanced leak monitoring and repair programs at natural gas compressor stations.

Throughout the rulemaking process, we worked closely with EPA to address various industry concerns, which resulted in a more workable regulation than was first proposed. We are continuing to develop our plans for complying with the new methane standards.

Preparing for Carbon Regulations

In August 2015, the EPA finalized the Clean Power Plan (CPP), the most comprehensive and far-reaching environmental regulation ever issued by the federal government. As issued, the CPP will require Dominion and many other electric utilities to sharply reduce carbon emissions from existing fossil fuel generating units.

In February 2016, the U.S. Supreme Court issued an order staying the implementation and enforcement of the CPP, pending judicial review by the United States Court of Appeals for the District of Columbia Circuit, and possibly the Supreme Court.

In April 2016, Dominion filed a "friend of the court" amicus brief with the federal appeals court overseeing the lawsuit challenging the legality of the CPP. Unlike some of our peers, Dominion is not taking a position for or against the CPP. We support reasonable regulation that offers flexible compliance deadlines. And while we wait for the

court's ruling on the CPP, we believe it is prudent to continue working with state governments and other stakeholders to create a compliance strategy that results in the lowest cost impact for our customers.

Should the CPP be upheld, it is likely to increase the demand for renewable energy and natural gas as fuel sources for electricity production. This in turn will increase the need for new natural gas and electric transmission infrastructure to support the growth and distribution of zero-emissions renewable energy sources.

We will revisit our compliance options after the CPP rules are finalized and state plans have been developed and approved by the EPA. Ultimately, we may choose to blend different aspects of our compliance strategies to arrive at the optimal combination of reliability and affordability for our customers while also meeting all relevant carbon emissions targets.



AIR QUALITY

Dominion’s strategic environmental investment program has produced significant improvements in air quality over the past two decades, with more benefits still to come.

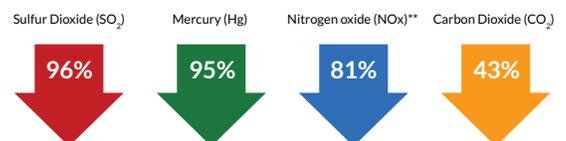
AIR QUALITY IMPROVEMENTS

We have made major strides in reducing the environmental footprint of our electric generating fleet. Since 1998, Dominion has invested almost \$2 billion to improve air quality by reducing criteria pollutants and toxic metals from our power stations. We are also committed to lowering carbon and other greenhouse gas emissions from our generating units and natural gas facilities. (See the Climate Change section of this report for more detailed information about our climate change strategy).

Sulfur dioxide is a precursor of acid rain and soot; nitrogen oxide is a component of ground-level ozone and a main ingredient of smog; mercury is a heavy metal that can accumulate in the tissues of wildlife and humans after depositing in our waters and soils; and carbon dioxide is a greenhouse gas formed in part by the combustion of fossil fuels and carbon-containing products, such as wood.

EMISSIONS RATE REDUCTIONS, 2000-2015*

(Electric generation, emissions per unit of output)



*Electric generation increased by 37 percent during this period, even as emissions declined.

**By 2020, we expect to have reduced NOx emissions by an additional five percent, for a total reduction of 86 percent below 2000 levels.

› AIR QUALITY

MEETING THE CHALLENGE OF NEW REGULATIONS

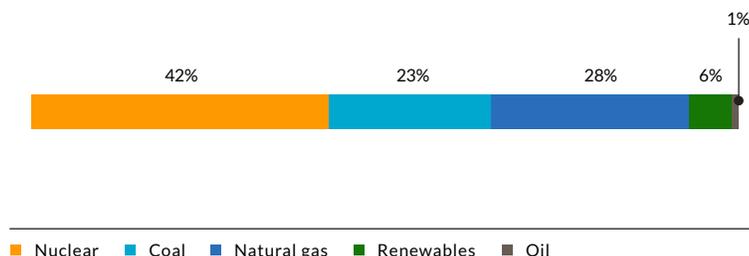
We face challenging compliance windows for various proposed new and stricter EPA regulations governing air emissions. In the past, our main options for complying with new EPA regulations have been to retrofit or retire coal units, convert them to other fuel sources, such as natural gas or renewable biomass, and add new transmission capacity, or some combination of the three. Going forward, we expect that many new regulations, including the proposed Clean Power Plan, will target carbon emission reductions to help mitigate the effects of climate change.

In response, Dominion's latest 15-year Integrated Resource Plan (IRP), which we filed with state regulatory authorities in May 2016, incorporates four options for meeting future greenhouse gas requirements, including retiring coal fired units; switching to new, efficient gas-fired units; and constructing more large-scale renewable energy projects. (See the the Climate Change section of this report for more details).

On the natural gas side of our business, we routinely evaluate opportunities to reduce air emissions from compressor stations that are associated with our interstate pipelines and storage facilities. For example, over the next three years, we plan to retrofit more than 30 compressor station engines with combustion controls to meet stringent NOx emission requirements in Pennsylvania.

2015 ELECTRIC OUTPUT BY FUEL*

(Total Fleet, By Percent)



*Company-owned generation. Excludes non-utility generation under contract.

▶ **48%**

of 2015 electric output from emissions-free nuclear and renewable sources



Highlights of our Commitment to Cleaning the Air

- Dominion helped break a deadlock in Congress by being the first utility to publicly support passage of the Clean Air Act Amendments of 1990 – the first major legislation to address acid rain.
- Dominion also was the first company to test the Clean Air law's innovative “cap and trade” provision, which gave utilities more flexibility in meeting required emissions limits.
- In 1994 and again in 2002, Dominion installed environmental controls at its largest utility coal station – well ahead of compliance deadlines – bringing air quality improvements to the Shenandoah National Park and other wilderness areas.
- In 2003, we spent \$400 million to convert two Northern Virginia coal units to natural gas and built a high-efficiency gas-fired unit in partnership with the Virginia Department of Environmental Quality to reduce regional ozone levels and help meet federal air quality standards.
- Also in 2003, we signed an historic 10-year, \$1.2 billion emissions reduction agreement with the U.S. EPA – the most ambitious environmental commitment ever made by a Virginia corporation. As a result, state-of-the-art environmental control technologies installed on our utility coal stations prevented more than 1.5 million tons of sulfur dioxide and almost 334,000 tons of nitrogen oxides from entering the atmosphere.
- Since 2000, we have closed, sold or converted 12 coal-fired units across our fleet of electric generating facilities, reducing greenhouse gases and other emissions.



WATER QUALITY

Water is critical to our operations, and we are fully committed to using, conserving and discharging it responsibly. Maintaining water quality is also integral to our business objectives and environmental stewardship initiatives.

WATER USE/ELECTRIC BUSINESS

We heat highly purified and pressurized water in our steam-electric generating units to produce the steam that spins turbines to generate electricity. Water is also the most common source of cooling for these units, which use either once-through cooling systems or closed-loop systems to remove excess heat.

We also operate a fleet of fossil-fuel and renewable generating facilities which are not steam electric. They use little to no water to produce electricity. These include new water-efficient coal-fired units, combustion turbines, and wind and solar facilities.

Almost half of our steam electric facilities withdraw water and return it to the source (once through) at a slightly elevated temperature but with little to no consumption involved. The other half of our facilities use closed-cycle cooling or air-cooled condensing and

withdraw very little water compared to facilities using once-through cooling.

Other ways that we use water in our operations include:

- Cooling associated with other facility processes;
- air pollution control equipment (sulfur dioxide scrubbers);
- drinking and sanitary purposes at our various facilities; and
- water sluicing processes (transporting coal ash).

To comply with the requirements of new coal ash regulations (see *Resource Conservation & Recycling* section of this report), Dominion is developing plans to cap and close most of its ash ponds. We are also eliminating the water sluicing process at one of our Virginia coal stations – the only remaining facility at which it is used.

WATER QUALITY

The wet bottom ash will be converted to dry ash before being transported to a new, state-of-the-art, lined landfill facility, which is currently being permitted and will be built in the near future. The two existing on-site

ash ponds will be closed. The discharged water will be treated to meet all applicable water quality standards and regulatory limits.



Leading the Way on Coal Ash Pond Closures

Coal ash is a by-product of burning coal to generate electricity. For decades, coal ash has been stored by saturating it with water to keep it from becoming airborne and then pumping it into large holding ponds.

In 2015, the EPA issued rules governing the closure of these ponds – despite the agency’s finding that coal ash should not be classified as a hazardous waste.

Dominion is leading the electric power industry in taking steps to close its coal ash ponds permanently or retrofit them by 2019 – well ahead of regulatory deadlines. Closure of 11 such ponds will take place at four locations in Virginia.

Our pond closure plan involves:

- Removing and treating the water in the

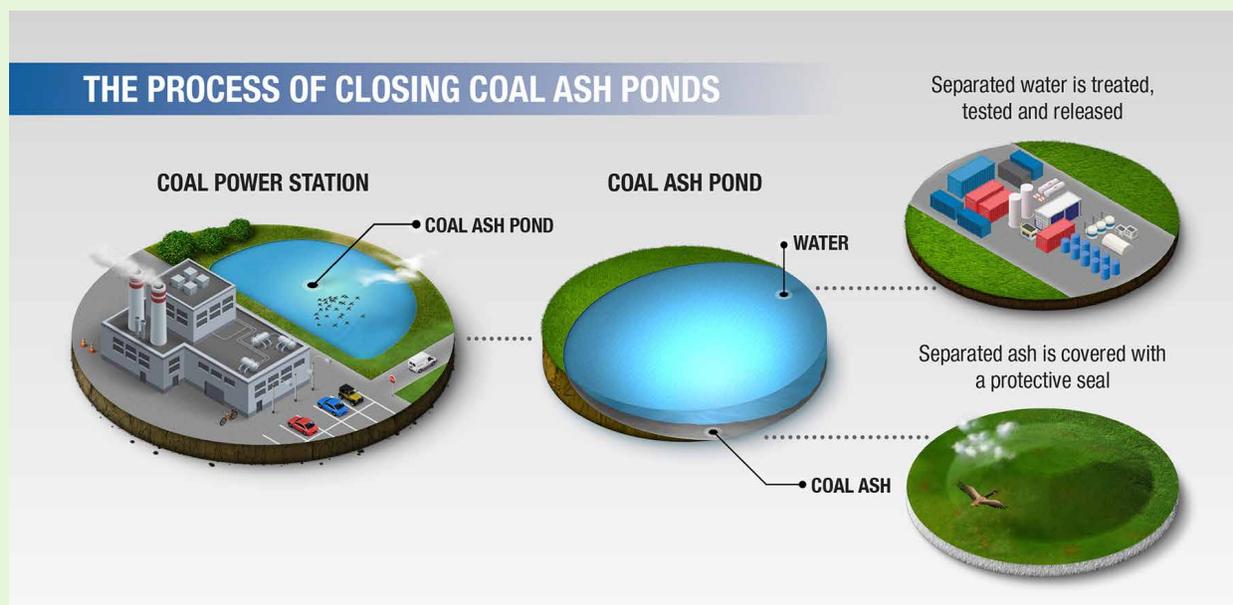
ponds to levels well below state and EPA requirements before it is discharged into Virginia’s waterways.

- Regular testing of the treated water by independent experts. The test results will be submitted to the Virginia Department of Environmental Quality and made available to the public on the Dominion website.
- Site specific plans to consolidate the ash on site where appropriate and capping the remaining ponds.
- Capping most of the coal ash in place with a protective, impermeable cover and topping it with two feet of soil and vegetation for safe, permanent storage.
- Full compliance with all federal, state and local regulations and the strict limits set by environmental agencies.
- Continued long-term monitoring of groundwater at the sites.

WATER QUALITY

This coal ash management and pond closure plan places Dominion among the leaders in the industry in responding to the coal ash challenge. It is also consistent with our commitment to transparency, accountability and responsible environmental stewardship.

More information about this topic is available on our website at www.dom.com/coalash.



To close our coal ash ponds, we will treat and test the water before discharge. We will then install a protective, impermeable cover over the top of the remaining ash and cover it with 2 feet of soil and grass for safe, permanent storage in place. All testing data will be updated regularly and available on our website.

WATER USE/NATURAL GAS BUSINESS

In addition to our electric generating stations, we use water in our gas businesses for the construction and ongoing operation of our facilities.

Horizontal Directional Drilling. During the construction of natural gas pipelines, a technique called horizontal directional drilling may be used. In this process, a mixture of sand, water and drilling fluid is used to drill underground without disturbing surface features, environmentally sensitive areas or underground utility

lines. We utilize industry best practices during the drilling process to recover and reuse water wherever possible. After its use, the water is treated to meet all relevant water quality standards prior to discharge or disposal.

Pressure Testing of Pipelines. After construction of a new pipeline and prior to operation, the pipes are often tested using water to ensure that they can withstand pressure above which they are designed to operate. Where feasible, we conserve water by recycling or reusing it to minimize consumption during

WATER QUALITY

pressure testing. After its intended use, this water is collected and disposed offsite at an approved facility; or it is treated and tested before being safely released in accordance with state and federal permits and regulations.

Drilling and Maintenance of Storage Wells. We also use water when operating our gas storage and production wells. The majority of this produced water, known as brine, is collected and injected into permitted underground injection wells (UIC Class II) that are designed and operated for brine disposal. About 25 percent of this produced water is sent to approved off-site disposal facilities for treatment.

WATER CONSERVATION

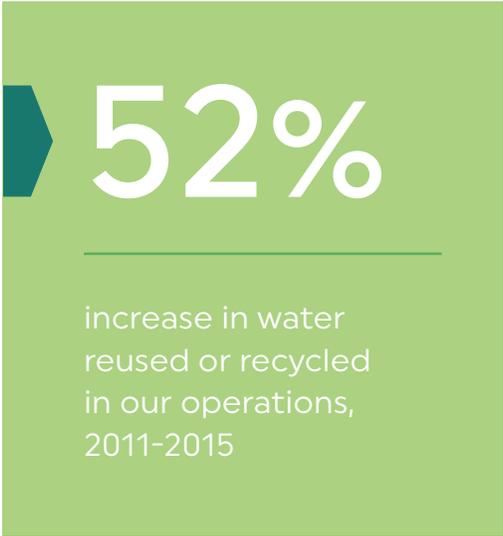
Reuse of Treated Wastewater

When we design new emission control systems for our facilities, we look for opportunities to reduce the environmental impacts of the by-products of these control systems.

For example, we have installed wet scrubber emissions control systems to reduce sulfur dioxide emissions from our coal-fired power stations, which consume large quantities of water as a part of their operations. To minimize the amount of water used, we design these systems to use treated wastewater wherever possible. In 2011, for instance, when we installed wet scrubbers on the coal units at the Chesterfield Power Station in central Virginia, we used treated wastewater from a nearby wastewater treatment system to minimize the station's additional water needs.

Water-Saving Cooling Systems

We have also installed water-saving cooling technology at some of our generating stations. For example, the Virginia City Hybrid Energy Center in southwestern Virginia uses an air-cooled condenser to remove heat from the system. Fans remove much of the excess heat, resulting in about 90 percent lower overall water use when compared to traditional coal-fired power stations. Other recently constructed power stations and those in the planning stages also include air-cooled condensers to reduce water consumption compared to once-through cooling systems or traditional cooling towers.



52%

increase in water reused or recycled in our operations, 2011-2015

WATER QUALITY

Protecting Aquatic Resources

For decades, Dominion has conducted studies and ongoing monitoring activities to better understand the potential impacts of our facilities on nearby bodies of water. Our efforts have helped to enhance the diversity of aquatic species in these water bodies, either by creating new recreational facilities, installing new equipment to reduce aquatic impacts, or sharing lessons learned with the local community.

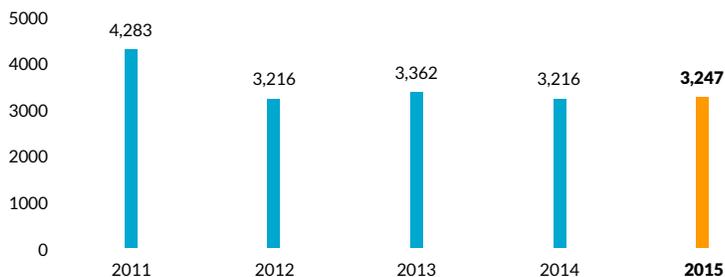
For example, at the Millstone Nuclear Power Station in Connecticut, Dominion has a team of marine biologists who have been conducting detailed studies of the marine ecosystem surrounding the station for more than 40 years. This nationally-recognized ecological monitoring program is broad in scope. Each component of the program, including studies of fish ecology, winter flounder, lobsters, eelgrass, and biological communities occupying rocky shore and sedimentary habitats, was designed to assess a critical segment of the marine ecosystem.



Photo: Millstone marine biologist at work

CONSERVING WATER RESOURCES*

(Water withdrawn, billions of gallons, 2011-2015)



24% Cumulative Decline

*Company-owned generation, excluding hydro and wind

CDP WATER DISCLOSURE

Since 2011, we have participated annually in the CDP “Water Disclosure” reporting process to share data and information about Dominion’s overall water use and risk management practices. A copy of our 2015 report is available at <https://cdproject.net/water>.



BIODIVERSITY & HABITAT PROTECTION

The protection of species and habitats on the lands, rights-of-way, and waterways around our facilities is an integral part of Dominion's commitment to responsible environmental stewardship. Our efforts focus on preserving and enhancing the ecosystems surrounding our facilities, including the habitats of species that inhabit those ecosystems.

ECOSYSTEM CONSERVATION INITIATIVES

Examples of our ecosystem preservation and restoration initiatives include the following:

Cove Point Beach Restoration. In cooperation with various regulatory, environmental and community groups, Dominion helped rebuild a buffer zone separating the Chesapeake Bay and a freshwater marsh using native grasses and plants.

Roanoke River Floodplain Enhancement. Partnering with The Nature Conservancy and state and federal agencies, we developed and implemented a plan in 2016 to improve water quality in the floodplains along the lower Roanoke River in North Carolina. The plan involves operational changes at our hydroelectric

dams to facilitate the draining of floodplain swamps following prolonged flood events.

Clover Open Space Easement. At the company's Clover Power Station in Halifax County, Va., Dominion has partnered with the Virginia Department of Game and Inland Fisheries to set aside about 400 acres of land surrounding the station. The area is jointly managed to protect its value as a conservation site for fish and wildlife and wetlands habitat.

Lake Gaston Waterfowl Management Area. Dominion manages a 114-acre site in the northwestern section of Lake Gaston, N.C., as a migratory waterfowl area by controlling the lake's water level and seeding the area with vegetation. The company developed this wetland

› BIODIVERSITY & HABITAT PROTECTION

area in partnership with the U.S. Fish and Wildlife Service, the Virginia Department of Game and Inland Fisheries, Ducks Unlimited and the North Carolina Wildlife Resources Commission.



AVIAN WILDLIFE PROTECTION

Dominion has long worked to protect migratory birds and other wildlife, and our programs are widely regarded as some of the industry's best. We have received several National Conservation Service Awards from the U.S. Fish and Wildlife Service for our efforts to protect birds from adverse power line impacts. Avian Protection Areas within Dominion's service territory are currently being expanded to include the adoption of new construction standards to protect migratory birds within these areas.

Dominion was one of the founding members of APLIC (Avian Powerline Interaction Committee), a global leader in providing guidance to utilities on avoiding and minimizing impacts to bird populations, while maintaining strong electric service reliability for customers.

Building on years of experience, Dominion biologists and engineers recently initiated efforts to expand existing "Eagle Protection Areas" within our utility service territories into new and larger Avian Protection

Areas. New construction standards and best management practices in these newly designated areas will ultimately protect more birds over much broader geographic areas in both Virginia and North Carolina. In addition, we have conducted avian and wildlife awareness training throughout the company. We are also planning to develop a data management system, which will help us better understand how and where to focus future avian and wildlife conservation efforts.

Other avian protection programs include:

- **Avian Rehabilitation (Thunder Eagle Wildlife).** Dominion is working with Thunder Eagle Wildlife, a licensed rehabilitator for injured wildlife in Virginia, to upgrade their current wildlife rescue facilities. Plans include construction of bird flight enclosures for recovering birds to safely test their wings prior to being released.
- **Virginia Bald Eagle Survey.** In 2016, Dominion provided funding to the Center of Conservation Biology Eagle Survey, the first state-wide survey conducted in Virginia in the last five years. The survey comes at a time of continued eagle growth and nest construction in the state. The findings from this survey will enhance eagle management and nest protection throughout Virginia.
- **Virginia Peregrine Falcons.** Dominion has established artificial nest boxes at multiple company locations to help support the continued recovery and growth of the peregrine falcon population in Virginia and beyond. In the spring of 2016, two nest boxes produced eight falcon chicks. Working with the Center for Conservation Biology, the chicks were banded in hopes they will return to Virginia to raise broods of their own.

› BIODIVERSITY & HABITAT PROTECTION

WILDLIFE PRESERVATION

Among its various wildlife preservation initiatives, Dominion works with the Keystone Elk Country Alliance and the Pennsylvania Game Commission to help create safe havens and grazing areas for the elk and deer, which has resulted in a tripling of the herds. We also host an annual "elk tour" for state legislators to showcase the project. The tour is held in conjunction with a Dominion employee volunteer workday in support of various elk conservation projects in the area.

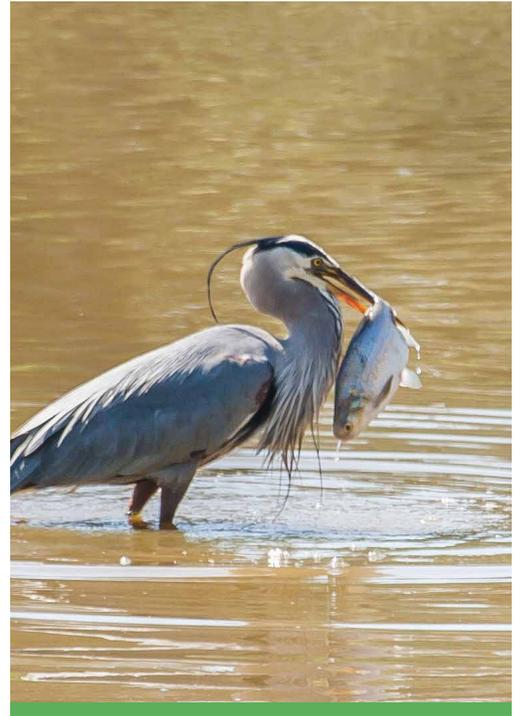
RARE PLANT PROTECTION

Dominion is a long-time supporter the Natural Heritage Program of the Virginia Department of Conservation & Recreation. The program is intended to preserve the state's biodiversity through inventory, ecosystem protection and stewardship. Dominion has teamed with the VDCR to conduct surveys of "Threatened and Endangered" (T&E) plants and other rare plants found in open-canopy environments located on the company's electric transmission and distribution rights-of-way.

LAND CONSERVATION

Dominion donated 477 acres of unique ecological habitat called Bear Rocks to The Nature Conservancy of West Virginia. The land, located adjacent to the Dolly Sods Wilderness Area, will be used in perpetuity for conservation purposes.

We also partnered with The Public Land Trust to purchase and preserve a 122-acre waterfront area near Virginia Beach, Va., called Pleasure House Point. The area provides rare public green space and the opportunity to experience shoreline habitat, wetlands and maritime forest that is home to many species of birds and marine life, including the Chesapeake Bay blue crab and the Lynnhaven oyster.





RESOURCE CONSERVATION & RECYCLING

Reusing resources and reducing waste makes good business sense, and it is the environmentally responsible thing to do. Dominion is committed to minimizing the waste we create and to handling and disposing of it responsibly. We also actively seek opportunities to recycle and reuse waste materials.

DATA COLLECTION AND MEASUREMENT

Data collection and measurement processes are in place to help us understand and manage our waste footprint and energy use at company facilities. Improved data collection methodologies, especially in regard to our internal energy usage, help us track and report our annual progress. The company's recycling and reuse activities and results have been reported annually since 1994 through the U.S. EPA's WasteWise program.

MANAGING OUR ENERGY FOOTPRINT

We have implemented a number of initiatives at various company locations to reduce our energy footprint. Some examples include:

- Preventive maintenance programs to keep equipment in peak condition and delay replacements;
- Energy Management Systems to control lighting and HVAC systems after hours and reduce overall energy use;
- Installation of solar window film and reflective roofs to decrease heat infiltration and increase the efficiency of air conditioning operations;
- Adoption of LEED-certified "green" building standards at various locations;
- Installation of light sensor-activated switches and timers in selected rooms and public spaces;
- Replacement of incandescent lighting in buildings, garages and warehouses with high-efficiency Light-Emitting Diode (LED) lights and compact fluorescent light bulbs (CFLs);

RESOURCE CONSERVATION & RECYCLING

- Partnering with green vendors to recycle thousands of used company computers, monitors and printers to keep them out of public landfills; and
- Implementing “single stream” recycling of co-mingled glass, papers and plastics.

INVESTMENT RECOVERY

We are always on the lookout for opportunities to recycle waste products. In 2015, for example, our Asset Investment Recovery group was able to recycle more than 16 million pounds of scrap metals from electric transformers, wire and cable, circuit breakers and other scrap equipment. About 17 million additional pounds of paper, cardboard, plastic and glass were diverted from landfills and recycled.

At our natural gas transmission and distribution businesses, we recycled about nine million pounds of surplus steel pipes, valves, flanges and other materials. In addition to what we recycle, the company also donates pipe and related materials to community and technical colleges for use in welding classes and for other training purposes.

ANNUAL RECYCLED MATERIALS, 2013-2015

(In Pounds)

Category	2015	2014	2013
Coal combustion byproducts ¹	1.9 billion	2.1 billion	2.2 billion
Gypsum	387.4 million	359.9 million	291.3 million
Biomass combustion products	27.8 million	34.6 million	41.3 million
Oils, fluids for reclamation/recovery	20.5 million	52.2 million	34.7 million
Scrap metals	16.3 million	41.4 million	37.1 million
Paper, cardboard, plastic, glass	16.8 million	3.1 million	2.9 million
e-waste	27,974	92,621	284,206

¹ Does not include gypsum

Data provided to EPA WasteWise program

COAL ASH MANAGEMENT

Coal ash is one of several coal combustion residuals (CCRs), which are created when coal is burned to generate electricity. The other principal CCRs are bottom ash and flue gas desulfurization sludge. CCRs are typically stored in surface impoundments

(wet ash ponds), in dry landfills, or recycled for reuse in a variety of commercial applications. Beneficial reuse of coal ash occurs in such products as cement and concrete, dry wall, roofing shingles and plastics. Almost 90 percent of the coal ash produced at Dominion's coal stations in 2015 was stored in dry landfills.

In total, Dominion's fossil fleet produced about 3.4 million tons of CCRs in 2015, including gypsum, of which about 1.2 million tons, or 34 percent of the total, were used to replace higher value or “beneficially reused” materials off site.

FEDERAL COAL ASH REGULATION

In April 2015, the EPA's final rule governing CCRs was published in the Federal Register. The rule regulates new and existing coal ash landfills and surface impoundments at electric utilities, including both active and “inactive” surface impoundments that may not be receiving CCRs but which still store CCRs and liquids, regardless of fuel type.

The federal coal ash rule includes several requirements for design, inspections, monitoring, closure and post-closure of landfills and surface impoundments.

COAL ASH POND CLOSURE PLANS

We are an industry leader in shifting our coal fleet toward cleaner fuels and permanently closing our wet ash impoundments by 2019, four years ahead of the federal requirement. Dominion currently has 11 wet ash ponds at four power stations in Virginia. Only one of our operating coal stations currently manages ash in wet ash impoundments. The other three stations with ash ponds on site have either been retired or converted to cleaner-burning natural gas. In addition, Dominion currently operates five landfills and has proposed a new landfill to manage ash at our operating coal facilities.

RESOURCE CONSERVATION & RECYCLING

In addition to these surface impoundments, additional wastewater ponds will be retrofitted to comply with state and federal requirements. Two sludge basins at Clover Power Station will be replaced to conform to the rule requirements. At Mt. Storm Power Station in West Virginia, the liner at three water treatment basins will be replaced and two additional basins will be closed.

Dominion is in the process of closing 11 wet surface impoundments that store CCRs and impound the water at four sites in Virginia. The first step in closing an ash pond is to remove the water. We plan to thoroughly treat and test all water from the impoundments before releasing it into waterways. As water is removed from the impoundments, it will pass through an extensive chemical removal and filtration treatment process. An independent third-party will test the water before it is released, with the test results posted on our website.

We plan to close five of these impoundments by removing all ash materials and constituents and re-seeding the areas with natural vegetation. The other six impoundments will be securely sealed in place using a synthetic cap topped with two feet of soil and vegetation to prevent rainwater from reaching the ash. We already carefully monitor groundwater at wells located around the ash holding facilities and will continue to do so over the next 30 years. Ongoing groundwater monitoring at these facilities has not identified any threats to human health or to the environment.

By closing these surface impoundments, Dominion will be in full compliance with current state laws and regulations, as well as the new federal regulation – all of which are designed to protect human health and the environment. Dominion must also adhere to strict dam safety requirements, including completing an engineering analysis of all of its CCR impoundments and landfills to identify and rectify any issues and perform annual dam integrity inspections using registered, professional dam safety engineers.

For more information, see the *Water Quality* section of this report and visit Dominion's coal ash webpage, www.dom.com/coalash.

COAL COMBUSTION RESIDUALS*
(2011-2015)



*Company-owned generation



STEWARDSHIP & COMPLIANCE

Environmental stewardship is embedded in Dominion's culture and core values and is the responsibility of all employees. We are committed to working with our stakeholders to find sustainable solutions to the energy and environmental challenges that confront our company and our nation.

COMPLIANCE AND DISCLOSURE

Our approach to stewardship is based on full compliance with all environmental regulations applicable to our businesses. However, our stewardship efforts often go beyond compliance standards to support the communities we serve, often through grants from our charitable arm, the Dominion Foundation, and by service-minded employee volunteers, who engage in a variety of community environmental projects. (See the *Philanthropy and Volunteerism* sections of this report).

Dominion's operations are subject to extensive and evolving federal, state and local environmental laws, rules and regulations. We are committed to full compliance with these requirements, which require

significant capital spending for permitting, emissions fees, environmental monitoring, installation and operation of pollution control equipment, biological studies and species protection. To ensure full compliance, we have developed comprehensive plans and identified necessary resources. Details are available in the *Environmental Regulations* section of our Form 10-Q and Form 10-K financial reports located on the Investors page of our corporate website.

In addition to routine self-assessments, we periodically audit our facilities to ensure compliance with all relevant environmental rules and regulations. These audits are carried out independent of our operations or in-house environmental staff in order to promote objective performance assessments.

STEWARDSHIP & COMPLIANCE

ENVIRONMENTAL RISKS & REPORTING

Detailed discussion of the risks associated with Dominion's environmental compliance, including potential greenhouse gas regulation, can be found in Dominion's most recent quarterly report on Form 10-Q, or annual report on Form 10-K filed with the U.S. Securities and Exchange Commission.

Dominion's emissions data and climate change risks and opportunities are described in full in our *2014 Greenhouse Gas Report*. The *2015 Methane Management Report* contains Dominion's methane emissions and the reduction initiatives we have implemented at our natural gas facilities. We also report metrics related to water use and consumption in this report. (See the *Water Quality* section and the *5-Year Summary Performance Table*).

ENVIRONMENTAL STEWARDSHIP INITIATIVES

Dominion has long been involved in voluntary stewardship projects that support a healthy environment.

One example is our commitment to improve the energy efficiency of new company building designs and construction. Dominion's Cove Point LNG administrative building in Maryland and Dominion Transmission's Sabinsville, Pennsylvania facility were certified to Leadership in Energy and Environmental Design (LEED) standards. In 2015, Dominion Transmission's new office building in West Virginia attained "Gold" status under the LEED program, the first privately-owned building in the state to achieve such status.

Our *Project Plant It!* environmental education program celebrated a significant milestone in 2016: 10 years of helping children learn about the important role of trees in the ecosystem. Since the program was created, more than 350,000 tree seedlings have been distributed to elementary school students for planting. According to the Virginia Department of Forestry, this translates to about 875 acres of new forest if all of the seedlings are planted and grow to maturity.

Community-Based Environmental Projects

In addition, environmental stewardship is a focus area of the Dominion Foundation, which funds a wide variety of programs

\$249
MILLION

in 2015 O&M and
capital environmental
spending



STEWARDSHIP & COMPLIANCE

dedicated to improving public spaces, raising environmental awareness and preserving natural and wildlife habitats across the Dominion footprint. Since 2003, for example, Dominion has donated almost \$27 million to support a wide range of environmental projects.

A sampling of some of the organizations that have received funding from the Foundation include:

- **Enrichmond Foundation, Richmond, Va.**, for its urban tree farm that produces hardy native trees using methods that improve their longevity to beautify local parks and neighborhoods.
- **Morgan State University, Baltimore, Md.**, for its blue crab population study and an interactive, web-based tool that provides data about the crabs to watermen and the general public.
- **Ohio and Erie Canalway Coalition, New Philadelphia, Ohio**, for restoration work on the historic Ohio and Erie Canal tow path, offering bikers, walkers and history lovers a scenic trail stretching 84 miles from New Philadelphia to Cleveland.
- **Preston County Parks and Recreation Commission, Kingwood, W.Va.**, for development of an arboretum trail near two local schools, which allows students and the public to access, study and enjoy the local ecosystems.

Employee Volunteer Activities

In addition to providing funds for environmental initiatives, Dominion employees are actively engaged as volunteers in their communities. Volunteering is deeply embedded in Dominion's corporate culture and history.

Our employees routinely roll up their sleeves to weatherize homes, build nature trails in parks, clean up waterways, construct access ramps for the handicapped, and paint and repair school buildings. Local employee volunteer councils work with parks, zoos, schools, shelters and other environmental, educational and housing organizations to choose which projects they will support each year. (See the *Volunteerism* section of this report for additional information).



Photo: Dominion volunteers working environmental projects



PERFORMANCE

Goals Scorecard

110

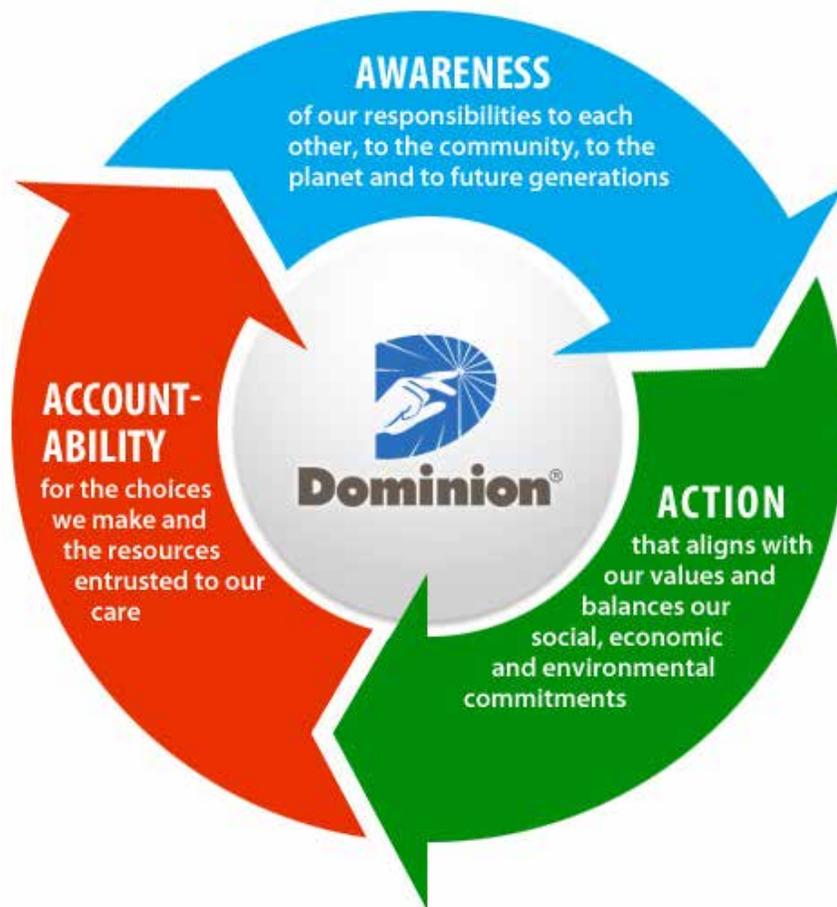
5-Year Performance Summary

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GOALS SCORECARD

INNOVATION. STEWARDSHIP. COLLABORATION. ENGAGEMENT.

These are the cornerstones of our sustainability strategy. They correspond to the four broad focus areas that provide a framework for our sustainability goals and related metrics and for tracking performance over time. Our 2015 progress is reported on the following pages.



OUR SUSTAINABILITY MODEL

GOALS SCORECARD

INNOVATION: INVESTING IN THE TECHNOLOGIES OF TOMORROW

INITIATIVES	2015 PROGRESS
<p>GOAL: Evaluate latest technology research in emerging alternative energy sources; assess commercial viability of renewable energy technologies and conservation/efficiency tools to identify business partnership opportunities.</p>	
<p>Plug-In Electric Vehicles</p>	<p>✓ Pilot program underway through Nov. 2016. Program enrollment topped 500 – up 25% from 2014.</p>
<p>Conservation Voltage Reduction (CVR)</p>	<p>✓ Launched EDGE Stabilizer™ voltage optimization product to help utilities manage the impact of distributed energy resources on the power grid.</p>
<p>Offshore Wind Power</p>	<p>✓ Reviewed bids to construct two, 500-foot wind turbines to test wind potential and weather conditions off the Virginia coast.</p>
<p>Micro-grid Research Projects</p>	<p>✓ Upgraded a micro-grid distributed generation and energy storage research project at Kitty Hawk, North Carolina; includes four wind turbines, 24 solar panels, lithium-ion battery storage, back-up diesel generator and newly installed fuel cell.</p> <p>✓ Continued partnership with Randolph-Macon College, Ashland, Va., to build and operate a 125-kW integrated solar and battery storage installation. The project will test two innovative battery technologies linked with a roof-mounted solar system.</p>
<p>Dominion Resources Innovation Center</p>	<p>✓ Relocated Center to new location in Ashland, Va., and welcomed three new entrepreneurs launching high-tech research initiatives.</p>
<p>GOAL: Meet Virginia Renewable Portfolio Standard Goal : 15% by 2025</p>	
<p>4% of sales in VA derived from renewable energy sources between 2010-2015</p>	<p>✓ Providing \$1.7 million in R&D funding in partnership with 12 Virginia universities to evaluate various renewable energy and alternative technology projects.</p> <p>✓ RPS goal achieved for the period.</p>

GOALS SCORECARD

GOAL: Meet North Carolina Renewable Energy & Energy Efficiency Goal: 12.5% by 2021

6% of sales in NC derived from renewable power, renewable energy credits and energy efficiency between 2015-2017

✓ Data collection underway for the three-year interim goal.

STEWARDSHIP: REDUCING OUR ENVIRONMENTAL FOOTPRINT

INITIATIVES

2015 PROGRESS

GOAL: Transition commercial light-duty vehicle fleet to a green fleet (electric, hybrid and other alternative-fuel vehicles).

Replace commercial sedans and SUVs as appropriate with AFVs

- ✓ Increased green vehicle fleet by 192 vehicles (11%) from 2014
- ✓ 32% of vehicle fleet powered by alternative fuels – up 2% from previous year.
- ✓ Displaced 200,000 gallons of gasoline equivalent with compressed natural gas.

GOAL: Manage our energy footprint at company facilities

Pursue Leadership in Energy and Environmental Design certification for new administrative/warehouse complexes.

- ✓ No LEED-compliant construction undertaken in 2015.
- ✓ Company will pursue at least a gold-level LEED certification for its planned office tower in Richmond, Va.

GOAL: Manage our waste footprint at company facilities

Continue participation in EPA's WasteWise partnership.

- ✓ 2015 data submitted to EPA in April 2016.

Seek beneficial uses for Coal Combustion Residuals (CCRs) that are technically feasible and economically viable

- ✓ Reused 1.2 million tons of CCRs, or 33% of the total produced in 2015.

GOALS SCORECARD

GOAL: Track methane emissions from gas transmission and storage business; adopt best practices to reduce methane emissions

Partner with government, NGOs, academia and industry.

- ✓ Gas distribution and transmission subsidiaries joined EPA's Natural Gas Star Methane Challenge Program as founding partners.
- ✓ Dominion Carolina Gas subsidiary joined EPA's Natural Gas STAR program.

Implement best management practices to reduce methane emissions

- ✓ Took voluntary steps to reduce methane emissions at natural gas transmission and distribution subsidiaries as follows:
 - Dominion Transmission = 422,462 thousand cubic feet (MCF) reduction
 - Dominion East Ohio = 64,113 MCF reduction
 - Dominion Hope = 233,018 MCF reduction

GOAL: Utilize best practices to minimize sulfur hexafluoride (SF₆) greenhouse gas leakage

Estimate annual SF₆ emissions from electric operations, implement cost-effective solutions to reduce leakage.

- ✓ Continued to identify problematic electrical systems and equipment containing SF₆ for replacement or repair.
- ✓ Introduced a bar code system on all SF₆-containing equipment and cylinders to improve natural gas management.
- ✓ Acquired a new, more efficient, higher capacity reclamation system for internal recycling of contaminated gas for re-use within the system.

COLLABORATION: PROVIDE GREEN OPPORTUNITIES FOR CUSTOMERS & COMMUNITIES

INITIATIVES

2015 PROGRESS

GOAL: Provide customers with opportunities to support renewable energy and its development

Solar Partnership Program

- ✓ Announced 2 new program participants – a university science center and two adjacent commercial buildings with installed on-site solar generation.

"Schedule RG" Renewable Energy Purchase Program

- ✓ More than 100 solar installations have been completed – a 33% increase from 2014. Combined production exceeds 1.4 million kWh of clean energy and more than 1,400 Renewable Energy Credits.

Dominion Green Power Program®

- ✓ Customer participation grew by 8%, to 27,000 from 25,000 in 2014.

GOALS SCORECARD

GOAL: Provide customers with energy management & conservation programs

Enhance customer opportunities for energy conservation.

- ✓ Launched a new appliance recycling program for our Virginia residential customers.

GOAL: Support NGO projects that protect natural resources

Engage employee volunteers and/or provide financial support through the Dominion Foundation.

- ✓ "Energizing Communities" employee volunteer projects: 500 volunteers completed 20 projects in 6 states to improve public spaces.
- ✓ \$2.2 million in Foundation giving to environmental/historic preservation projects.

GOAL: Partner with schools to improve STEM and energy/environmental education

Support employee volunteer mentoring and strategic Foundation giving.

- ✓ Multiple employee-led educational outreach/mentoring activities.
- ✓ \$1.5 million in educational grants to 40 colleges and 102 K-12 schools in 11 states.

GOAL: Partner with NGOs to conduct energy efficiency improvements in communities where we do business

Align charitable grants with volunteer assistance to implement improvements.

- ✓ Conducted 7 "Energizing our Communities for Veterans" volunteer projects in 2 states;
- ✓ Provided more than \$245,000 in Foundation grants to 18 nonprofits supporting veterans' organizations in 5 states.

Offer energy retrofit and energy audit programs for homes and businesses.

- ✓ Partnered with independent service provider to conduct home energy assessments for Ohio natural gas customers.
- ✓ Continued to offer home energy check-ups and non-residential energy audits for Virginia customers.

GOALS SCORECARD

ENGAGEMENT: PARTNER WITH EMPLOYEES AND STAKEHOLDERS ON SUSTAINABILITY ISSUES

INITIATIVES	2015 PROGRESS
<p>GOAL: Enhance company data disclosure and transparency</p>	
<p>Utilize online/print company reports and social media</p>	<ul style="list-style-type: none"> ✓ Published 2015 Methane Management Report ✓ Published 2015 Water Disclosure Report, CDP ✓ Expanded use of social media to engage more fully with stakeholders ✓ Published 9th annual Citizenship Report ✓ Filed Annual Report on Conservation & Renewable Energy with state regulatory agency ✓ Filed annual Integrated Resource Plan with state regulator agency
<p>GOAL: Engage with employees and other stakeholders to advance sustainability agenda and partnerships</p>	
<p>Employee focus</p>	<ul style="list-style-type: none"> ✓ Launched two new employee resource groups – one for African-American employees and one for Latino employees.
<p>External stakeholder focus</p>	<ul style="list-style-type: none"> ✓ Continued to emphasize outreach and partnership opportunities in areas such as supplier diversity, solar energy development, customer energy conservation programs, philanthropy, volunteerism, energy assistance initiatives and veterans recruiting. ✓ Expanded public outreach initiatives along the proposed route of the Atlantic Coast Pipeline through West Virginia, Virginia and North Carolina for landowners, businesses, civic associations and other stakeholders to discuss the economic and environmental benefits of the proposed 550-mile pipeline.

SUMMARY PERFORMANCE TABLE, 2011-2015

KEY INDICATORS	2015	2014	2013	2012	2011
BUSINESS					
Operating revenue (billions)	\$11.7	\$12.4	\$13.1	\$13.1	\$14.4
Operating earnings per share (non-GAAP) ¹	\$3.44	\$3.43	\$3.25	\$3.05	\$2.99
Dividends declared per share	\$2.59	\$2.40	\$2.25	\$2.11	\$1.97
Year-end stock price	\$67.64	\$76.90	\$64.69	\$51.80	\$53.08
Total assets (billions)	\$58.8	\$54.3	\$50.1	\$47.3	\$45.6
Total taxes paid (billions)	\$62	\$56	\$56	\$55	\$61
Diverse supplier spend (millions) (% of total)	\$503 (8.4%)	\$472 (8.2%)	\$393 (8.6%)	\$398 (8.9%)	\$314 (7.5%)
WORKPLACE					
Total # of employees	14,743	14,429	14,570	15,513	15,820
Employee turnover	5.3%	6.2%	10.4%	5.1%	4.2%
Percentage ethnic minorities (work force)	17.5%	17.3%	17.3%	16.9%	16.9%
Percentage ethnic minorities (management)	10.8%	10.4%	9.9%	9.7%	9.9%
Percentage women (work force)	20.5%	20.7%	20.9%	21.1%	21.2%
Percentage women (management)	16.0%	15.2%	15.8%	15.9%	15.5%
Percentage union membership	35.7%	36.5%	36.8%	37.1%	37.5%
Safety – recordable incidents	110*	108*	127*	145*	157*
Safety – lost day/restricted duty cases	56	48	53	57	68
Fatalities	0	0	0	0	0

› SUMMARY PERFORMANCE TABLE, 2011-2015

	2015	2014	2013	2012	2011
CUSTOMERS					
Ave. annual minutes w/o power	119	113	106*	105	111
New customer accounts (gas & electric)	40,236	39,962	38,040	36,765	35,232
Customer satisfaction score/regional ave. ²	684/682	661/658	652/657	636/643	644/642
COMMUNITY					
Charitable giving (millions) ³	\$14.7	\$13.2	\$15.0	\$14.8	\$15.1
Employee/retiree matching gifts (millions)	\$1.7	\$1.5	\$1.6	\$1.5	\$1.5
Energy assistance programs (millions) ⁴	\$8.7	\$1.9	\$2.1	\$4.5	\$4.5
Employee volunteerism (hours)	110,000	100,000	100,000	130,000	160,000
Educational grants (millions)/# of schools ⁵	\$1.5/142	\$1.3/116	\$1.4/127	\$1.4/110	\$1.4/104
ENVIRONMENT					
Total expenditures (millions)					
Environmental O&M	\$190	\$192	\$182	\$189	\$184
Environmental Capital	\$ 59	\$101	\$ 64	\$213	\$403
Electric generation (net GWH, owned)	98,307	93,075	93,383	100,784	99,735
CO ₂ e emissions - electric (million tons) ⁶	37.76	36.86	37.32	39.93	46.41
CO ₂ e emissions - natural gas (million tons) ⁶	2.25	2.53	2.38	2.27	2.70
Total CO ₂ e emissions (million tons) ⁶	40.01	39.39	39.70	42.20	49.11
CO ₂ e intensity rate (lbs/net mWh) ⁶	768	797	799	792	931
Nitrogen oxide emissions (tons) ⁶	30,101	31,631	26,715	28,452	70,916
Sulfur dioxide emissions (tons) ⁶	16,022	29,735	33,529	37,663	109,826
Mercury emissions (lbs)	409	505	526	509	845
Coal ash produced/reused (million tons) ⁷	3.3/1.1	3.6/1.1	3.8/1.1	2.9/1.2	2.7/1.0
Hazardous waste produced (million lbs)	2.4	2.2	2.2	2.0	3.1

› SUMMARY PERFORMANCE TABLE, 2011-2015

	2015	2014	2013	2012	2011
Water withdrawn – electric (billion gallons) ⁸	3,247	3,204	3,362	3,741	4,283
Water reused/recycled (million gallons)	554	533	449	310	364
Notices of Violation (NOVs)	14	18	13	13	15
Environmental fines paid	\$447,732	\$420,500	\$3,692,200	\$43,245	\$43,460

¹ Based on Non-GAAP Financial Measures. See GAAP Reconciliation Table below.

² J.D. Power and Associates, Electric Utility Residential Customer Satisfaction Study, South Region, 1,000-point scale.

³ Data excludes donations to fuel assistance programs, sponsorships and scholarships.

⁴ Does not include donations received from customers and employees. Program expanded in 2015 to include weatherization services and energy efficiency educational outreach to qualified customers.

⁵ Data reflect combined K-12 and higher educational grants.

⁶ All combustion-based emissions are for company-owned electric generation and gas operation sources. Totals exclude all divested assets that were not shut down during the 5-year period. Carbon dioxide emissions have been converted to carbon dioxide equivalent (CO₂e).

⁷ Does not include gypsum.

⁸ Company-owned and operated generation, excluding hydro and wind. Not adjusted for ownership percentage.

* Restatement of data reported in previous CSRs. In "Average Annual Minutes Without Power" category, Dominion began using IEEE Standard 1366 in 2013 to report System Average Interruption Duration Index (SAIDI) to align with industry norms. In the "Safety" category, recordable incident data has been recast to include certain incidents of hearing loss that may be work-related and therefore recordable under OSHA regulations.

RECONCILIATION OF OPERATING EARNINGS (NON-GAAP) TO REPORTED EARNINGS (GAAP)

(MILLIONS, EXCEPT PER SHARE AMOUNTS)	2011	2012	2013	2014	2015
Operating Earnings (non-GAAP)*	\$ 1,743	\$ 1,774	\$ 1,881	\$ 2,003	\$ 2,040
Items excluded from operating earnings (after-tax):					
Loss from discontinued operations	(58)	(1,125)	(92)	—	—
Charges associated with North Anna and offshore wind facilities	—	—	—	(248)	—
Producer Services repositioning	—	—	(76)	(193)	—
Charges associated with liability management exercise	—	—	—	(174)	—
Impairment of generation assets	(139)	(269)	—	—	—
Future ash pond and landfill closure costs	—	—	—	(74)	(60)
Other items	(138)	(78)	(16)	(4)	(81)
Total after-tax items	(335)	(1,472)	(184)	(693)	(141)
Reported Earnings (GAAP)	\$ 1,408	\$ 302	\$ 1,697	\$ 1,310	\$ 1,899
Earnings per common share — diluted:					
Operating Earnings (non-GAAP)*	\$ 3.03	\$ 3.09	\$ 3.25	\$ 3.43	\$ 3.44
Items excluded from operating earnings	(0.58)	(2.56)	(0.32)	(1.19)	(0.24)
Reported Earnings	\$ 2.45	\$ 0.53	\$ 2.93	\$ 2.24	\$ 3.20

*Dominion uses operating earnings as the primary performance measurement of its earnings outlook and results for public communications with analysts and investors. Dominion management believes operating earnings provide a more meaningful representation of the company's fundamental earnings power.