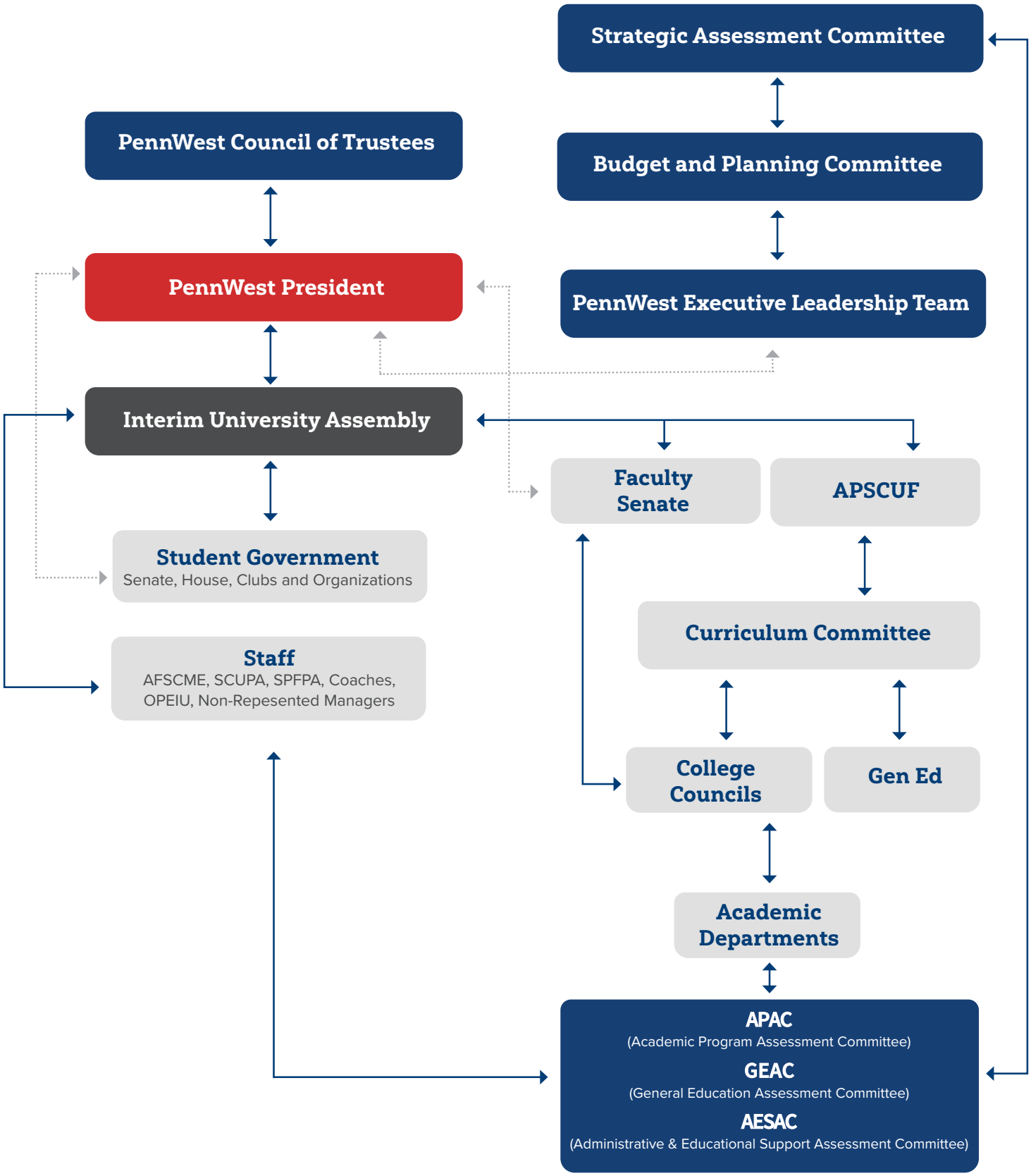APPENDIX A: PENNWEST SHARED GOVERNANCE MODEL