EXHIBIT/P-00117/201



FXHIBIT/P-00117/201

Proprietary

Aviation Safety Review Team Charter

Post Accident, Joint Industry Aviation Safety Review of Cougar Helicopters Inc.

Purpose

Provide to the management of the companies comprising the Grand Banks Operators (GBO), a recommendation regarding the readiness of Cougar Helicopters Inc. (Cougar) to begin providing air transportation services to the Grand Banks offshore facilities (helicopter operations) using the S92 helicopter. Such recommendation shall be in the form of a consensus report and may contain observations and recommendations for improvement.

Background

Energy companies working on the Grand Banks rely on a common helicopter transportation provider, Cougar, to transport personnel to and from the offshore production facilities and rigs, and to provide search and rescue (SAR) and medevac support services. Husky, HMDC, and Petro-Canada typically use these services. Recently StatoilHydro is also using the service. Collectively these are referred to herein as 'GBO'.

On March 12, 2009, a Cougar helicopter ditched into the Atlantic Ocean after the pilots declared an emergency and intent to ditch. The management of Cougar voluntarily grounded the fleet of Sikorsky S92 aircraft. The GBO has constituted a team of Aviation Advisors (Participants) (ASR Team) to conduct an Aviation Safety Review (ASR) of Cougar for the above stated purpose.

Scope and Objectives

- The Participants will receive and evaluate any report(s) generated and delivered by Cougar personnel relative to the subject accident. The Participants will include in its report to the GBO a collective opinion as to the reasonableness of any conclusions and actions proffered by Cougar personnel.
- The Participants will review and make comment on any findings relative to the subject accident delivered by the Transportation Safety Board of Canada or Transport Canada.
- The Participants will assess each department and area of Cougar as it relates to the operation at St. John's, Newfoundland, paying particular attention to those areas that can affect safety of operations.
- The Participants will assess and make comment on the efficacy of Cougar's written manuals, policies, and procedures in promoting safe operations.
- The Participants will review and make comment on the relative merit of the training programs established by Cougar, whether under regulatory mandate or voluntary effort.
- The Participants will receive and evaluate any documents generated by the manufacturer (Sikorsky) relative to the S92 type in considering recommendations for continuing safe operation of the aircraft in Newfoundland.
- The Participants will receive and evaluate any report(s) generated and delivered by Cougar personnel relative to the investigation and readiness of the organization to begin providing service (Cougar's 'Return to Service' effort).
- Review any available pre-event audits completed by Cougar, GBO members or regulatory bodies and confirm status of any findings.
- The Participants will support the efforts of the Task Force as directed.

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Expectations

- The Participants will begin as soon as possible considering the demands of regulatory personnel on Cougar employees.
- The Participants will offer a consensus opinion as to the readiness of Cougar to begin operations in a safe manner.
- The Participants will dedicate full time to the ASR and will complete their consensus report immediately after the investigative period. The Task Force Steering Committee has allocated five (5) days to the complete process. If additional time is required, such will be sought from the Helicopter Operations Task Force.
- The Participants will conduct themselves in a professional manner and will be cognizant of the toll recent events are having on the psyche of Cougar employees.
- A Participant will immediately notify the Facilitator of any condition identified as likely to prohibit Cougar from initiating a safe return to service in the near term.
- The Participants will notify the Facilitator of a condition beyond the control of Cougar which may hinder or prohibit a safe or timely return to service (inability to acquire spare parts, Airworthiness Directives, government action, etc.).
- The Participants will support one another with knowledge and expertise as required to facilitate an efficient and effective ASR.
- When Participants offer observations / recommendations, they shall classify them as relative to each ones importance to contributing to the ability of Cougar to safely return to providing service.
- Each Participant will comply with on-site safety and security rules and procedures as established by Cougar.
- The Participants will involve Cougar in any technical communication directed to Sikorsky relative to the S92 aircraft.

Boundaries

- Participants will confine their investigation to issues relative to the service provided by Cougar or Third Party services or products.
- Participants will not investigate financial matters but may bring attention through the Facilitator if an impact to safety may result.
- Participants will be aware of any Cougar employee / management dispute and excuse themselves from such situation(s).
- Participants will utilize for reference, the standards of the International Oil and Gas Producers Association as documented in its Aircraft Management Guide and its Recommended Practices for Contracted Air Operations, and guidance material available from Transport Canada.

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Roles and Responsibilities

Participants: Wally McKeown, Andy Evans

- Focus areas: Maintenance Department, Quality Assurance Department, Safety
 Management System, base safety as related to maintenance and line servicing
 functions, aircraft condition and compliance with Transport Canada, manufacturer, and
 Cougar maintenance programs, personnel training, spares and inventory control,
 validity of regulatory documents, staffing levels, and attendant support functions.
- Report composition

Participants: Brian Van Humbeck

- Focus areas: Operations Department, dispatch function, personnel training, document control, Standard Operating Procedures, Safety Management System, base safety as related to flight operations, validity of regulatory documents, staffing levels, and attendant support functions.
- Report composition

Facilitator: James Such

- Facilitate daily briefings between Cougar and ASR Team personnel as required.
- Facilitate daily briefings between ASR Team and Task Force personnel as required.
- · Coordinate use of office work space as required
- Communicate ASR Team support needs to Task Force
- Facilitate report composition and presentation.

Standards and Protocols

- Aircraft Management Guide, International Association of Oil and Gas Producers (OGP)
- Recommended Practices for Contracted Air Operations (OGP)
- ASR Team questionnaires

Support

- The Participants will issue their report to the Helicopter Operations Task Force that has been established to lead efforts to safely resume helicopter operations.
- The industry task force has created a Facilitator role to provide a continuous communications interface between the Participants and the task force.
- The task force is responsible for securing all support identified as necessary by the Participants and for ensuring Cougar fully supports the ASR.