

SOUTHERN COMPANY

Nuclear/Operations Committee Charter

Function

The Nuclear/Operations Committee (the “Committee”) of the Board of Directors of Southern Company is charged with broad responsibility for review and oversight of the Company’s significant operating segments, including nuclear operations, power generation and transmission facilities.

Duties and Responsibilities

The Committee shall maintain general oversight and shall report to the Board of Directors regarding significant information, activities and events relative to the following significant operations of the Company:

- Significant environmental policy and planning issues of interest to the Company, including matters involving the Company before environmental regulatory agencies and compliance with environmental laws and regulations, health and safety laws and regulations and transmission reliability standards.
- Programs, policies and procedures with respect to protecting the environment and for providing a healthy and safe environment for employees, customers, contractors and the public.
- Policies and operating issues related to the Company’s significant generation and transmission investments, including operational performance, safety, planning and funding for decommissioning of plants and construction and licensing of new facilities, including review of cost estimates.
- Fuel costs and availability, including exposure to fuel-dependent operational and capital investment decisions.
- Business strategies designed to prevent or address catastrophic business interruption due to material facility outages and property damage caused by natural disasters, cyber attacks or acts of terrorism.
- Business strategies designed to address customer service, rates and marketing initiatives.
- Significant Information Technology initiatives.

- Strategies related to identifying and meeting the Company's workforce needs.
- Risks and associated risk management activities related to significant operations of the Company.

Membership

The Committee shall be composed of at least three directors, and all members of the Committee shall be independent directors. The Committee and its Chairman shall be appointed annually by the Board of Directors. The Chairman of the Committee shall serve as chairman of the Southern Nuclear Operating Company, Inc. Nuclear Oversight Committee, unless the Committee designates another member to serve in that capacity.

Meetings

The Committee shall meet at such times as deemed appropriate by the Chairman of the Committee, any two members of the Committee or the Chief Executive Officer. A quorum for the transaction of any business by the Committee shall be a majority of the members of the Committee. The act of a majority of the directors serving at any meeting of the Committee at which a quorum is present shall be the act of the Committee.

Evaluation

The Committee shall evaluate its own performance annually and report the results of the evaluation to the Governance Committee.

April 21, 2008