

procedure

HOVENSA L.L.C.

Category Regulatory Compliance	Dept.# 07	Procedure# 5726	Rev.# 0
Subject Transportation Worker Identification Credential (TWIC)			Dept. Desig.# 07-001

Affects HOVENSA L.L.C. (ST. CROIX, U.S.V.I.) REFINING FACILITY	Purpose Provide guidance to affected individuals and establishes a consistent method of complying with TWIC requirements throughout the entire refinery.
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All comments or questions relative to this policy or questions unique to HOVENSA LLC should be referred to the Human Resources Department and/or the Facility Security Officer (FSO).

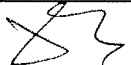
BACKGROUND INFORMATION: On January 25, 2007 the Department of Homeland Security published in the Federal Register the Final Rule establishing requirements of the Transportation Worker Identification Credential (TWIC). ***The Rule requires that all persons seeking unescorted access to secure areas of maritime facilities possess a valid Transportation Worker Identification Credential (TWIC).***

TWIC enrollment and issuance will be conducted by the Transportation Security Administration (TSA) or TSA's agent operating under TSA's direction. It will be the responsibility of each affected individual to obtain the Transportation Workers Identification Credential. Each affected individual must possess the TWIC prior to being granted unescorted privileges in the refinery's secure and restricted areas. Possession of the TWIC will not guarantee the individual unescorted access to secure areas of the refinery. HOVENSA LLC reserves the right to deny access to any individual regardless of TWIC status.

AFFECTED AREAS: All areas of the refinery are subject to TWIC with the exception of the lobby in the administration building.

AFFECTED INDIVIDUALS: The following individuals will require the TWIC:

- All HOVENSA employees and contractors.
- Contractors & vendors afforded unescorted privileges.
- All truck drivers loading/unloading at HOVENSA.
- Independent Inspectors working in or visiting HOVENSA.
- Barge & Vessel personnel working in or visiting HOVENSA (US Flagged Vessels Only).
- Vessel Agents working in or visiting HOVENSA.
- ***Any other person seeking unescorted access to secure and/or restricted areas of the refinery with the exception of credentialed Federal, State, and Territorial law***

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enforcement personnel conducting official business and emergency response personnel during the course of official duties.

ENROLLMENT PROCESS

Pre-Enrollment


- Pre-Enrollment is not a requirement, but all employees are strongly encouraged to pre-enroll.
- Pre-enrollment may be completed on line at www.tsa.gov/twic
- Benefits of pre-enrolling include:
 - Limits the time required at the enrollment center to complete the process.
 - Provides the location of the enrollment site and hours of operation.
 - Provides the opportunity to make an appointment for enrollment.
 - Provides the list of documents to bring to the enrollment center for identity verification.
- Pre-enrollment will assign a unique registration number to the employee which will be used at the enrollment center to retrieve the applicant's application.

Enrollment

(All employees are expected to enroll for TWIC outside of their normal work hours. For current employees who work a fixed day shift, they will be given up to two (2) hours off from work with straight time pay to enroll for their TWIC. Such employees must provide advance notice of their TWIC appointment to their supervisor.)

Employee visits the enrollment center and completes the following:

- If pre-enrolled, he/she provides the Trusted Agent with the pre-enrollment registration number.
- Provides the Trusted Agent with the proper identification documents (see TWIC website for additional information).
- Signs the TWIC Application Disclosure Form in the presence of the Trusted Agent.

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- Provides a complete set of fingerprints.
- Sits for digital photograph.
- Pays the TWIC processing fee (HOVENSA will cover the \$132.50 cost for current employees, \$105.50 for those who possess a current Merchant Mariners license). HOVENSA will cover the initial cost on a one-time basis.

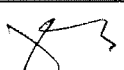
Security threat assessment & notification

Upon successful enrollment:

- TSA will conduct a security threat assessment on the applicant.
- Security Threat Assessment shall consist of:
 - Fingerprint-based criminal history check.
 - Intelligence-related check to identify potential ties to terrorism.
 - Immigration status check.
- Applicant will be notified of the results by TSA.
- If denied, applicant will be advised by TSA as to the basis for the denial and be given information on Appeal and Waiver processes.
- Applicant will have 60 days to respond to TSA of the denial.
- If the applicant/employee does not file a response to TSA within 60 days of notification, the initial determination becomes final.
- A HOVENSA employee will be considered unfit for duty while engaged in the TWIC appeals or waiver process and will not be permitted to work in the refinery beyond April 15, 2009.

TWIC Issuance

Upon successful completion of the Security Threat Assessment:

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- Employee is notified of successful completion and their TWIC is ready for issue.
- Employee returns to the enrollment center for verification and card activation.
- At the enrollment center, the TWIC is matched to the employee by biometric verification.
- Upon successful biometric match, the employee selects a 6 to 8 digit PIN that is stored on the TWIC.
- TWIC is activated and issued to the applicant.
- TWIC will be valid for a period of five (5) years from the date of the completion of the Security Threat Assessment.
- Employee provides a copy of both sides of the TWIC to HOVENSA Security or its designee for file documentation.

LOST, STOLEN, DAMAGED TWIC's

- Employee must report the Lost, Stolen or Damaged TWIC to the Department of Homeland Security (DHS) help desk, their immediate supervisor, and the FSO immediately.
- DHS will invalidate the lost, stolen or damaged TWIC and order the production of a replacement TWIC.
- Replacement TWIC will be sent (for pickup) to the enrollment center designated by the employee.
- Lost, Stolen or Damaged TWIC's will be placed on the list of revoked credentials (Hot List).
- Hot List will be made available on the TWIC portal to appropriate individuals (VSO, FSO, Captain of the Port, etc.).
- Once the replacement TWIC arrives at the enrollment center the employee is notified to pick it up.

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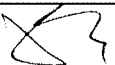
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- The employee goes to the enrollment center, pays for the replacement TWIC, provides the necessary identification credentials, replacement TWIC is activated and issued to the individual.
- The employee will be responsible for all costs of the replacement TWIC, replacement fee and time spent obtaining the replacement TWIC is not subject to reimbursement by HOVENSA.

Employees who have reported a lost, stolen or damaged TWIC may be granted unescorted access to secure and restricted areas of the facility for a period of seven (7) consecutive calendar days from the date of the report if:

- The employee can present another identification credential that meets the requirements of 33 CFR 101.515 (i.e. ID must be laminated or secure against tampering, contain employee's full legal name, have a current photo, and bear the official name of the issuing authority. E.g. Drivers License, unexpired Passport and/or Visa, Military Identification, expired Passport, Voters Registration Card, Birth Certificate, Social Security Card, among others listed on the TSA website.)
- HOVENSA badge office verifies that the employee had a valid TWIC.
- The HOVENSA employee has reported to TSA the TWIC lost, stolen or damaged to TSA and provides evidence of the report to the FSO.
- There are no other suspicious circumstances associated with the employee's claim of loss, theft or damage.
- When issued a new TWIC, employee shall notify the HOVENSA badge office of such and also produce the TWIC as proof of issuance and provide a photocopy of both sides for the refinery's file.
- If the employee has not been issued a new TWIC within seven (7) consecutive calendar days he/she will be considered unfit for duty and will not be permitted to work in the refinery until a new TWIC has been issued. Only under rare and special circumstances will escorted access beyond the seven-day regulatory allowance be granted. Employees unable to replace their card within the seven-day period will not be paid for time lost beyond the seven-day access.
- A record of the employee, the date the TWIC is reported lost, stolen or damaged, and the date the TWIC is reissued shall be maintained within the refinery's records.

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FACILITY GUIDANCE – Using TWIC as a Visual Identification Badge

- Possession of a TWIC shall not constitute a guarantee (to the holder) of unescorted access to secure and/or restricted areas of the refinery.
 - In order to obtain a HOVENSA access credential for entrance into the refinery, all employees shall first possess a valid TWIC issued to that employee and be in the employ of HOVENSA or one of its active contractors on the refinery, and
 - Complete all other requirements for access into the refinery.
- HOVENSA management and/or the FSO reserve the right to deny any TWIC holder access to HOVENSA's secure and/or restricted areas.
- After an employee successfully completes all requirements and is issued a valid access credential for access into HOVENSA, the TWIC will be used as a visual identification badge (Flash Pass) for an individual to be eligible for unescorted access to secure and/or restricted areas of the refinery and will be presented for each access into the refinery.
- Facility security personnel must verify the TWIC before granting a TWIC holder unescorted access to a secure and/or restricted area.
- All employees must present their TWIC card upon request by any member of the Security department or other company official. Failure to comply will result in disciplinary action up to and including termination.
- Verification of the TWIC shall consist of the following:
 - Holder's facial features shall be compared to the photo imprinted on the card.
 - The expiration date shall be checked to ensure that the TWIC is current.
 - The unique identifying surface features of the TWIC shall be examined for signs of tampering to identify fraudulent or altered credentials.
 - Frequency and scope of verification may change depending on changes in Maritime Security (MARSEC) level. Verification techniques may include biometric readers and/or spot checks within the facility.
- Checking of TWICs for vessel personnel shall also be described on the completed DOS of US flagged vessels.
- Federal, State and Territorial law enforcement officials are exempt from TWIC requirements. They may present their current agency credentials and may gain unescorted access during the course of their official duties.

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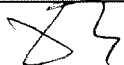
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- Emergency responders employed by a government agency and any medical personnel may gain unescorted access only when responding to an emergency situation. Otherwise they must present a TWIC to gain unescorted access to secure and/or restricted areas.
- Non-Territorial and local emergency responders (e.g. oil spill removal organization employees) will need a TWIC for unescorted access to secure and restricted areas.

ESCORTING

When a legitimate business need is established with non-TWIC holders, individuals shall be escorted as follows:

- The entire refinery is designated as a secure area requiring physical accompaniment of ***One TWIC holder per ten (10) non-TWIC holders except as noted below in select secure and restricted areas.***
- Non-TWIC holders must be registered with the Security department by the requesting HOVENSA employee/sponsor and approved for escorted access.
- The HOVENSA employee requesting escorted access must document and submit the legitimate business need along with the appropriate management approval signature prior to being granted permission to escort the non-TWIC holder within the refinery.
- Individuals conducting the escort ***shall:***
 - Be a TWIC holder.
 - Maintain visual contact with escorted individuals at all times when escorting by the physical accompaniment (side-by-side) method.
 - Provide a sufficient quick response capability and must respond immediately when an individual under escort is observed engaging in unauthorized activities or in unauthorized areas.
 - Have a reliable means to contact security personnel and/or law enforcement authorities.
 - Immediately report to the FSO any instances of escorted individual(s) engaging in unauthorized activities or entering unauthorized areas.
 - The individual(s) being escorted shall display where clearly visible (between the neck and beltline) the issued credential indicating the requirement for escort.

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- Individuals conducting the escort **shall not:**
 - Leave the escorted individuals unattended at any time when escorting by the physical accompaniment method without the proper relief.
 - **Be engaged in any other activity unless prior approval is granted by the FSO.**

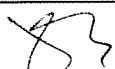
Escorting in secure AND restricted Areas (e.g. computer rooms, applications engineering, warehouse issues, control rooms, and the security command center building).

- Must be accomplished by physical accompaniment (side-by-side) method.
- Physical accompaniment requires continuous physical proximity to and visual contact with the escorted individual in order to allow the TWIC holder to witness the individual's actions.
- Physical accompaniment is limited to **One TWIC holder per five non-TWIC holders.**
- When an individual under escort is observed engaging in any potentially unauthorized security activities or enters an unauthorized area, this action may be considered to be a breach of security.
- Escorted individual(s) suspected of engaging in potentially unauthorized security activities or entering unauthorized areas shall be instructed by the escort or party observing the occurrence to immediately cease such activities. The escort or reporting party shall immediately report the incident to the FSO or his designee, and escort the individual(s) to Security for further investigation and reporting requirements.

KNOWLEDGE REQUIREMENTS FOR PERSONNEL

In addition to their other security duties, the Company Security Officer (CSO), Captain of the Port (COTP), and the Facility Security Officer (FSO) should be knowledgeable in the following:

- How TWIC applies to the facility.
- Secure & restricted area locations and requirements.

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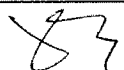
- Locations and requirements of employee and passenger access areas.
- Recognition of a valid TWIC.
- Escorting requirements.
- Integration of TWIC Program into existing access control systems.
- Resolution of violations (forged/tampered TWICs, security breaches)
- New hire procedures.
- Access to those individuals which have reported lost, stolen or damaged TWICs.
- Requirement to notify employees of the TWIC requirement.

Facility personnel with security duties shall be knowledgeable in the following:

- How TWIC applies to the facility.
- Recognition of a valid TWIC.
- Secured & restricted areas and requirements.
- Escorting requirements.
- Resolution of violations.
- Access to those individuals which have reported lost, stolen or damaged TWICs.

All other personnel shall be knowledgeable in the following:

- How TWIC applies to the facility.
- Recognition of a valid TWIC.

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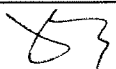
- Location of secured and restricted areas.
- Procedures for reporting lost, stolen or damaged TWICs.
- Escorting procedures.

HOVENSA NEW HIRES

- An applicant may be given an offer of employment contingent on his/her ability to obtain a TWIC.
- After April 15, 2009, failure of a new hire to obtain a TWIC shall result in immediate termination.
- A new hire may begin work only after the following conditions are satisfied:
 - He/she has passed the HOVENSA background check and physical.
 - The FSO has entered the new hire's personal data and employer contact information into the USCG Homeport Website.
 - New hire has passed a name-based background check in Homeport prior to the individual starting work.
 - Individual can present an alternative form of identification.
 - New employee has applied for the TWIC.
 - He/she has paid the enrollment fee.
 - He/she is not engaged in a Waiver or Appeal process.
 - He/she signs a statement affirming that he/she is not engaged in a Waiver or Appeal process.
 - There are no other circumstances (i.e. criminal history, immigration violation) that would cause reasonable suspicion regarding the individual's ability to obtain a TWIC and the FSO has not been notified by the Captain of the Port (COTP) that the individual poses a security threat.
 - FSO must be able to articulate an adverse impact to the facility operation if the individual is not granted accompanied access before being issued the TWIC.

EMPLOYER RESPONSIBILITIES

HOVENSA Human Resources shall be responsible for the following:

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- Advise all HOVENSA employees of the following:
 - Their responsibility to obtain a TWIC.
 - When compliance will begin.
 - Location of enrollment centers.
 - Enrollment process.
 - Which areas of the refinery are Secure Areas.
 - Which areas of the refinery are Restricted Areas.
 - Payment of fees.
- Assist HOVENSA employees in obtaining the TWIC. Assistance will be as follows:
 - Provide access to a computer for employees to begin the process of enrollment by pre-enrolling onto the DHS/TSA website.
 - Provide assistance to employees in navigating the website, as requested.
- Provide all HOVENSA employees with required training to comply with 33 CFR Part 105 (TWIC HOVENSA web page, Town Hall sessions, email communications, information with paychecks, etc).
- Required training shall be the same as that which is described in Knowledge Requirements for Personnel in this procedure.

FSO and/or Security department shall be responsible for the following:

- Develop and administer a program that ensures compliance with 33 CFR Part 105, and specifically complies with TWIC requirements.
- Conduct periodic random inspections of TWICs.
- Periodic random inspections of TWIC shall comply with screening requirements published in Marsec Directive 105-3 – i.e., Marsec Level 1 – 5%, Marsec Level 2 – 20%, Marsec Level 3 – 100%.
- Periodic random inspections shall be recorded by the FSO.

HOVENSA TWIC PAYMENT POLICY

HOVENSA LLC shall voluntarily adopt the following TWIC payment policy:

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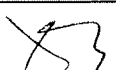
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- HOVENSA shall pay for the initial cost of the TWIC for all Full-Time HOVENSA employees and Temporary and/or Part-Time HOVENSA employees **hired on an extended basis** (i.e. co-op students, interns, school-to-work students, etc.).
- HOVENSA will not:
 - Reimburse any employee for time spent and expenses incurred in obtaining a TWIC.
 - Pay for any employee's costs for a lost, stolen or damaged TWIC.
 - Pay for any employee's costs for a renewal of their TWIC.

EMPLOYEE RESPONSIBILITIES

HOVENSA employees shall be responsible for the following:

- Applying for and obtaining the TWIC by April 15, 2009. Failure of an employee to obtain a TWIC by this date will result in a loss of his/her employment.
- Provide the badge issuing authority a photocopy of the TWIC for the Company's records.
- If denied a TWIC by TSA, the employee shall immediately notify the FSO of the denial and of his/her intention to file or not file for an Appeal or Waiver. The employee may be permitted to work up to April 15, 2009, after which he/she will be unfit for duty and cannot work.
- Maintain the TWIC in Active Status/Good Standing with the TSA.
- Immediately report to the Human Resources Department any incident that may impact the status of the TWIC.
- Immediately notify the FSO and TSA of any lost, stolen or damaged TWIC.
- Be in possession of the TWIC or have it immediately available within 10 minutes when on duty – **There will be NO EXCEPTIONS.**
- Produce the TWIC for inspection when requested to do so by the FSO or his/her designee or by regulatory authorities.

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- Failure to comply with the above provisions shall render the employee unfit for duty and subject the employee to disciplinary action up to and including discharge.


FREQUENT VISITOR'S (i.e. VENDORS, GUESTS, etc...) RESPONSIBILITIES

Frequent visitors shall be responsible for the following:

- TWIC shall be incorporated into the existing refinery physical access control system, as such, each visitor requesting access to HOVENSA shall:
 - Produce the TWIC to the FSO or his/her designee.
 - FSO or his/her designee will:
 - Verify the TWIC ensuring that holder's facial features are the same as the photo imprinted on the card.
 - Check the expiration date on the TWIC that it is current.
 - Check the unique identifying surface features of the TWIC for signs of tampering to identify fraudulent or altered cards.
 - Enter the TWIC control number and expiration date into the system, thereafter, visitors shall be given unescorted access only to specific areas of HOVENSA and be subject to periodic, random TWIC verifications.
- Be in possession of the TWIC when entering the refinery, and maintain the TWIC on their person or immediately available to them when on site.
- Produce the TWIC for inspection when requested by the FSO or his/her designee or by regulatory authorities or HOVENSA management.
- Failure to produce the TWIC when requested shall cause the visitor to lose access to HOVENSA based on the following schedule:
 - First Time – One Month
 - Second Time – One Year
 - Third Time – Permanently Barred

Truck drivers

- When entering the refinery, only the driver is permitted to be in the truck, except if that driver is training another driver (second driver).

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- If the second driver is a non-TWIC holder, then he/she must comply with the pre-registration requirements for escorted access contained within this procedure.
- No casual riders will be permitted to enter the refinery unless that rider has a legitimate business reason to enter and has a valid TWIC.

SHIP'S AGENT RESPONSIBILITIES

Ship's agent shall be responsible for the following:

- Be in possession of the TWIC when entering the refinery, and maintain the TWIC on their person or immediately available within 10 minutes when in the refinery – **No exceptions.**
- Produce the TWIC for inspection when requested by the FSO or his/her designee or by regulatory authorities.
- Send or deliver a copy of the Authorized Crew List to the FSO or his/her designee upon vessel arrival.
- To gain access to the refinery, the ship's agent shall:
 - Present their credentials at the refinery entrance gate.
- Ship's agent shall be responsible for arranging escort for a foreign flagged ship's crew into and out of the refinery via TWIC credentialed taxis. This includes, but is not limited to crew changes and shore leave.
- When providing escort for a foreign flagged ship's crew, the ship's agent shall:
 - Provide the FSO or his/her designee an official crew list.
 - If ship's crew are disembarking, the Ships Agent shall then arrange escort into and out of the refinery via TWIC credentialed taxis.
 - When the returning crew re-enters the refinery, security verifies the identity of the crewmen against the official crew list.
 - Prior to vessel departure, a copy of the authorized crew list shall be included in the Agent's vessel file.

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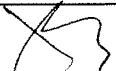
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- When escorting individuals in or out of the refinery, provided that the TWIC credentialed taxis has all escorted individuals in one vehicle and he/she makes no stops, he/she is permitted to escort individuals in greater numbers than the customary 1:5 or 1:10.

BARGE & SHIP PERSONNEL (US FLAGGED SHIPS ONLY)

Barge and ship personnel shall be responsible for the following:

- Be in possession of the TWIC when entering the refinery, and maintain the TWIC on their person or immediately available within 10 minutes when in the refinery – **No exceptions.**
- Produce the TWIC for inspection when requested by the FSO or his/her designee or by regulatory authorities.
- Barge and ship personnel shall be permitted to work alongside the vessel in the course of executing routine duties. When doing so, the Port Captain shall monitor their activities.

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HOVENSA L.L.C.

Category Regulatory Compliance	Dept.# 07	Procedure# 5726	Rev.# 0
Subject Transportation Worker Identification Credential (TWIC)			Dept. Desig.# 07-001

LIST OF ACRONYMS

COTP – Captain of the Port

CSO – Company Security Officer

DHS – Department of Homeland Security

FSO – Facility Security Officer

MARSEC – Maritime Security

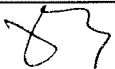
TA – Trusted Agent

TSA – Transportation Security Administration

TWIC – Transportation Workers Identification Credential

PIC – Person in Charge

OSRO – Oil Spill Response Organizations

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DEFINITIONS

Breach of Security

An incident in which security measures have been circumvented, eluded or violated.

Captain of the Port

A United States Coast Guard officer residing in San Juan, Puerto Rico, who is responsible for maritime governance throughout the Sector.

Company Security Officer

The person designated by the Company as responsible for the security of its owned vessels, including implementation and maintenance of the vessel security plan, and for liaison with their respective Facility Security Officer and the United States Coast Guard.

Contractor

Any individual or entity hired to do specific work within the refinery. Refinery contractors include but are not limited to:

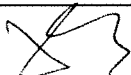
- Independent Inspectors
- Line handlers
- OSRO Contractors
- Mechanical Services
- Electrical Services
- Janitorial Services
- Vendors

DHS Help Desk

A facility staffed by the Department of Homeland Security to answer questions relative to TWIC, provide pre-enrollment services to applicants and take reports of lost, stolen or damaged TWIC. The Help Desk may be reached at 866 – DHS – TWIC (866 – 347 – 8942).

Escorting

Ensuring that the escorted individual is continuously accompanied while within a secure area in a manner sufficient to observe whether the escorted individual is engaged in activities other than those for which escorted access was granted. This may be accomplished by having a side-by-side companion or monitoring, depending upon where the escorted individual will be granted access.

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Facility Security Officer

The person designated as responsible for the development, implementation, maintenance, and revision of the facility security plan and for liaison with the COTP and the Vessel Security Officer.

Hot List

A list published and maintained by TSA that lists revoked/invalidated Transportation Worker Identification Credentials. This list may be accessed through the TSA web-site.

Immediately Available

Having the ability to retrieve and make the TWIC available for inspection within ten minutes of its asking.

Respond

Able to personally prevent an incident, having the ability to summon another individual to prevent an incident or having the ability to contact law enforcement authorities to prevent an incident.

Restricted Areas

Locations identified by the owner/operator of a facility that require limited access and a higher degree of security protection. For the refinery, these areas include but are not limited to:

- computer rooms
- command center building
- applications engineering
- control rooms
- warehouse issues

Secure Area

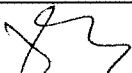
The area at a facility over which the owner/operator has implemented security measures for access control in accordance with a Coast Guard approved Facility Security Plan. For HOVENSA, the entire refinery has been designated as secure.

Security Threat Assessment

Completion of the applicant's fingerprint-based criminal history check, immigration status check and intelligence-related check for ties to terrorism.

Ship's Agent

A person who represents the vessel's interests when dealing with HOVENSA and all governmental agencies and contractors.

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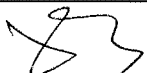
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Unescorted Access

Having the authority to enter and move about a secure area without escort.

END OF PROCEDURE

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