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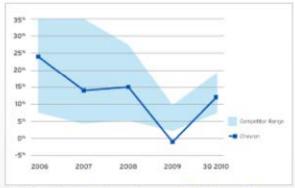
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This time last year, such a statement seemed out of reach. Downstream was about to embark on one of the most dramatic reorganizations since Chevron's merger with Texaco in 2001.

"Looking back at the last two years, and ahead into the foreseeable future, it's clear that external challenges will remain - slow economic growth, shifting balance between supply and demand, and declining demand for gasoline," says Wirth, "To overcome these challenges and anticipate future market fluctuation, we had to make significant changes to the way we did business to stay ahead of the competition."

Initial results are promising. In the first nine months of 2010, DS&C's earnings were up 51 percent from the same period in 2009. Yearend results, due in the coming days, are expected to be strong.



Driving for better returns. Click to enlarge

After years of high global demand growth for refined products, Chevron's downstream business - like others in the industry - was struck with a sudden blow. The 2008 economic downturn triggered a sharp drop in the demand for fuel and lubricants. At the same time, new refineries - which began development several years earlier in response

to the world's thirst for fuel - came online in India and other countries.

"Just a few years ago, we were spending to keep up with the world's consumption," says Danny Roden, president of Lubricants, who led downstream's reorganization efforts in 2010. "Today is a decidedly different environment: Rising crude prices, increased refining capacity and soft demand have been squeezing manufacturing margins."

In 2007, the Lubricants business launched a major reorganization. After a year of simplifying processes and reducing its portfolio and workforce, in 2009 the business unit reported its best ever earnings.

Lubricants' success combined with the unprecedented economic conditions prompted downstream leaders to take the same hard look at their own operations. They began by

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Lubricants' successful reorganization prompted review.

using profitability tools to identify the true costs of serving customers. What they found was eye opening: In a number of cases, the organization was doing business with customers at a financial loss.

"We needed to simplify and look for new and innovative ways to run the business more efficiently," says Dale Walsh, president of Americas Products, who led the Lubricants' 2007 reorganization. "We had to set aside some of the things we've always believed we had to do and think about our operations more simply."

"Every individual in the organization has weathered a difficult year," says Wirth. "However, I'm proud to say that despite the challenges, employees have embraced our call to be more direct with one another, work with greater speed, seek simplicity rather than create complexity, and exhibit a much sharper

focus on results. Most importantly, we have operated with excellence - never losing sight of our core values of operating with safety and the Chevron Way."

Today, DS&C comprises six businesses.



Manufacturing is one of the six DS&C businesses.

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Americas Products, International Products, Lubricants and Oronite (fuel and lubricants additives) are accountable for profit and loss (P&L). Manufacturing (all refining operations) and Strategy, Technology and Commercial Integration, are functional groups whose efforts contribute greatly to the profits of the P&L businesses.

At the heart of the structure is the "crude to customer" value chain (see illustration on right). A clearer line of sight into the value chain has already resulted in impressive success. For example, International Products has delivered an 88 percent improvement in earnings coming from three large retail accounts in one of its Asian markets.

"The value chain perspective illuminated where we were losing money, leading us to develop account-by-account profitability improvement plans - leveraging pricing,

discount reduction and better cost recovery," says International Products President Mark Nelson. "Our early progress has allowed us to share this value chain approach with our key joint ventures, which are now taking a similar approach."

DS&C also is supporting value capture across the corporation:

- DS&C commercial support has helped develop new markets for Upstream crudes such as CPC Blend and Agbami
- To avoid market discounts for new/challenged crudes, DS&C has processed equity crudes such as Eocene and Boscan in our own refineries
- DS&C's commercial and business development support has helped maximize value in contract negotiations for Gorgon and Wheatstone condensate and Papa Terra, among others

Integration



3 Transport

Refine/Blend

Store/Distribute

From "crude to customer." Click to enlarge

Chairman John Watson recently praised what DS&C brings to Chevron as an integrated (upstream and downstream) energy company.

"One of the biggest opportunities I think we have is on the people side: developing and using the expertise that we have in

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Crude to Customer Value Chain

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Vertical Integration

Creates value-adding opportunities

Integration







Produce



Transport



Refine/Blend



Store/Distribute



Deliver



Market

The new Downstream & Chemicals centers on the value chain - the path along which Chevron purchases crude, refines it into products, and then sells and distributes it to customers, also known as "crude to customer."

Using the same tools that helped leaders identify revenue losses, colleagues can now look across the value chain and measure the cost of serving customers on a case-by-case basis.

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Manufacturing," Watson said during his Energy Exchange video discussion last November. "It will help with the big changes in the upstream portfolio, where we're going to have more plants that look a lot like refineries."

With all its organizational changes in place for 2011, Wirth says, "we have what it takes the right strategy, structure, systems, culture and people - to execute well and produce even stronger results.

"We're already there on safety and reliability," he adds. "If we continue to apply the same discipline to getting the best earnings-perbarrel and best returns-on-capital-employed, we will be top tier in profitability as well."

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Downstream Viewpoints

Kim Fischer

C&I Key Accounts & Card Alliance manager Chevron South Africa (Pty) Limited, International Products

"My initial reaction, looking at the organizational structure for Africa, Middle East, Pakistan, was one of disbelief. It was difficult to reconcile the smaller headcount to the volume of work in the region at the time. Today, I think our new leaders are emphasizing the right things by driving accountability for performance and valuing directness."

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Downstream Viewpoints

Doris Lee Projects and New Initiatives Retail Support Americas Products

"I have started to see colleagues model the new behaviors by trying to keep things simple - examples are as basic as issuing one-page documents instead of long PowerPoint decks to more complex initiatives like streamlining whole business processes. However, as an organization, we have gotten used to over-delivering, and, while I have seen steps toward the right direction, there is definitely more work to be done."

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Downstream Viewpoints

Freeman Shaheen

Sr. Manager Global Sour Crude Supply and Strategy, Technology and Commercial Integration

"Despite the challenges of the reorganization, we are in a much better environment today. I am very impressed with the talent retained and collaboration among various groups. We have removed several organizational barriers and have a true focus on enterprise value creation."

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Downstream Viewpoints

Carlos Rey Castaños Advisor

Chevron International Pte Ltd International Products

"Despite the difficulties of the reorganization itself, I'm positive that the actions we have taken to reshape the organization were the correct ones. I appreciate the thoughtful, systematic and datadriven approach that was taken. It has made me all the more assured of Chevron's efforts to really get this right."

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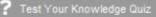
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Downstream Viewpoints

Richard Masters

Texaco and Techron Brand Manager Americas Products

"We are definitely doing a lot less business with ourselves, and are much more focused on delivering the marketing programs our colleagues in the front lines need to meet their business objectives. I also feel the organization is more trusting of me and my capabilities, and values my experience. I finally feel I can do what I was hired to do."

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Networks

Our Employee Networks are thriving and making a significant contribution to Chevron's success.

They have achieved "what other forums and organizational concepts have not been able to accomplish," says Chairman and CEO John Watson. For 10 years, Chevron Employee Networks have been drawing strength from our diversity in many ways, demonstrating the company's remarkable Human Energy.



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Left: Members at a recent employee network fair.

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Everyone Welcome

More than a third of our nearly 60,000-strong workforce belongs to a network, and hundreds of individuals have joined more than one. Chevron Employee Networks, which recently marked their 10th anniversary with events attended by Watson and other senior executives, are thriving.

They began after early discussion among gay and lesbian employees in the United States on full inclusion in all aspects of Chevron. That led to the formation of one of the founding groups, Chevron PRIDE (Promote Respect, Inclusion and Dignity for Everyone). This network has helped the corporation implement employee programs and benefits for supporting gay, lesbian, bisexual and transgender employees. In 1999, Chevron established a formal employee network program and sanctioned the first three Chevron Employee Networks: PRIDE, Somos - the Latin American and Hispanic network - and the Filipino Employee Network.

Today, we have 11 networks that are inclusive and open to any employee anywhere in the world who wants to support the network's mission, vision and objectives.

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Employee networks are bringing value and direction to Chevron.

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Bringing Business Value

Networks go beyond promoting diversity, networking and advocacy - they bring value to the business in a variety of ways.

With Chevron's massive Gorgon and Wheatstone projects making a significant impact in the communities of northwest Australia, the Boola Moort (Nyoongar Aboriginal language for "Many People") employee network has been vital to relationship-building in the region. Pictured left, a Chevronsponsored community program that uses sport as a tool to engage young people in education.

The Filipino and Asian employee networks help U.S. expatriates headed to operations abroad learn more about the culture and expectations in the countries in which they will be working. Many networks have helped support recruiting efforts - both through their presence at recruiting events and through individual efforts, such as introducing new talent to HR representatives.

Members can also participate in the Employee Network Mentoring Program. This provides opportunities, challenges and support for employees seeking to enrich their careers.

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XYZ - Generations Grasping Challenges

With more than 9,000 members, XYZ is Chevron's largest employee network. It was established in 2002 by a small group of employees - of Generation X, born 1965-1976, and Generation Y, born 1977-1999, who at the time were a smaller demographic in the company. Today, XYZ focuses on career development, community engagement, mentoring and networking.

This year it will be launching a new program, IdeaStorm. It gives senior leaders a way to quickly call on XYZ members for brainstorming and feedback on how this next generation of leaders might attack one of their immediate business challenges.

"The role of XYZ as an employee network is twofold. First to provide a unique opportunity to further develop our talent and secondly to be cheerleaders for those around us to do the same," says Cory Smithson, XYZ's 2009/2010 global president.

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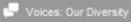
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Why downstream needed a new blend of strategies.

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Women's Network - Addressing Gender Issues

In what has long been considered a male-dominated industry, Chevron's Women's Network is thriving globally. It began 10 years ago to offer a place where women could come together to share stories and promote women's issues.

Today, at 5,200 members strong, the network has advanced initiatives that have helped all colleagues: from introducing separate restrooms in some field offices for a new generation of women engineers entering the industry to paying the way for flexible work schedules. Most recently, in the Philippines and Venezuela, the Women's Network was instrumental in instituting 9-80 (80 hours work in 9 days) schedules for local employees.

"Over the years, our network has brought men and women together to increase sensitivity in managing work-life balance issues," says Linda Russell, IT director for the Women's Network. The picture was taken at the launch of a new site for the network, at the Oronite Oak Point Plant in Belle Chasse, Louisiana.

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Boomers - Voices of Experience

While the Boomers Network is the second-newest network - it was sanctioned in 2005 - it addresses the issues of a more experienced generation. Named after the term widely used in America to describe the post World War II baby boom, the group welcomes all ages and has partnered with XYZ to help foster intergenerational communication, networking and mentorship.

With a global membership of 1,800, they address issues such as retirement, the dual demands of caring for elderly parents and children, and a growing new issue: career development for seasoned employees.

"We have just under 1,800 members, but you have to understand, we go up and down quite a bit because we lose a lot of members to that thing called 'retirement'," jokes Gail Stan, co-treasurer of the Boomers Network.

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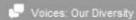




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Opportunity for Latin and Hispanic Employees

As one of the first three networks sanctioned in 1999, Somos (Spanish for "we are") is the Latin American and Hispanic Employee Network. It has a membership of more than 1,500 globally and focuses on career skills, leadership development, community involvement and more.

It recently formalized a partnership with the Black Employee Network to increase membership networking opportunities, diversity awareness, build trust and respect within the workforce, and leverage resources to fortify both networks.

In 2010, Somos introduced an initiative to give employees an opportunity to study a language. The network partnered with the Chevron Global Library to take advantage of its Rosetta Stone resources. Each member is given the opportunity to study a language that he or she feels would benefit his or her Chevron career.

"In Colombia, the members there all chose to improve their English skills to help their careers. To date, more than 70 participants have logged 800 or more hours of voluntary language learning," says Somos president Mike Jimenez.

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Black Employees - Promoting Honest Dialogue

The Black Employee Network (BEN), sanctioned in 2000, boasts a membership of 1.500-plus members globally. Through its commitment to career development and mentoring over the years, BEN has supported the development of employees who are now supervisors and leaders throughout Chevron.

Among BEN's core values are "real talk" - promoting open and honest dialogues; personal and professional development; expecting and embracing change; and recognition and celebration of achievements.

"Our priority has been to provide members with the resources they tell us they need to enhance their ability to be top performers at Chevron," says BEN president Chanel Jolly.

BEN recently formalized a partnership with Somos - the Latin American and Hispanic employee network - to mutually strengthen both networks. BEN is also committed to outreach and promoting knowledge about Chevron's vision in the communities we serve.

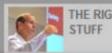
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Issues Across a Vast Continent

The Asian Employee Network (AEN) was sanctioned in 2000 and has more than 1,000 members globally. Its vision is to raise the profile and recognition of Asian employees at all levels within Chevron.

A key current focus for the network is partnering with management to support business activities in Asia, bringing members' unique perspectives on diverse languages and business cultures that exist in this vast continent which spans from Russia in the north, Turkmenistan in the west, Japan in the east and India through Indonesia in the south. With the growth of our Australasia business, Australian employees recently joined the network.

Ahmed Badruzzaman, chairperson of AEN, described members' initial struggle to define their identity: "In the beginning we were a disparate group from a broad range of cultures, languages, religions, and regions often in conflict. But today we are a cohesive network, raising awareness collectively about who we are, and having some fun working together."

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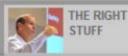
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Filipino Network - Vital Partners

The Filipino Employee Network, which has 800 members globally, was one of the first three networks sanctioned by the company in 1999.

Like the other networks, it focuses on career development, networking, mentoring, and community outreach. However, members provide a key business resource - education and awareness about the Filipino culture. They also developed a model for providing financial assistance to Chevron locations that are hit by major catastrophe, in partnership with PGPA and the Humankind program

When Chevron's Finance Shared Services migrated from the United States to Manila, the Filipino network was a vital partner. "We provided orientation to the people going to the Philippines and those coming to the U.S.," says president Lourdes Dhek Navarro.

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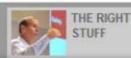
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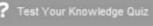






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Enhancing Abilities, Leveraging Disabilities

The ENABLED Network, which stands for Enhancing Abilities and Leveraging Disabilities, began in 2002 to offer support, advocacy and career development for employees with disabilities.

In the last two years, membership has nearly doubled to more than 500 members globally. ENABLED has invited and attracted more participation by employees touched by the disabilities of their children, family members, friends and co-workers - many of whom are turning to ENABLED for guidance and resources.

The network partners with the Special Olympics in Texas and hopes to expand that relationship in the United States and worldwide. Its focus this year is to work with Human Resources to promote hiring of more individuals with disabilities.

"One in every five Americans has a disability. That's a huge talent pool for us," says ENABLED chairperson Erin McGregor.

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Boola Moort - Helping Chevron Learn

As the newest network, Boola Moort - representing indigenous Australians is rooted in Perth, Western Australia, although its membership of 200 plus grows as more employees learn about the network. It grew out of a need to promote an understanding of indigenous Australian culture and heritage within Chevron, improve cultural inclusion in the workplace, and enhance knowledge of communication protocols with Aboriginal people.

By developing a diverse and inclusive workplace, Boola Moort supports Australasia Strategic Business Unit goals including; increasing participation of Aboriginal people through recruitment and retention initiatives, building stronger relationships with Aboriginal communities where we operate, and retaining native title and cultural heritage agreements.

"Before the network, I could see the opportunity to increase the workforce's understanding of the culture and history of Australia and the customs of the Aboriginal people. People now have the confidence to ask questions as we try to help break the stereotypes of the Aboriginal person in Australia," says Boola Moort president Sarah Bradley, pictured (on right in photo) with Chevron Australia Human Resources General Manager Kaye Butler.

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PRIDE - Genesis of Networks

The origins of PRIDE date back to 1991 when a small group of gay and lesbian employees began a dialogue with management. As a result, Chevron became the first major U.S. oil company to add "sexual orientation" and later "gender identity" to its nondiscrimination policies as well as extend U.S. benefits for domestic partners, including same-sex. In 1999, it became one of the first formally sanctioned networks.

With 600 members globally - even in countries where being gay, lesbian, bisexual or transgender is illegal - PRIDE plays an integral role in ensuring Chevron maintains its 100 percent rating on the Human Rights Campaign Corporate Equality Index. The company has consistently maintained this impressive rating for six years.

"Chevron's policies stem from The Chevron Way and the company's commitment to creating a safe, comfortable and inclusive work environment for its employees," says Joe Macaluso, president of Chevron PRIDE.

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NAN - Uniting Native Cultures

The Native American Network (NAN) was sanctioned in 2004. Today it boasts 450 members from all backgrounds - from employees who grew up on reservations to those with Native American ancestry. It also welcomes those with no known Native American ties but who have an interest in the culture.

It's an expanding group with members from other indigenous cultures, including Alaska natives, Canadian First Nations and Hawaiian natives, NAN's mission is to offer networking, mentoring and career development opportunities. It offers also education and advocacy about issues important to Native American and First Nation cultures. Recently, NAN and Boola Moort announced a partnership to support each other in promoting education about indigenous people.

"It is NAN's goal to make sure all colleagues understand our collective cultures," says president Sue Phelan. "It gives us perspective and understanding, which are key to working together effectively."

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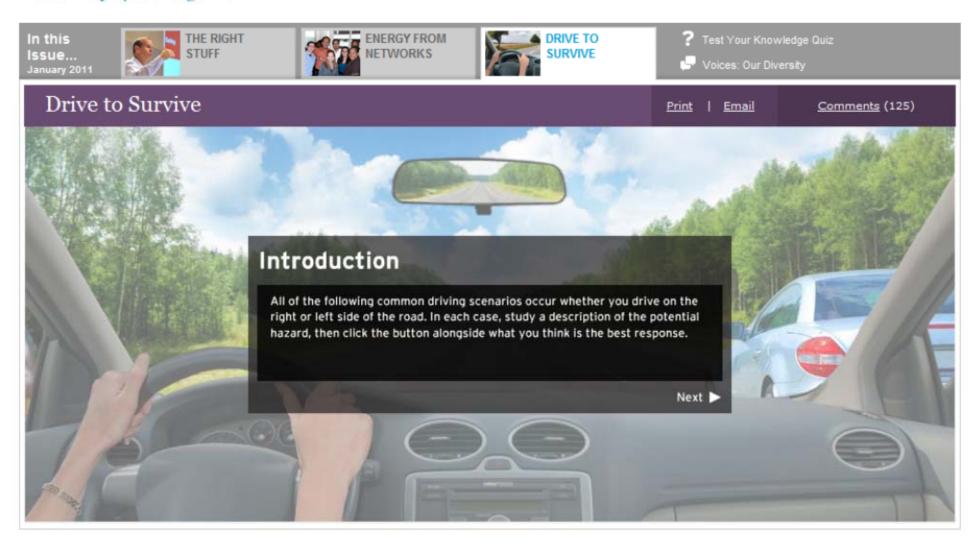
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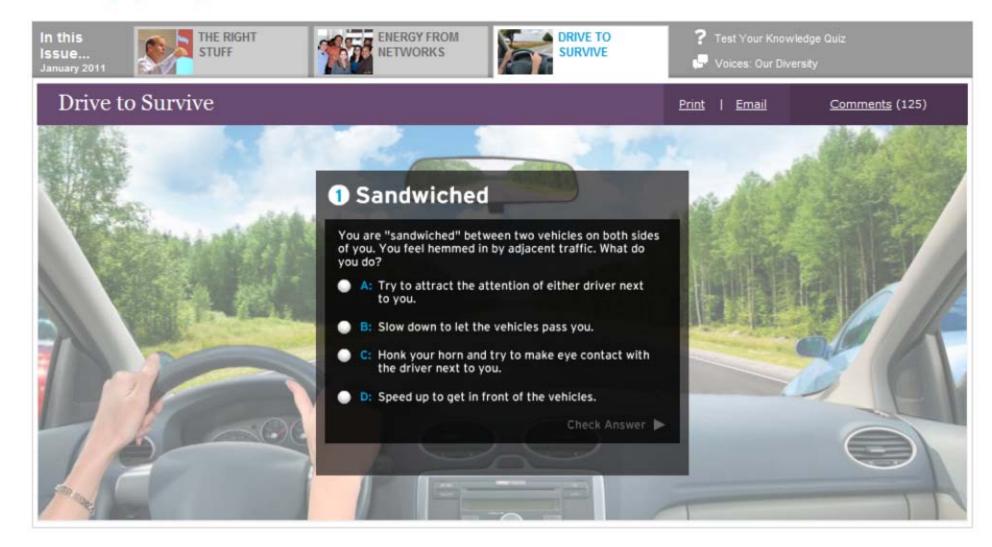
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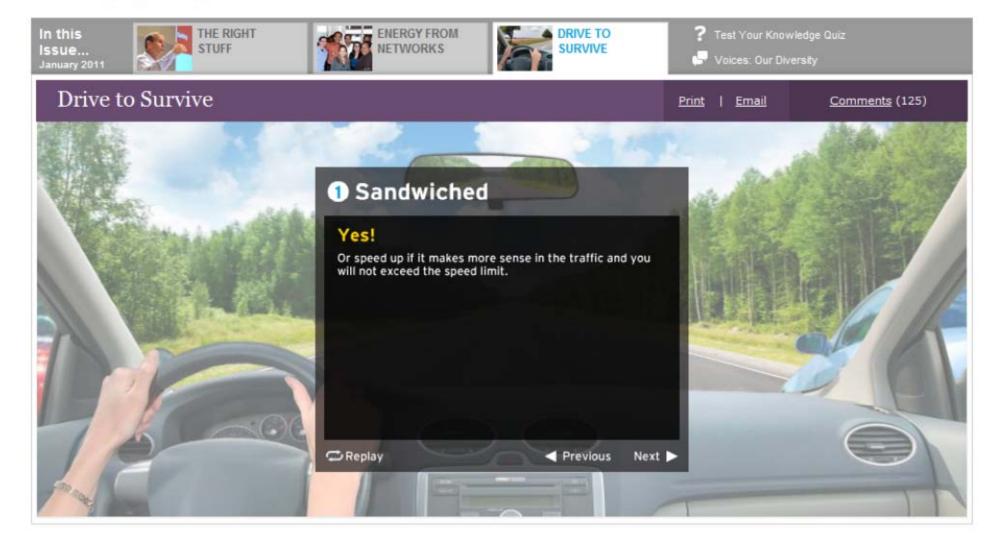


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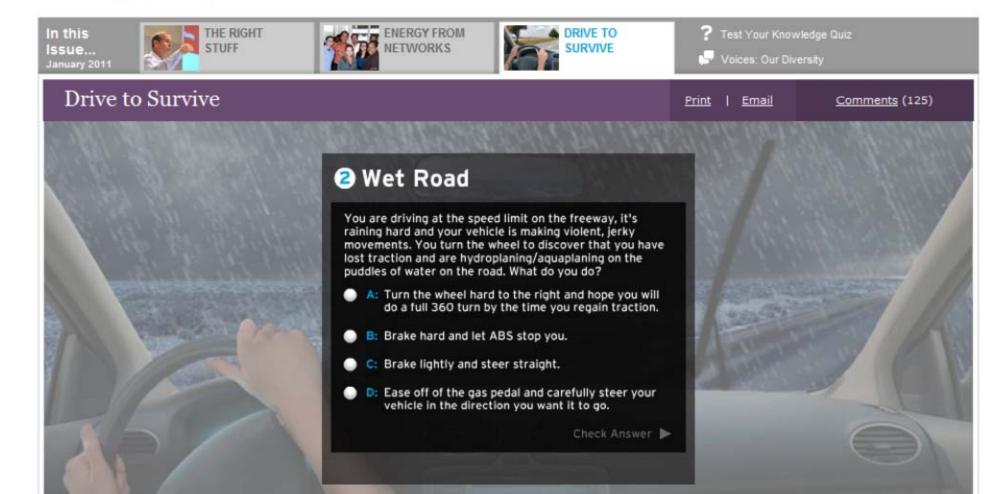
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People Finder About Archive

Line Rider

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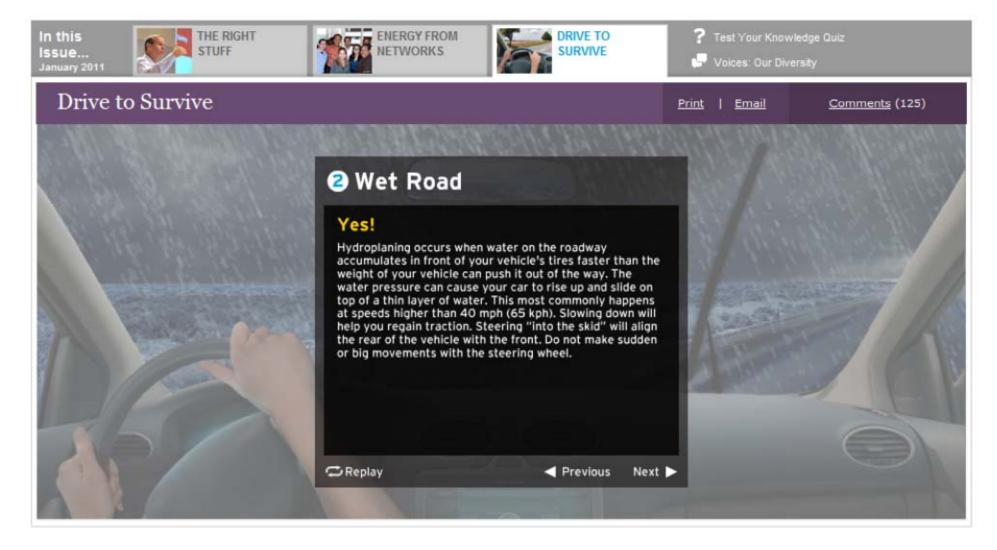
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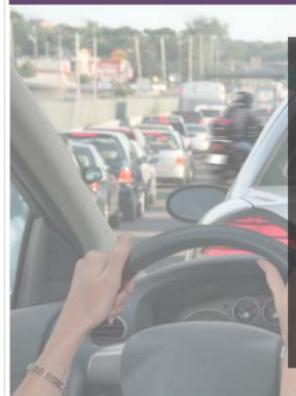


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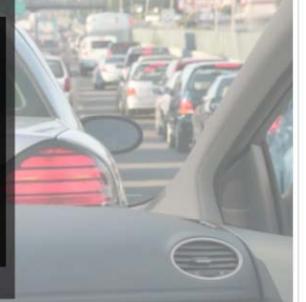


3 Motorcycle Weaving

A motorcyclist appears out of nowhere in your driver'sside mirror when you are stuck in traffic and they are zipping along through any opening they can find on the road. What should you do?

- A: Maintain your position in traffic, slow down if possible.
- B: Weave back and forth to make the motorcycle stay in the lane with everyone else.
- C: Tap SOS using your brake lights.
- D: Move over in the lane to allow the motorcycle. room to pass.

Check Answer



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People Finder

About

Archive

Line Rider

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Inside Home Find & Search People Finder

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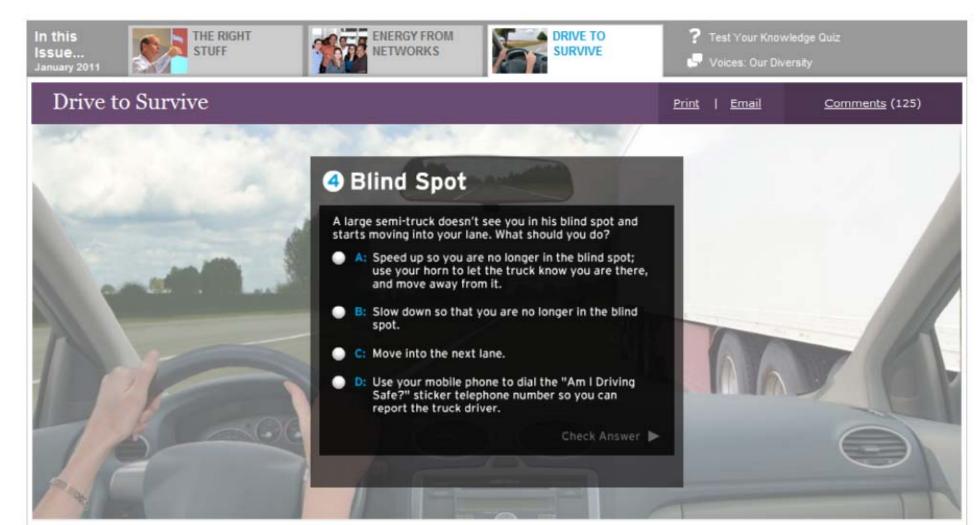
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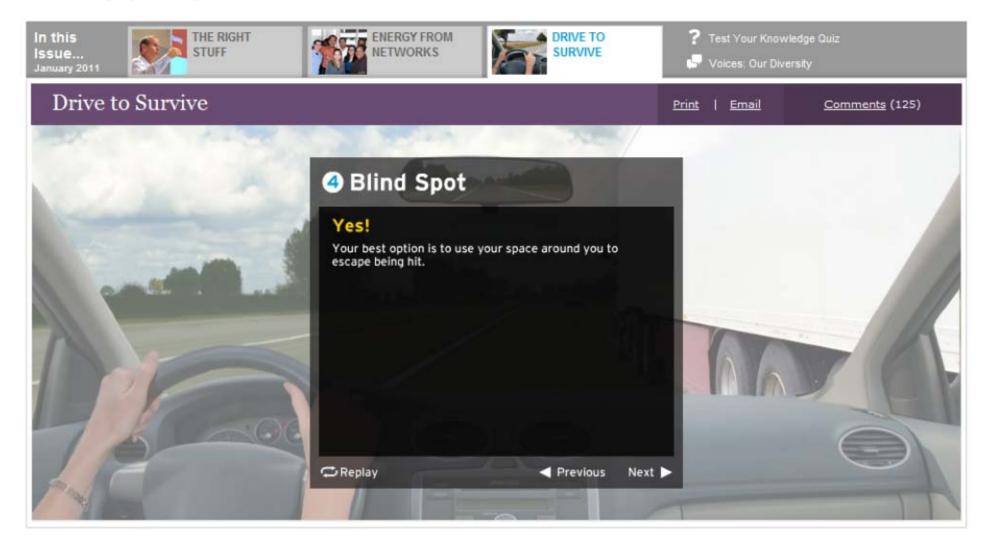




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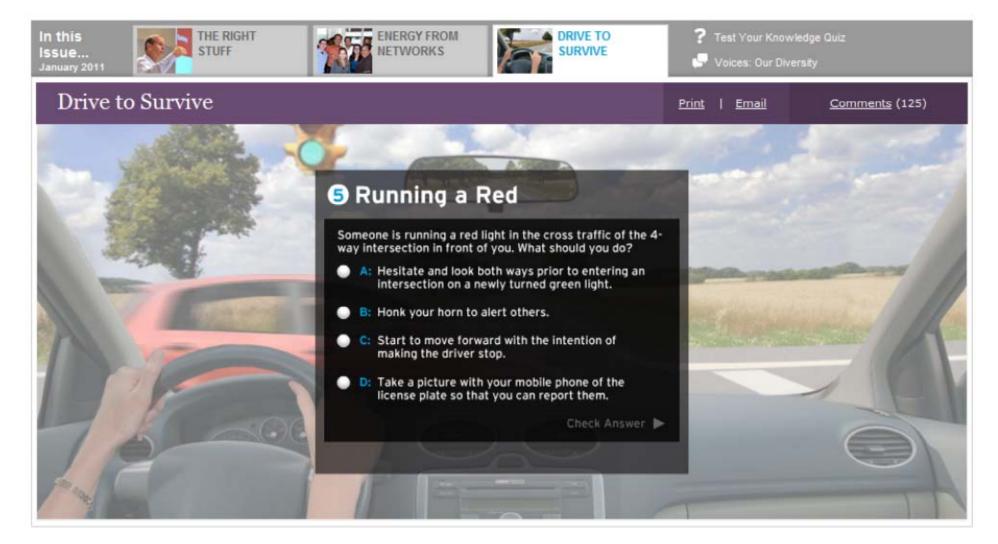


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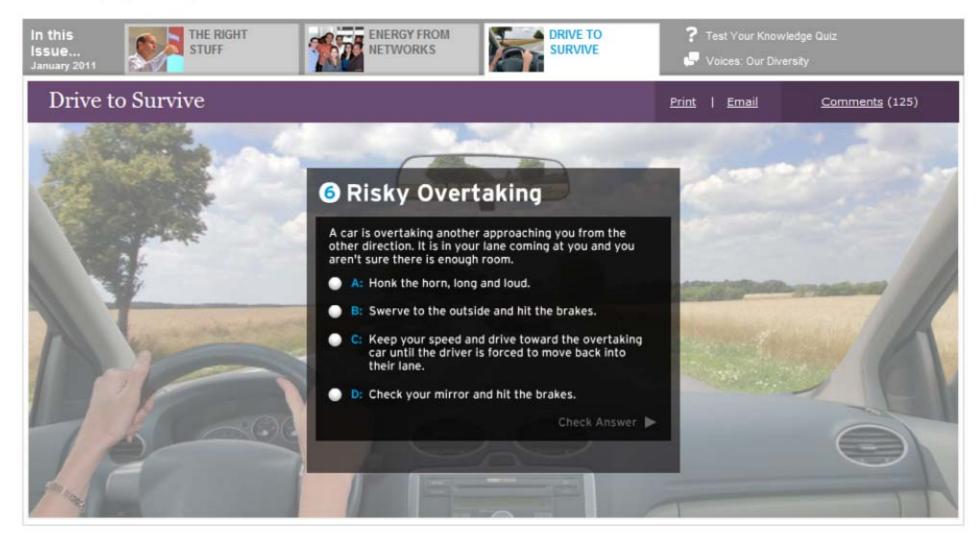




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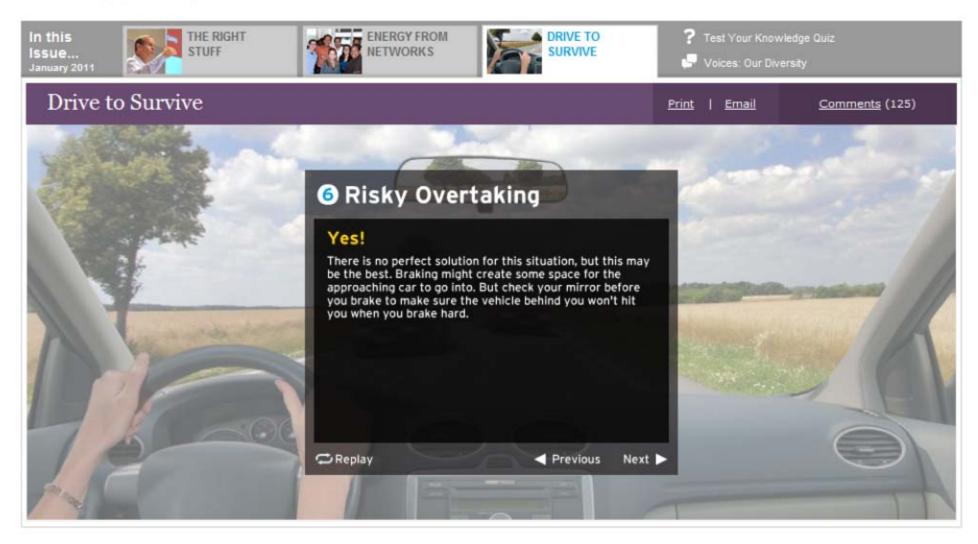


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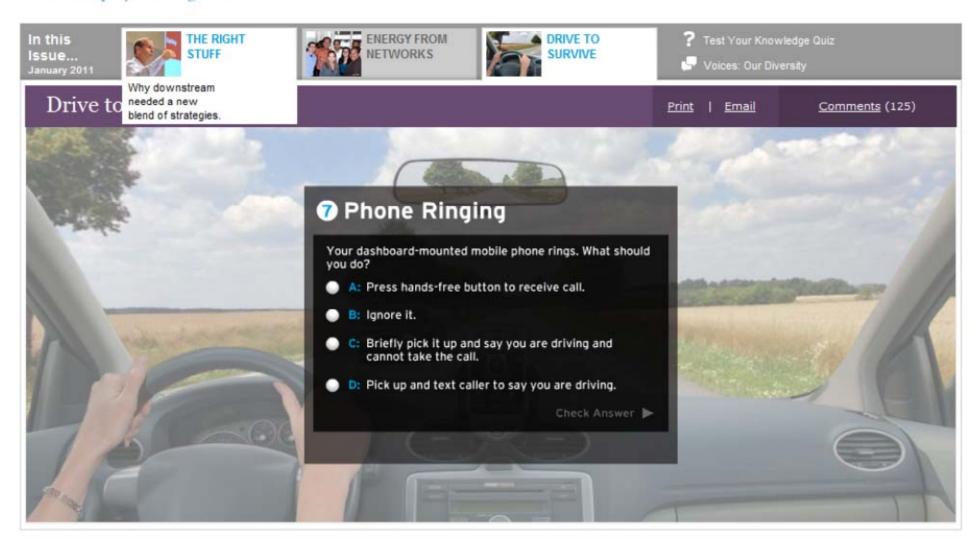
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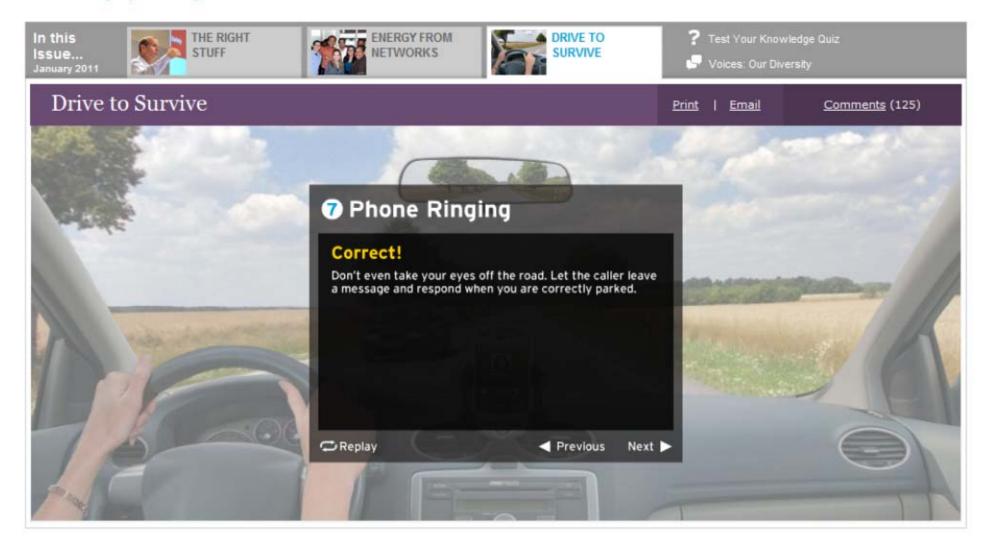


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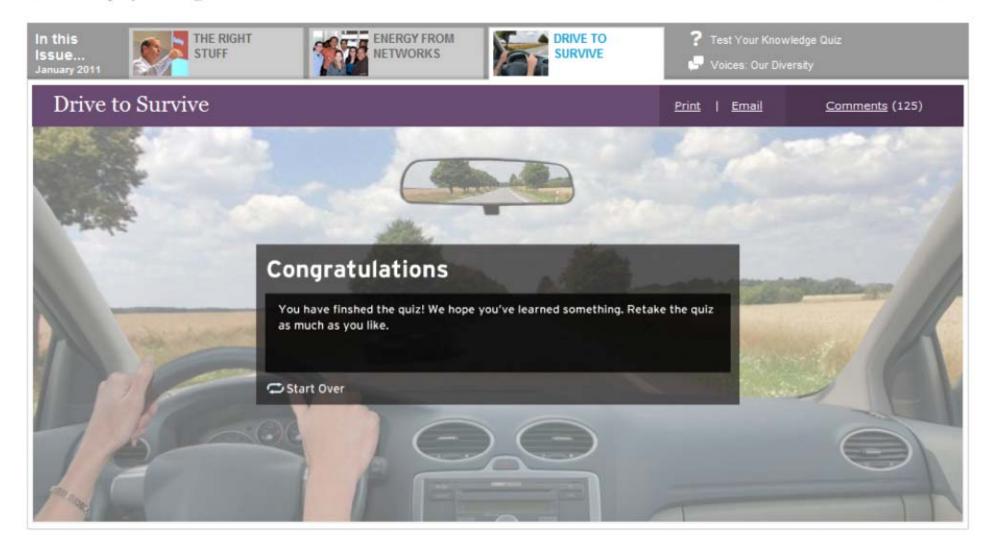


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