



Railroad Transportation Committee Charter

Purpose

The NITL Rail Committee consists of logistics professionals who are tasked by their organizations to effectively manage logistics and/or supply chain strategies, while taking into account possible economic, regulatory and/or legislative changes impacting the movement of goods over the nation's railroads. Participating committee members stand to improve their organizations by working with other leaders in their field, collaborating with transportation and logistics experts in various disciplines, and directly engaging in policy-making on rail transportation matters before federal regulatory and legislative bodies. Committee members shall discuss industry best practices and the impacts of proposed regulatory and legislative activities, and assist NITL's staff, legal counsel, and Board in developing policies and positions on rail transportation issues. The Committee will focus on ways to safely, sensibly and productively improve the movement and delivery of goods to market.

Membership

The NITL Rail Committee shall be composed of members from NITL member companies. Membership is open to any NITL member company representative as long as the member company is in good standing with the association. The Rail Committee Chair is to be appointed by the NITL Chairman of the Board. The Vice Chair is to be selected by the Rail Committee Chair.

Membership Term

Membership on the NITL Rail Committee is for a period of one calendar year. The Rail Committee Chair will serve a term of three years at the discretion and direction of the Chairman of the Board. The Rail Committee Vice Chair shall serve a term of one year and will renew automatically unless the Vice Chair formally requests to withdraw from membership or the Chair elects to appoint a new Vice Chair. Failure to consistently meet the Committee responsibilities (outlined below) may result in removal from the Committee.

Operations

In conjunction with the NITL staff, the Rail Committee shall each year establish a schedule of meetings and/or conference calls, which will be communicated to all Committee members.

Responsibilities

The Rail Committee members will have the following responsibilities:

- Must attend, in person or via phone, at least one Committee meeting/call each calendar year.
- Must provide constructive routine input, including position recommendations on regulatory, legislative, and general Committee matters each calendar year.

The Rail Committee Chair and Vice Chair will have the following responsibilities:

- Lead the Committee to proactively pursue transportation solutions for NITL members, including active participation in regulatory and legislative matters.
- Active engagement to prioritize activities of the Committee.
- Ensure that minutes of the meetings/calls are kept and shall report same to the NITL Board of Directors.
- Provide periodic updates to the Committee members and NITL Board of Directors regarding matters relevant to the Rail Committee's efforts and activities.
- On no less than an annual basis, conduct an audit of the committee to determine if members have met committee requirements, and issue a report to the Executive Committee.

Voting

On matters that are presented for a vote by the Committee, only one vote per company will be permitted.

Subcommittee

When conditions warrant, the chair may establish a subcommittee of members who have the authority to execute the business of the Committee between meetings of the Committee and other such duties as agreed by the Committee.

Confidentiality

All matters that are before a Committee, including those shared through electronic communications or via teleconference, are confidential unless they have been determined not to be confidential by the Chair or Vice Chair of the Committee.

Each Committee Member owes to the NITL a duty of confidence not to disclose or discuss with another person or entity, or to use for his or her own purposes, confidential information concerning the business, activities and affairs of the Committee unless authorized by the Chairman or Vice Chair.

Antitrust Statement

The Rail Committee will conduct all meetings in accordance with the antitrust laws.