

MEMBER STATEMENT FOR THE CARGO HANDLING COOPERATIVE PROGRAM

1. NAME

The name of this organization is the Cargo Handling Cooperative Program (CHCP). The organization is herein referred to as the CHCP.

2. LOCATION

The location of the principal offices shall be that of the company whose representative is acting as Chairman of the Executive Committee.

3. MEMBERSHIP

(a) Members shall consist of U.S.-owned and -based companies, organizations, or governmental bodies involved in the ownership, operation, or movement of marine freight cargo.

(b) Members shall be placed in one of six categories, based on their primary line of business.

- o Trucking companies
- o Shipping companies
- o Railroads
- o Terminal operators/stevedores
- o Port Authorities
- o U.S. government bodies involved in or responsible for marine transportation.

4. ELECTION TO AND TERMINATION OF MEMBERSHIP

(a) Applications for membership shall be subject to approval by the Executive Committee. Approval for membership shall be made by the Executive Committee by a simple majority vote.

(b) Members shall be deemed to be not in good standing if their annual contribution is not paid in full by the due date specified by the Executive Committee. If such contribution has not been paid at such time the membership shall be suspended and shall not be entitled to any privileges of membership.

5. CONTRIBUTIONS

Membership contributions are payable by the due date established each year and shall consist of an annual contribution of \$1,000. Additional contributions may be necessary to carry out the mission of the CHCP. Additional contributions, unless otherwise specified, shall be funded on an equal basis by members who participate in each initiative designated by the Executive Committee. Agreed upon additional contributions shall be due at a date designated by the Executive Committee.

6. ORGANIZATION

(a) **General Structure.** The CHCP shall consist of a membership body governed by an Executive Committee. There shall also be a Program Administrator whose primary responsibilities are to assist the Executive Committee in the day-to-day operation and administration of the CHCP. The Program Administrator shall be selected by and report directly to the Executive Committee. There shall also be subcommittees and technical teams selected by the Executive Committee to carry out CHCP activities as required.

(b) **Executive Committee.** The Executive Committee shall be composed of a maximum of three representative member organizations of each membership category (i.e., a total of eighteen representatives) as outlined in 3.(b) above. If there are less than three members in a category, that seat or seats shall remain vacant. Each member shall have one vote. Unless otherwise agreed upon, the Executive Committee will meet two times per year to take action on such items as CHCP operational policies, annual budget, new membership, and strategic industry objectives for productivity improvements. The Executive Committee, in turn, will work with the Program Administrator to ensure all required functions are accomplished or carried out. The Executive Committee also decides on specific projects and initiatives which are to be undertaken during each program year.

(c) **Chairman.** The Executive Committee shall be headed by a Chairman who has overall guiding responsibility for the committee's actions. The Chairman shall be elected by a simple majority vote of all Executive Committee members. The Chairman acts on the committee's behalf and at their direction on all matters pertaining to the program. A new Chairman from a different category of organizations (3.(b)) shall be elected each year on a rotating basis.

(d) **Treasurer.** A Treasurer shall be selected from among the members of the CHCP to perform the duties of collection of dues and fees agreed upon by the Executive Committee. The Treasurer shall perform such other financial

functions as indicated by the Executive Committee to insure the smooth operation of the organization.

(e) **Program Administrator**. The Program Administrator shall be responsible for all CHCP administrative activities and quality assurance tasks. The primary responsibility of the Program Administrator is to administer the research and development program and associated tasks of the cooperative. The Program Administrator's responsibilities shall be under the direction of the Executive Committee.

(f) **Technical Teams**. Technical teams are composed mainly of member organization representatives selected for special projects or activities. Contractors, vendors and academic personnel may also be members as appropriate. These teams are responsible for the support of major research and development efforts and other defined initiatives. For each initiative, an executive committee member, or designated associate from the member organization, will direct the implementation of such initiative by the Program Administrator.

7. MISSION

The CHCP mission has the following general objectives:

(a) To jointly address and promote innovations in maritime container cargo handling through identification, development, and application of methods, facilities, equipment, and technologies with organizations and companies that are involved with marine cargo handling.

(b) To increase the productivity of marine transport companies through the implementation of cargo handling research and development.

(c) To support the introduction of innovative technology in new systems, facilities and equipment that is consistent with national defense needs.

(d) To inform and train all organizational levels in the need for and acceptance of the application of new technology, by working with transportation companies from all modes to increase awareness of the benefits of improved cargo handling systems and equipment.

8. MEMBER RESPONSIBILITIES

The following guidelines shall be honored by all member organizations:

(a) All ideas, concepts, or projects developed through the CHCP must be shared with all members.

(b) Special projects can be undertaken by two or more members of the CHCP which are approved by the Executive Committee and shared with all CHCP members. Projects developed by members outside of the Cargo Handling Cooperative Program will not be funded, in whole or part, by the CHCP and the results of such projects do not have to be shared with other CHCP members.

9. VOTING RIGHTS

Only members in good standing shall be entitled to vote. Each member shall have the right to cast one vote upon any matter submitted to a vote of the general membership.

10. AMENDMENTS

These bylaws may be altered or amended at any annual or special meeting by a two-thirds vote of the members present. In addition, the Executive Committee may propose an amendment to the bylaws through letter balloting. The vote by letter ballot will be made by sending out the proposed amendment in suitable form to members in good standing for a 30-day period. The results of the vote shall be communicated to all members by the Executive Committee who has overall responsibility for tallying and recording the vote.