

July 30, 1998

MEMORANDUM OF UNDERSTANDING

To: Sheilagh Beaudin,
Executive Director, CITNA
FAX: (613) 233-9656

From: Hazem Ghonima
President, TAF Consultants

RE: TRANSPORTATION SITUATION AND OUTLOOK CONFERENCE

This is to confirm our discussion regarding the proposed Transportation Situation and Outlook Conference to be held in April 26-27, 1999. Based on our discussion, I would like to confirm the following:

- Conference title: *Transportation Situation and Outlook Conference.*
- Conference theme: *Roadmaps to the first decade of the 21st Century.*
- Conference dates: *April 26-27, 1999*
- Location: *National Arts Centre, Ottawa, Ontario, Canada.*
(Availability of facilities confirmed)
- Conference Fees: *\$250 Canadian, \$190 US (Reduced fees under consideration for those CITNA/Ottawa Chapter members assisting as volunteers)*
- Estimated Potential Participants: *200*
- Conference Founder and chairman: *Hazem Ghonima:*
Responsible for Planning, Organizing & Implementing the Conference
- Marketing and Registration Director: *Ed Cuylits*
Assist Conference Chairman in Marketing and Registration

The objectives of the conference are to:

- provide an objective forum to assess the impact of major issues affecting future business of all modes of transport (Marine, Rail, Trucking and Air Passenger)
- Provide a high quality conference that will attract participants from all sectors of transport and related industries. From Canada, the U.S. and overseas
- Provide an opportunity to promote transportation as a profession and to promote CITNA membership and activities.

The Transportation Situation and Outlook Conference© is a copy right of Hazem Ghonima of TAF Consultants. The conference title and program concept may not be used or altered in any manner or for any purpose without the express written consent of TAF Consultants.

Organization

An independent ***Transportation Outlook Conference Organization*** (TOCO) will be established to plan, promote and implement the conference. Hazem Ghonima, the founder of the Transportation Situation and Outlook Conference, will be the Conference Chairman responsible for organizing and implementing the conference. Ed Cuylits will be responsible for Marketing and Registration.

TOCO will:

- be responsible for organizing & implementing the Conference
- have the right to use the CITNA name and logo for promoting the conference
- be responsible for handling all revenues and expenses related to the outlook conference
- keep separate records and accounts for review by CITNA
- report progress, on a regular basis, to a Coordinating Committee which will be comprised of two members selected by CITNA and two members from the conference management group
- develop and distribute promotional material for the conference
- provide supporting promotional material to the CITNA for distribution to CIT members in North America and to all CIT organizations internationally.

CITNA would provide assistance to TOCO to:

- assist in inviting key speakers and attendees such as CITNA and International Board members, Ministers, internationally renowned specialists, and CITNA members.
- assist in inviting conference sponsorships from the private sector
- assist in promoting the conference to other CITNA bodies internationally
- provide advice to TOCO on a regular basis, particularly at Coordinating Committee meetings.

CITNA and TOCO will share in the net revenues of the conference:

- CITNA will receive 33% of the net revenues (profits) up to \$8,000.00 net revenues
- CITNA will receive 50% of any amount in excess of the \$8,000.00 net revenue.
(Assuming net revenues of \$15,000, the share of the CITNA will be (\$2,640+\$3,500=\$6,140)).
- TOCO will pay out-of-pocket expenses (eg. postage) on invoicing as soon as revenues are available
- All records and accounts will be available for review by the Coordinating Committee;
- The Coordinating Committee will meet at least four times prior to the conference to review progress (More frequently if requested by either party)
- The conference management group will provide CITNA a preliminary statement of revenues and costs within two weeks after the conference
- CITNA will receive within two weeks after the conference, a progress payment equal to 75% of CITNA's share calculated on the basis of the preliminary statement of revenues and costs
- CITNA will receive the balance of its share of the net revenues as soon as all accounts have been settled.