WORKING GROUP CHARTER

THE MULTI-STATE FLEET RESPONSE WORKING GROUP

EXPEDITED, SAFE CRITICAL INFRASTRUCTURE RESTORATION THROUGH JOINT INTEGRATED PLANNING FOR THE MOVEMENT OF PRIVATE SECTOR RESOURCES ACROSS STATE LINES IN RESPONSE TO DISASTERS IN SUPPORT OF ECONOMIC AND COMMUNITY RESILIENCE

APPROVED MAY 1, 2015
1) BACKGROUND
   a. The Multistate Fleet Response Initiative Working Group (referred to as Working Group) was established at the recommendation of the All Hazards Consortium as an independent entity managed by private sector representatives from multiple sectors.
   b. This Working Group responds to the 2013 NIPP (National Infrastructure Protection Plan)
      i. Call to Action #3: Empower Local and Regional Partnerships to Build Capacity Nationally; and
      ii. Call to Action #12: Learn and Adapt During and After Exercises and Incidents.

2) PURPOSE
   a. The purpose of this Working Group is to expedite the movement of private sector critical infrastructure and supply chain fleets and resources across multiple state borders in response to both major disasters and day-to-day disruptions in support of economic and community resilience.

3) VISION
   a. Expedited, safe and effective restoration and resilience of critical lifeline infrastructure and supply chains to support business and community resilience within the United States.

4) MISSION
   a. The mission of this Working Group is to identify and attract people, processes, and technologies that can support the movement of private sector critical infrastructure and supply chain fleets and resources across multiple state lines and from Canada in response to a disaster and day-to-day disruptions.
   b. The Working Group will:
      i. Create trusted relationships among its stakeholders;
      ii. Attract membership to the Working Group;
      iii. Attract public and private sector advisers to participate in the Working Group;
      iv. Identify and communicate issues, opportunities and threats to Working Group’s Vision and Mission;
      v. Pursue solutions that provide immediate relief or support, while initiating long-term and sustainable actions;
      vi. Facilitate integrated planning between public & private sectors;
      vii. Identify opportunities and resources to support initiatives;
      viii. Educate all stakeholders in the Working Group on relevant issues;
      ix. Identify and disseminate information (e.g. best practices, reports, etc.);
      x. Develop products and services that support the Working Group goals; and
      xi. Create a strategy for sustainment
5) ADVISORY ROLE OF GOVERNMENT
   a. The Working Group will function as a private/public partnership on certain issues involving the public sector.
   b. The public sector will engage with the Working Group as advisors on multi-state, regional issues that involve public/private planning, education, training, exercises, communications and the sharing of timely information needed to enhance any response/recovery and/or community resilience operation.
   c. The Working may, from time to time, establish sub-committees for the purpose of providing government advisors the ability to collaborate regionally or integrate government advisors into existing sub-committees to advise private sector on any specific matter.
   d. Government will not serve as a voting member of this Working Group.
   e. The Working Group will provide routine updates to the public sector to assure situational awareness and opportunity for comments on any specific activity, event or disaster.

6) CONCEPT OF OPERATIONS
   a. This Working Group functions as an independent entity working in coordination with, but not under the direction of, the All Hazards Consortium or government to ensure collaboration that:
      i. Is designed to support current private sector operational efforts in the movement of private sector critical infrastructure and supply chain fleets and resources across and beyond state boundaries for major or potential emergencies;
      ii. Avoids any activity that might compete with state and local operational activities;
      iii. Brings to bear the resources and services of major utilities and supply chains serving multiple-states or regions;
      iv. Builds on existing private sector relationships and agreements by supporting and coordinating with these frameworks through enhanced information sharing and planning;
      v. Provides an environment where public and private dialog exists with open and honest communication on common issues related to fleet movement as part of any major response/restoration effort; and
      vi. Sustains a shared perspective; develops common objectives; and leads to coordinated actions.
      vii. Builds trusted relationships.

7) SCOPE
   a. The Working Group focuses on expediting the movement of private sector critical infrastructure and supply chain fleets and resources across state lines in response to disasters and day-to-day disruptions, including their contractors (e.g. power line, tree removal, logistics, assessment, communications, etc.), for the purpose of restoring power, communications, supply chain and operations of critical infrastructure in order to enhance economic and community resiliency.
   b. This Working Group is a private sector guided organization managed and maintained by representatives from multiple sectors.
   c. The Working Group is an open organization inclusive of any sector that would benefit from its efforts to improve power, communications, and supply chain restoration for any given multi-state or regional incident or disaster.
   d. It is the intent of the Working Group to build this organization consistent with Presidential Preparedness Director #21 as it relates to the significance of public and private partnerships in building national resiliency.
   e. Develop business-to-business products/services that can be used to share critical information between sectors and could also be made available to the
public sector as needed in support of major disasters and/or recovery efforts. Specific activities of this Working Group will be to:

i. Identify and sustain protocols, policies, procedures, systems, organizations, and technologies that are in place within the private sector that impact the movement of private sector critical infrastructure and supply chain fleets and resources, as part of preparedness activities, well in advance of a disaster when possible;

ii. Catalog and disseminate publicly available information related to state entrance and pass through requirements from state websites to support the movement of private sector critical infrastructure and supply chain fleets and resources through weigh stations, toll stations, restricted roads, permits, declarations and other related information;

iii. Conduct annual meetings and exercises between private sectors in coordination with state/local/federal government;

iv. Identify common operational impediments and gaps, and provide recommendations for solutions;

v. Provide an organized framework for coordination with state/local/federal government planning/operational activities and regulatory requirements;

vi. Promote awareness, education, and integrated planning;

vii. Develop products and services that support the mission;

viii. Develop recommendations to public and private sector operational leadership;

ix. Achieve enhanced communication between public and private sector participants; and

x. Support states in their efforts and activities with the federal government and its agencies who during regional and multi-state events.

8) GOALS

a. Develop a unity of effort between the public and private sector that builds a stronger multi-state fleet movement community in support of economic and community resiliency.

i. Create a shared perspective amongst public and private sector participants through education and training;

ii. Provide education to both the public and private sector;

iii. Conduct annual joint public and private sector exercises; and

iv. Provide routine updates to the public sector to ensure situational awareness and opportunity for comments.

b. Identify requirements related to the movement of private sector critical infrastructure and supply chain fleets and resources.

i. Identify, catalog and communicate private sector and state requirements, contacts, agencies, websites, database, etc. related to multi-state fleet movement and resiliency.

c. Leverage existing organizations, best practices and solutions that can support the Working Group mission.

i. Identify and integrate existing organizations and solutions into the Working Group and its efforts; and

ii. Identify, catalog and communicate best practices.

d. Promote integrated planning between public and private sector Working Group members and state agencies involved in the movement of private sector critical infrastructure and supply chain fleets and resources during disaster and non-disaster conditions.

e. Develop a mechanism for improving information sharing and communications amongst Working Group member organizations.

f. Sustainment

i. Create a sustainable business model to support the resource requirements of the Working Group’s activities;
ii. Identify opportunities for partnership that can increase resources and information sharing; and
iii. Provide a long range plan for succession of leadership roles and members.

g. Create tangible results to improve private sector operations
   i. Produce tangible products/services/policies/partnerships that can support operational planning and response activities in the public and private sector; and
   ii. Create central repository for Working Group information.

9) GOVERNANCE
   a. The Working Group governance structure will consist of an Executive Steering Committee which will provide oversight to the general Working Group membership, and Subcommittee(s). Details are outlined below.

10) MEMBERSHIP
   a. The Working Group membership shall consist of volunteer private sector operational representatives from any interested utility or supporting organizations (e.g. trade associations, councils, etc...) as well as any other critical sectors including fuel/oil/gas, transportation, telecommunications, food, water, medical, retail, finance, commercial facilities and information technology.
   b. The Working Group may develop membership programs and tiers to meet the needs of the Working Group. Members may consist of several classes of private sector members:
      i. Full Members
         1. Participate in general meetings, access to members only website and resources, access to products and services, serve on sub-committees and participate in sub-committee meetings
         2. Online application process required
         3. Annual fees may apply
      ii. Advisors (Public & Private Sector)
         1. Invitation to participate in meetings, planning, education and sub-committee meetings as advisors only
         2. By invitation Only
         3. No annual fee
      iii. Invited Guests
         1. Participate in meetings
         2. No cost
      iv. Supporting Partners
         1. Participate in meetings, access to products, serve on sub-committees
         2. Online application process required
         3. Annual fees may apply
   c. Supporting partners will provide financial support that help underwrite the costs of supporting the Working Group.
   d. All members and any interested utility in the United States of America and Canada will have free access to all information gathered by, or made available to, the Working Group from publicly available sources unless that information has been analyzed, repurposed or integrated into a larger solution or technology that simplified access or use of the information.
   e. All members including non-member utilities/companies are welcome and encouraged to participate in any activity of the Working Group for a given or potential event to insure that existing relationships and agreements are not impacted by this effort.
f. Full Members are expected to be persons directly or indirectly responsible for policies and/or operational procedures in their companies related to the mission of the Working Group.

g. Other member categories may be added with the concurrence of the Working Group Executive Steering Committee.

h. The Working Group may invite additional private and/or public sector participation on an as needed basis.

i. The Executive Steering Committee reserves the right to modify the membership program and access to products and services, for a short period of time, based on a specific disaster or scenario that serves the public interest.

11) EXECUTIVE STEERING COMMITTEE

a. The Executive Steering Committee will consist of Up to 12-16 members from the private sector; non-profits or industry organizations.

b. The Executive Steering Committee will have an elected Chair Person and two Co-Chairs. The term for these positions will be 12 months. Multiple terms will be allowed.

c. The Executive Steering Committee will provide oversight to the Working Group, set direction, resolve all disputes, and be responsible for all Working Group activities, resources, partnerships, subcommittees and communications.

d. The Executive Steering Committee may establish Sub-Committees on an as needed basis to focus on specific issues. These Sub-Committees will work in coordination with the Executive Steering Committee. Participation in subcommittees may be drawn from the general Working Group membership or from other working groups as appropriate.

e. All decisions shall be on the basis of consensus agreement. The Working Group may establish additional rules and procedures for conducting business on an as needed basis.

12) GENERAL WORKING GROUP

a. The General Working Group will operate under the authority of the Executive Steering Committee.

b. From time to time, the General Working Group may self-organize and form discussion groups, focus groups, or other related activities as approved by the Executive Steering Committee.

13) PRIVATE SECTOR ADVISORS

a. Private Sector Advisers and subject matter experts may be invited to participate in the Working Group based upon needs and specific issues being addressed.

b. Private Sector Advisers will present or past employees in the private sector who are operational leaders/managers.

c. Private Sector Advisers and subject matter experts will participate in the Working Group by invitation of the Executive Steering Committee.

14) GOVERNMENT ADVISORS

a. The Government Advisors will be available on request to provide the Working Group recommendations and information that will continue to enhance the movement of private sector critical infrastructure and supply chain fleets and resources needed to enhance any recovery and response operation.

b. Government Advisors will:

i. Be state, federal or local representatives who are actively employed by a government agency;

ii. Insure coordination and information is shared between the Working Group and any interested public entity; and

iii. Participate in the Working Group by invitation of the Executive Steering Committee.
15) SUB-COMMITTEES
   a. All Sub-Committees will operate under the guidance and approval of the Executive Steering Committee for a period of 12 months. The governance structure for all Sub-Committees will consist of two Co-Chairpersons, one from government and one from the private sector.
   b. All decisions shall be based on consensus agreement. Where agreement is not reached, the issue will be referred to the Executive Steering Committee chairperson.

16) RESPONSIBILITIES
   a. All Working Group members agree to the following:
      i. Agree to the principles outlined in the Working Group Charter;
      ii. Conduct themselves in a professional, courteous and respectful manner;
      iii. Share information and best practices with other Working Group members and professional affiliates;
      iv. Identify opportunities to leverage other efforts, procedures, technologies, projects, etc.;
      v. Participate in the governance structure;
      vi. Attract and encourage other Working Group members and organizations that align with the mission of this Working Group;
      vii. Set aside their personal and professional agendas when they are participating in the Working Group; and
      viii. Working Group members who violate these responsibilities may be dismissed from the Working Group by a vote of the Executive Steering Committee.
   b. The Executive Steering Committee and all subcommittees will be responsible for the following:
      i. Establish clear goals and objectives;
      ii. Establish an annual calendar and work plan;
      iii. Maintain a members list;
      iv. Communicate quarterly to the Executive Steering Committee and general Working Group members;
      v. Provide recommendations for solutions;
      vi. Determine requirements.
      vii. Officers: 12 month tenure / can serve 2 consecutive terms
   c. Chair
      i. Establish an annual calendar
      ii. Establish annual work plan at Annual Meeting with Working Group Officers
      iii. Develop goals and objectives for Executive Steering Committee review and approval (webinars, drills/exercises, services and products)
      iv. Drive action items to delivery (to include supporting the development of short, mid and long term solutions to identified issues)
      v. Identify and engage Public Sector Advisors as appropriate for Working Group
      vi. Identify and engage additional public and private sector resources as required
      vii. Generate quarterly progress report to all Working Group members
      viii. Transition institutional knowledge to identified successor
      ix. Includes ESC Member responsibilities
   d. Co-Chair
      i. Supports Secretary
ii. Supports Chair
iii. Drives action items to delivery (to include supporting the development of short, mid and long term solutions to identified issues)
iv. Supports the generation of quarterly progress report to all Working Group members
v. Transitions institutional knowledge to identified successor
vi. Includes ESC Member responsibilities

e. Secretary
i. Capturing Call Notes
ii. Meeting preparation – agenda
iii. Scheduling Working Group Meetings
iv. Transitions institutional knowledge to identified successor
v. Maintains a members list
vi. Maintains action item list
vii. Includes ESC Member responsibilities

f. Executive Steering Committee Member
i. Participates in Working Group Meetings
ii. Identifies opportunities to leverage other efforts, procedures, technologies, projects, etc…
iii. Participates in the governance structure
iv. Attracts and encourages other Working Group members and organizations that align with the mission of this Working Group
v. Works with Officers to determine requirement to identified issues and provide recommendations for solutions
vi. Sets aside their personal and professional agendas when they are participating in the Working Group
vii. Working Group members who violate these responsibilities may be dismissed from the Working Group by a vote of the Executive Steering Committee
viii. Agrees to the principles outlined in the Working Group Charter
ix. Conducts themselves in a professional, courteous and respectful manner
x. Shares information and best practices with other Working Group members and professional affiliates
xi. Supports established goals and objectives of Working Group
xii. Supports Liaison Role for assigned Working Group initiatives

f. General Member
i. Interested stakeholder
ii. Attends Annual Meetings
iii. Subscribes to information products and services
iv. Conducts themselves in a professional, courteous and respectful manner

g. Public Sector Advisors (State or local government representatives)
i. Advise Working Group as needed on operational issues, requirements, solutions, and other related activities

17) PROCEDURES
a. Working Group meetings shall be held at the direction of the Working Group Chairperson, and shall be held at least biannually.
b. The Executive Steering Committee will conduct monthly conference calls as part of its annual work plan.
c. The subcommittees will meet at the direction of the co-chairs on and as needed basis.

18) COMMUNICATIONS AND MEDIA
a. All communications from this Working Group will be reviewed and approved by the Executive Steering Committee. Media personnel will not be allowed to participate in the Working Group.
b. Media personnel will not be allowed to attend any meetings without the expressed written approval of the Executive Steering Committee.

19) ANNUAL WORK PLAN
   a. The Working Group will develop an annual work plan that outlines the activities of the Working Group.

20) OUTCOMES
   a. The Working Group will work towards the following outcomes:
      i. Annual report
      ii. Integrated planning, annual exercise, products, Working Group directory, state requirements database, Working Group charter, annual work plan.
      iii. Develop recommendations for services and products
      iv. Catalog of existing systems and efforts
      v. Develop a “measurement of success” process

21) MEASUREMENT OF SUCCESS
   a. Number of participating private sector organizations
   b. Number of participating state and local governments
   c. Products produced per the Annual Work Plan
   d. Feedback from private sector members
   e. Feedback from public sector advisors
   f. Retention of Working Group members
   g. Objectives of Working Group vs. an actual event
   h. Adoption of work products by states and owners/operators of critical infrastructure

22) RESOURCE REQUIREMENTS
   a. The Working Group may require resources as it conducts its annual work plan. Resources may be provided by any or all of the following sources:
      i. Ongoing management of Executive Steering Committee meetings;
      ii. Support for the Working Group membership program as described;
      iii. Support from individual members or partners of the Working Group;
      iv. Products or services provided by the Working Group for sale, this is limited to business to business sales of services not publicly available from State, federal or local government organizations; and
      v. Vendor sponsorship of or for specific meetings, products, and/or activities.
   b. Possible resource needs may include:
      i. Travel support for specific public or private numbers, Speakers, etc.;
      ii. Meeting facilities;
      iii. Meals and refreshments;
      iv. Administrative support;
      v. Outreach for Membership;
      vi. Marketing and communications;
      vii. Report and document generation; and
      viii. Annual exercises and meetings

23) TERMINATION
   a. Subcommittees may be paused, discontinued by a vote of the Executive Steering Committee.
This Charter is approved via consensus email vote on this date April 7, 2015 by the current Executive Steering Committee Members below:

<table>
<thead>
<tr>
<th>NAME</th>
<th>COMPANY</th>
<th>SECTOR</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stan Stavro</td>
<td>Bank of America</td>
<td>Finance</td>
</tr>
<tr>
<td>John Shaner</td>
<td>PEPCO Holdings Inc.</td>
<td>Energy / Electric</td>
</tr>
<tr>
<td>Jim Caverly</td>
<td>Retired DHS IP</td>
<td>Energy / Electric</td>
</tr>
<tr>
<td>Meg D’Astolfo</td>
<td>Verizon Operations</td>
<td>Telecommunications</td>
</tr>
<tr>
<td>Vacant</td>
<td>Florida Power &amp; Light</td>
<td>Energy / Electric</td>
</tr>
<tr>
<td>Scott Smith</td>
<td>Southeastern Electric Exchange</td>
<td>Energy / Electric</td>
</tr>
<tr>
<td>Jim Nowak</td>
<td>American Electric Power</td>
<td>Energy / Electric</td>
</tr>
<tr>
<td>Mike Ambrosio</td>
<td>Wakefern Foods (Invited)</td>
<td>Food</td>
</tr>
<tr>
<td>Bill Robinson</td>
<td>PBF Energy (Invited)</td>
<td>Energy / Gas &amp; Oil</td>
</tr>
<tr>
<td>Aaron Strickland</td>
<td>Southern Company</td>
<td>Energy / Electric</td>
</tr>
<tr>
<td>Joe Picciano</td>
<td>Retired</td>
<td>AHC</td>
</tr>
<tr>
<td>Vacant</td>
<td></td>
<td>Energy / Gas &amp; Oil</td>
</tr>
<tr>
<td>Vacant</td>
<td></td>
<td>Transportation/ Rail</td>
</tr>
<tr>
<td>Vacant</td>
<td>Walmart, Lowes</td>
<td>Larger Retail</td>
</tr>
<tr>
<td>Vacant</td>
<td>WARN Representative</td>
<td>Water/Waste Water</td>
</tr>
<tr>
<td>Vacant</td>
<td></td>
<td>Health</td>
</tr>
</tbody>
</table>