SURFACE TRANSPORTATION BOARD

CHARTER OF THE NATIONAL GRAIN CAR COUNCIL

A. Designation and Authority.

The Chairman of the Surface Transportation Board ("the Board"), having determined with the concurrence of the members of the Board that it is in the public interest in connection with the performance of the duties of the Board with regard to the adequacy of grain car supplies under 49 U.S.C. 11121, et seq., and 49 U.S.C. 721, renews the National Grain Car Council (NGCC), pursuant to the Federal Advisory Committee Act (FACA) as amended, 5 U.S.C. App.

B. Objectives, Scope, Duties, and Duration.

1. Balancing the needs of transportation interests, car owners and suppliers, grain shippers and receivers, consumers of grain at various levels, and the public in general, the NGCC shall conduct a continuing dialogue to provide advice and guidance to the Board, and to provide a forum for the resolution of disputes and controversies, regarding the transportation of grain.

2. The NGCC shall, on request by the Board or the public, suggest to the Board appropriate policies or regulations to be adopted with regard to grain car supply and distribution.

3. The NGCC will function solely as an advisory body, and will comply with the provisions of the Federal Advisory Committee Act.

C. Membership.

1. The NGCC shall consist of approximately 40 members, excluding the governmental representatives identified in paragraphs 3.2 and 4.2. There will be a balanced representation of executives knowledgeable in the transportation of grain, including not less than 14 members from the Class I railroads (one marketing and one car management representative from each Class I), 7 representatives from Class II and III carriers, 14 representatives from grain shippers and receivers, and 5 representatives from private car owners and car manufacturers. These members are serving in a representative capacity for this Council.

2. The Chairman and Vice Chairman of the Board shall serve as ex-officio members of the NGCC.

3. The Chairman of the Board will solicit nominations for the NGCC from appropriate carrier, shipper, grain elevator, car lessor, and consumer organizations and associations.

4. Members of the NGCC shall be selected by the Chairman of the Board, with the concurrence of a majority of the members of the Board, from the nominees referenced in paragraph 3.3.

5. Members will be invited to serve for a term of two (2) years. Members may serve more than one term.

6. The Chairman of the Board may invite representatives from the U.S. Departments of Agriculture and Transportation to serve on the NGCC in advisory capacities. These representatives shall have no vote.

D. Officers.

1. The officers of the NGCC shall consist of a Chairman, a Co-Chairman, a Vice Chairman, a Secretary, and such other officers as deemed necessary by the NGCC. Chairmanship and Vice Chairmanship of the NGCC will rotate among the different groups represented on the NGCC. At no time will both the Chairman and the Vice Chairman of the NGCC be a member of the same interest group or organization.

2. The Vice Chairman of the Board shall be designated Council Co-Chairman.

3. The Chairman and Vice Chairman of the NGCC will be elected by a majority vote of those members present at a meeting of the NGCC at which such election is part of the agenda, and serve a term of two (2) years.

4. If a vacancy in either of these offices occurs, notice shall be provided that the vacancy shall be filled by election at the next regular or special meeting of the NGCC.

5. The Chairman of the NGCC shall be responsible for the management of the NGCC.

6. The Vice Chairman of the NGCC shall have such powers and duties as may be delegated by the NGCC Chairman, and in the absence or disability of the Chairman, shall exercise all the duties and powers granted to the Chairman.

E. Agency Support.

1. The Board is the federal agency responsible for providing the necessary support for the Council.

2. A full-time STB employee, appointed in accordance with agency procedures, shall serve as Designated Federal Official (DFO) (or designee) with duties consistent with this charter and FACA.

3. Members of the Council shall serve without compensation and without reimbursement of travel expenses unless reimbursement of such expenses is authorized in advance by the Director of Administration of the Board. The Director shall have the discretion to consider the financial hardship travel would impose on a particular participant in deciding whether to reimburse that participant for travel expenses.

F. Meetings, Role of DFO.

1. Meetings shall be held no less than one (1) time a year, a time determined by the Chairman of the NGCC with the advance approval of the Co-Chairman and the DFO. Additional meetings may be called by the Chairman with the approval of the Co-Chairman and the DFO.

2. The DFO shall be present at all meetings, and shall chair Council meetings when so directed by the Chairman of the Board.

3. Meetings shall be called on at least 15 days' notice. In exceptional circumstances, meetings may be held on less than 15 days' notice.

4. Appropriate notice shall be published in accordance with applicable laws.

5. Meetings shall be held in Washington, D.C., unless another location is deemed necessary by the Chairman of the NGCC in consultation with the DFO and the Co-Chairman.

6. Meetings shall be open to the public, except that all or part of a meeting may be closed to the public as permitted by law.

7. Notice of all meetings shall be given to the Members by the Council Secretary.

8. Meetings shall be conducted as required by applicable laws. The DFO shall adjourn any Council meeting when the DFO determines that adjournment is in the public interest.

9. The DFO shall approve the agenda for all NGCC meetings in advance of the meeting.

10. At all meetings of the NGCC, one-third of the membership shall be necessary and sufficient to constitute a quorum for the transaction of business.

G. Subcommittees.

1. In consultation with the DFO and the Council Co-Chairmen, the Board may establish subcommittees, and appoint members thereof as may be necessary, to prepare reports for the consideration of the NGCC that pertain to important issues affecting the transportation of grain as identified by its members. Subcommittees shall report back to the Council and must not provide advice or workproducts directly to the agency.

2. Subcommittees shall terminate when they have completed their responsibilities.

3. The members of the subcommittees shall be selected from the NGCC membership on the basis of their training, experience, and general qualifications to deal with the matters assigned.

4. The date, time, place, and agenda of all meetings of a subcommittee shall be set by its Chairman, with the approval of the DFO.

5. A quorum of a subcommittee shall consist of a majority of its members. Action by such subcommittees shall be by majority vote of those present.

6. All reports of subcommittees presented to the NGCC for its consideration shall be made in writing and made available to all NGCC members in advance of the NGCC meeting at which the report will be considered.

H. Records and Reports.

The records of the Council, formally and informally established subcommittees, or other subgroups of the Council shall be handled in accordance with General Records Schedule 26, Item 2, or other approved agency records disposition schedule. These records shall be available for public inspection and copying, subject to the Freedom of Information Act, 5 U.S.C. 552. A copy of all Council records shall be provided to the Board's Committee Management Official.

I. Annual Cost Estimate.

Estimated annual cost to the Government for operating the NGCC is $11,642, including the use of two Board personnel for a limited number of hours annually.

J. Termination Date.

Unless renewed by appropriate action prior to its expiration, the NGCC will terminate two (2) years from the date this charter is approved.

K. Charter Filing Date.

This Charter is filed September 24, 2009.

Daniel R. Elliott, III
Chairman