



**MEMORANDUM OF UNDERSTANDING
BETWEEN
HALIFAX GATEWAY COUNCIL
HALIFAX, NOVA SCOTIA
AND
REGIONAL LOGISTICS COUNCIL
MEMPHIS, TENNESSEE**

WHEREAS, the government of Canada through its various Gateway Initiatives has identified transportation and logistics as a primary economic growth opportunity for the country; and

WHEREAS, the Halifax Gateway Council, including the port and airport, is well positioned to take advantage of Atlantic Gateway opportunities and trade flows from Europe, and Asia and India through the Suez Canal; and

WHEREAS, Halifax and Memphis are part of a global supply chain and have similar interests in promoting logistics and transportation globally; and

WHEREAS, the Halifax Gateway is also connected by the CN Railroad to Memphis, Tennessee; and

WHEREAS, Memphis, Tennessee is established as a major logistics and distribution center for the United States and North America; and

WHEREAS, Memphis has also identified Halifax as a potential "Strategic Partner"; and

WHEREAS, Memphis and other provinces of Canada have collaborated on marketing and economic development initiatives.

NOW THEREFORE BE IT RESOLVED that the Halifax Gateway Council, Nova Scotia, and Memphis Logistics Council, Tennessee enter into this Memorandum of Understanding to investigate the feasibility of a Strategic Alliance.

BE IT FURTHER RESOLVED that the scope of work related to the Memorandum of Understanding is provided in the attached "Exhibit A"

**Memorandum of Understanding
Between
Halifax Gateway Council
Halifax, Nova Scotia
And
Memphis Regional Logistics Council
Memphis, Tennessee**

**EXHIBIT "A"
SCOPE OF WORK**

Task 1.0: Document Supply Chain Attributes

- 1.1: Identify freight forecast, port and airport studies, analysis of supply chain attributes currently available through partners
- 1.2: Identify transportation linkages between Halifax and Memphis including all modes of transportation for the supply chain
- 1.3: Investigate specific linkages and opportunities for Port of Halifax/CN and Halifax/Stanfield International Airport with the Port of Memphis/CN Intermodal Yard and Memphis International Airport.
- 1.4: Quantify distances and time between the cities for the various modes of transportation
- 1.5: Identify global origins and destinations where Halifax/Memphis should be competitive
- 1.6: Research models and tools available to quantify the carbon footprint associated with various supply chains and modes of transportation that comparing the Halifax/Memphis/CN supply chain.
- 1.7: Determine the decision makers in the supply chain system

Task 2.0: Research Current and potential Target Markets and Industry Sectors

- 2.1: Identify current users of the transportation system between Halifax and Memphis (in both directions)
- 2.2: Quantify the amount of business currently being conducted between the two communities
- 2.3: Evaluate impact and opportunities that are generated by the Chicago market and logistics sector

Page 2: Exhibit "A" Scope of Work

- 2.4: Identify industry sectors that are currently using, or are good candidates to use, the Halifax/Memphis Supply Chain
- 2.5: Using current studies and research underway, forecast the countries that can reasonably be expected to use the Halifax/Memphis Supply Chain
- 2.6: Using the current studies and research underway, forecast the types of industries that can be expected to use the Halifax/Memphis Supply Chain

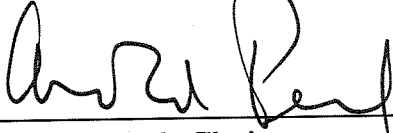
Task 3.0: Marketing Strategy

- 3.1: Depending upon the outcome of research and analysis accumulated in Tasks 1.0 and 2.0 identify marketing strategies to reach the identified target audiences. These can include a promotional video, direct mail, site visits, trade show materials, print media, web promotion, etc.
- 3.2: Develop priorities, budgets, assignments, and schedules for the Marketing Strategy
- 3.3: Execute Marketing Strategy according to plan defined

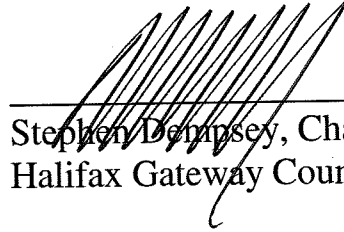
Task 4.0: Monitoring and Evaluation

- 4.1: Monitor execution of Scope of Work and potential Marketing Strategy according to plan defined
- 4.2: On annual basis evaluate the effectiveness of the Strategic Partnership and implementation of the Scope of Work and Marketing Strategy
- 4.3: Based upon the effectiveness, annually redefine the Scope of Work for that year or terminate the formal Memorandum of Understanding by mutual consent

The undersigned acknowledge this agreement and pledge support for executing the tasks as outlined for the mutual benefit and economic prosperity of the two communities:



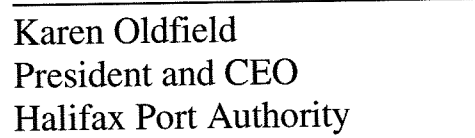
Arnold Perl, Chairman
Memphis Regional Logistics Council



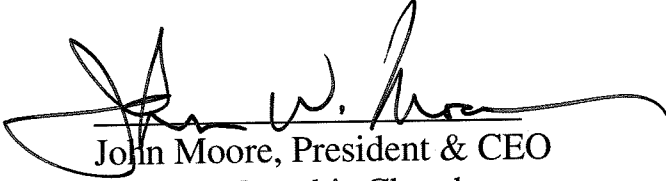
Stephen Dempsey, Chairman
Halifax Gateway Council



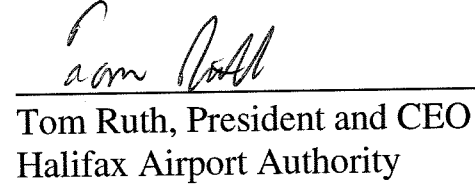
Don McCrory, Executive Director
Memphis & Shelby County
Port Commission



Karen Oldfield
President and CEO
Halifax Port Authority



John Moore, President & CEO
Greater Memphis Chamber



Tom Ruth, President and CEO
Halifax Airport Authority

Witnessed,



Mayor W. W. Herenton
City of Memphis



Mayor Peter Kelly
Halifax Regional Municipality