

ROADWAY WORKER PROTECTION TRAINING POLICY

Railroad and Contractor have a mutual interest in providing a safe workplace for the employees of both parties and in maintaining the integrity and security of Railroad's facilities and property (the "Property"). To help ensure this goal, Railroad has instituted a training program for all employees of Contractor or its subcontractor(s) seeking admission to the Property (the "Program"). These employees must successfully complete the Program. Contractor shall cause its employees, and shall cause its subcontractor to require its employees, to successfully complete the Program on an annual basis, at their sole cost and expense, prior to their admission onto the Property. The Program will be available on-line and administered by a third party on behalf of GWI. The cost per employee certification attempt is \$35.00 USD, payable via credit or purchasing card.

ROADWAY WORKER PROTECTION TRAINING POLICY CONTRACT LANGUAGE

- A. (i) In order to maintain the integrity and security of Railroad's facilities or property (the "Property"), prior to any employee of Contractor or its subcontractor working at or regularly entering upon any Property (each a "Contractor Applicant"), Contractor shall cause its employees, and shall cause its subcontractor to require its employees, to successfully complete the Genesee & Wyoming Roadway Worker Training Program (the "Program") on an annual basis to be administered by Roadway Worker Training (the "Program Administer"), at the sole cost and expense of the Contractor or subcontractor, as the case may be, at the price of \$35.00 USD per Contractor.

(ii) The Program shall be available via the internet and instructions to access the Program are set forth on Exhibit [*] attached hereto.
- B. Upon completion of the Program, the Contractor Applicant shall be required to satisfactorily complete a test to be administered by the Program Administer. The Program Administer shall be responsible for scoring such test and verifying whether the Contractor Applicant satisfies the requirements of Railroad to perform work on the Property. Any Contractor Applicant who refuses to complete such test shall not be permitted to enter the Property to provide services to Railroad.
- C. When a satisfactory score is achieved by the Contractor Applicant, the Program Administrator shall print a certificate authorizing the Contractor Applicant's access to the Property and shall mail the certificate to the business address of Contractor or subcontractor, as the case may be, for distribution to the Contractor Applicant. Until receipt of such certificate from the Program Administrator, the Contractor shall print a temporary certificate authorizing the Contractor Applicant's access to the Property.
- D. The Contractor Applicant shall be responsible for carrying the certificate at all times when on the Property.
- E. All communications regarding Contractor Applicants, the Program, or any other matters described in this Section [*] should be addressed to:

Michael Lundell

GWI Safety Department
13901 Sutton Park Drive South
Suite 180
Jacksonville, FL 32081
Mlundell @gwrr.com
(904) 596-1766

- F. Contractor or subcontractor, as the case may be, shall be responsible for managing and recovering Program certificates from their employees who resign, retire or are terminated.
- G. Notwithstanding the receipt of a Program certificate by a Contractor Applicant, Railroad reserves the right to reject any Contractor Applicant from entering upon the Property in Railroad's sole discretion in accordance with Railroad's Code of Ethics and Conduct, Safety Rules, and all applicable laws.
- H. To the extent that any portion of the requirements set forth in this Section [*] violates any law, ordinance, statute or regulation that portion shall be ignored and the Contractor or subcontractor, as the case may be, shall comply with all remaining portions of Railroad's Roadway Protection Training Policy, the Program or the related application process.
- I. Contractor or subcontractor, as the case may be, shall be primarily responsible for enforcement of the Program; *provided, however*, that both Railroad and the FRA reserve the right to audit Contractor or subcontractor, as the case may be, for compliance with the Program and Railroad's Roadway Protection Training Policy. Should a Contractor or subcontractor, as applicable, be found out of compliance, any and all fines or penalties incurred by Railroad shall be the sole obligation of the Contractor.

EXHIBIT A

To access the G&W Roadway Worker Protection Training for Railroad Contractors Course on the RWT On-Line University please follow these instructions:

- Start at website www.rrtrainers.com
- Click on the “Enter On-Line University” button
- Select the G&W course by clicking on the course name
- On the right hand side of the page select “New User Registration”
- Fill out all of the fields on the registration page and submit
- You will receive a username and password via email
- After receiving the username and password go back to the On-Line University page and select the G&W course again
- Complete the registration process and training