

**UNIFIED CARRIER REGISTRATION PLAN  
BOARD OF DIRECTORS**

Explanation for Partially-Closed Meeting

Notice Pursuant to 5 U.S.C. § 552b(d)(3)

April 23, 2020 Meeting  
*Noon Eastern Time*

1. Written Explanation for Closing Portions of the Meeting (Agenda Items XV – XVIII):

The Board of Directors of the Unified Carrier Registration Plan is invoking Exemptions 4, 9B and 10 of the Government in the Sunshine Act (5 U.S.C. § 552b(c)(4), 5 U.S.C. § 552b(c)(9)(B) and 5 U.S.C. § 552b(c)(10)) to close portions of the Board meeting held on April 23, 2020 (Agenda Items XV – XVIII):

- a. The Board has determined that it is necessary to close the portion of the meeting involving a discussion of a proposed contract with a vendor for website and email service. The Board has determined that conducting an open discussion is likely to disclose confidential trade secrets, commercial, and financial information of a vendor tendered at the specific request of the UCR. The Board has determined that public disclosure of this information could cause substantial harm to the competitive position of the present vendor submitting the required information and would likely impair the Board's ability to obtain from vendors necessary information of this type in the future. The Board has also determined that closing this portion of the meeting is necessary to facilitate the candid exchange of views between client and counsel required for the UCR's effective participation in discussions relating to this proposed contract.
- b. The Board has determined that it is necessary to close the portion of the meeting involving a discussion of a proposed contract with a vendor (Kellen) for services related to the administration of the UCR. The Board has determined that conducting an open discussion is likely to disclose confidential trade secrets, commercial, and financial information of the vendor tendered at the specific request of the UCR. The Board has determined that public disclosure of this information could cause substantial harm to the competitive position of the vendor and would likely impair the Board's ability to obtain from vendors necessary information of this type in the future. The Board has further determined that closing this portion of the meeting is necessary to facilitate the candid exchange of views between client and counsel required for the UCR's effective participation in discussions relating to this proposed contract.
- c. The Board has determined that it is necessary to close the portion of the meeting involving a discussion of the data event that occurred in March 2019. The Board has determined that conducting an open discussion is likely to disclose matters that are likely to significantly frustrate the implementation of actions to be taken by the Board

and/or its agents with respect to the data event. The Board has further determined that a public discussion regarding the data event is likely to frustrate the decision-making process relating to the anticipation of litigation and concern the Board's participation in an imminent civil action or proceeding. The Board has determined that closing this portion of the meeting is necessary to facilitate the candid exchange of views between client and counsel required for the Board's effective participation in discussions relating to this data event.

- d. The Board has also determined that it is necessary to close the portion of the meeting involving a discussion of the ongoing litigation in the United States District Court for the District of Columbia with Twelve Percent Logistics, Inc. as plaintiff. The Board has determined that conducting an open discussion is likely to disclose matters that involve the Board's participation in this ongoing civil action, including discussions with the Board's chief legal officer regarding the Board's further response to the plaintiff's Application and Motion for Attorneys' Fees filed on April 8, 2019. The Board has determined that closing this portion of the meeting is necessary to facilitate the candid exchange of views between client and counsel required for the Board's effective participation in this adversarial proceeding with Twelve Percent Logistics, Inc.

2. List of Persons Attending and their Affiliation:

<u>Name:</u>	<u>Affiliation:</u>
Elizabeth Leaman (Chair)	Board Member
Bob Pitcher (Vice Chair)	Board Member
Sandy Bowling	Board Member
Bill Debord	Board Member
Carol Fallin	Board Member
Scott Morris	Board Member
Ken Riddle	Board Member
Crystal Stevens	Board Member
Suzanne Stillwell	Board Member
Monte Wiederhold	Board Member
Tamara Young	Board Member
Avelino Gutierrez	Executive Director, UCRP

Lori Barker-Cummings	Operations Manager, UCRP
David Scholz	Depository Manager, UCRP
Tom Gooding	Kellen
Alex Leath	Chief Legal Officer, UCRP
Rick Wood	FMCSA
Toby Piquet	Seikosoft
Julie Wilson	Stenographer

No other person was allowed to participate in the teleconference during the closed portions of this meeting.

Alex B. Leath  
Chief Legal Officer  
Unified Carrier Registration Plan