

# **RGEM's Contractual Relationship with Douglas Moreton**

Roles, Priorities and Projects for Douglas Moreton

V.P. Strategic Development – for RGEM with Concomitant Position in RGEG

## **Immediate Priorities:**

Be the swing person to fill in what's missing, what's needed for immediate success.

## **Funding:**

- Executive Overview completion support

- Update all charts & illustrations to reflect current 'public' numbers, plus org. chart

- Facilitate Supplemental Presentation Folder/Packets as per proposal

- Support the completion of the business plan.

- Support the preparation of the PPM and SEC documents.

- Set up grants development

## **Web Site:**

- When agreed upon support Phase II development of web site.

## **Governance:**

- Prepare resolutions for review and submission to the board to establish compliance with SEC and Insurance industry financial protocols.

- Identify and propose all regulatory compliance reporting policies and procedures.

## **Infrastructure**

- Support the development of a virtual office

## **Communications**

## **Accounting**

- Support the implementation of accounting protocols and practices that are SEC auditing compliant.

## **Intermediate Projects**

## **Long Term Roles**

- Develop

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**Roles/Duties:** Douglas R. Moreton will serve within the role of  
President RGEM (Provisional)

He will report directly to Dodd Fisher, Chairman of the RGEM Board

Douglas R. Moreton shall also report to any other party designated in connection with the performance of the duties under this agreement and shall fulfill any other duties reasonably requested by the company and agreed to by Douglas R. Moreton as the contractor. His primary responsibilities are as follows but not limited to:

### **RGEM President's Scope of Services**

Assist RGEM's Business Plan Concept Development, Inauguration, & Acceleration

Business Concepts:

- PER - Proven Energy Reserves
- PEP™ - Plasma Energy Plants
- SEI™ - Synthetic Ethanol Initiative
- CEC - Carbon Emission Credits.
- CGT - Commercializing Green Technologies (i.e. Fire Resistant Building Materials utilizing PER melt, Distributive Energy, Fuel Cells....)

Primary Oversight for Advancing RGEM's Business Goals/Objectives

- 1) To become one of the largest contributors to reducing green house & air pollution (i.e. particulate matter.)
- 2) Where possible be the State of Michigan's Launch Platform for Building a Green Economy and Implementing Powerful Initiatives Economic and Energy Initiatives. Create governmental partnerships and county-municipal coventures that advance the mutual benefit of all parties for the good of citizens and stakeholders.
- 2) Utilizing the best available technology (BAT) become the leader in both disposing hazmat and non hazardous materials with transformative recycling.
- 3) Generate 400 million gallons per year for each Plasma Energy Refinery (PER).
- 4) Produce from the melt collected at the base of the plasma tanks (10-15% of waste input) establishing an industry fabricating new synthetic fire resistant building material with same heat transfer characteristics as the Space Shuttle.
- 5) Continue to expand the commercialization of emerging green technologies and their profitable contribution to Michigan's and our national economy. Where possible find ways of fabricating the new PEP and SEI technologies in Michigan.

## **RGEM President's Roles and Responsibilities (Samples)**

### **ORGANIZATIONAL STRATEGIC DEVELOPMENT ROLES & RESPONSIBILITIES**

#### **Planning & Coordination**

- Create Inaugural Development Outline and Timeline
- Generate Annual Strategic Development Plan
- Compile Quarterly Corporate and Team Goals
- Coordinate Development of Monthly Objectives for Divisions, Departments, Staff
- Review Weekly with Officers VBAE: Vision, Blueprint, Action Plan, Evaluation
- Responsible to insure schedules are coordinated within team and with contractors
- Schedule and attended meetings as needed for the conduct of business and reaching goals
- Identify conferences, trade shows, conventions, forums, that serve corporate goals and schedule where possible officer and staff participation.

#### **Governance: Board, Advisory Committees**

- Assist Chairman prepare Board Resolutions
- Support board meetings logistics and attendance. Participate in board sessions as requested.
- Assist Chairman implement Board Policies regarding key operating procedures: conflict of interest, 'insider trading,'
- Assist building Board Advisory Committees, (Formal High Profile Advisory Board, Working Advisory Committees/Taskforce)
- Assist Chairman insure implementation of Board Resolutions
- Assure Secretarial Record keeping and compliance reporting
- Stockholder Reports, Meetings, Relations
- As RGEM becomes a Public Company initiate Stockholder relations and services

#### **Administration, I.T., Equipment**

- Insure systems, procedures, protocols are established for proficient operations
- Establish Operations for Organizational Development & Business Development
- Assure operations are supported by the appropriate technology, software & equipment.
- Oversee the corporate presence and operations of RGEM offices, i.e. Ann Arbor for Project Develop, E. Lansing for Governmental Partnerships (?)

#### **Capital Formation & Capital Structuring**

- Assist Chairman and Business Development Contractors in Capital Raises
- Support Board Advisors and Business Development Contractor with State Revenue Bond
- Support Chairman, BD Contractors, and Newport Capital with Public Offering
  - Help prepare Executive Summary, Business Plan and Private Placement Offering
  - Help prepare Investor Presentation Materials: Folders, Packets, Power Points
- Assist Chairman and CFO present RGEM for Lines of Credit and Business Loans
- Support SEC Attorneys (Newport Capital) with related SEC compliance, 'operationalize'
- Develop Investor Relations functions, Shareholder Support

### **Finance: Budgeting, Bookkeeping, and Reports**

Assure RGEM has industry standard, impeccable financial systems, policies and procedures  
Assure Quarterly Budget Projections are updated, administered and adhered.  
Constantly monitor income and expenses and adjust so that capital raises, tranches and expansion expenses are phased prudently.  
Oversee the preparation of monthly I.E. statements, Quarterly P&L  
Assure board, shareholders third party auditing.

### **Legal, Compliance, Insurance**

Work with RGEM Corporate Counsel and Board Chairman on:  
Employment Contracts, Contractors – Sub Contractors, Licensing Agreements, Mergers & Acquisitions, Capital Structuring  
Vigilantly review with counsel all related Compliance issues and Contractors compliance  
Help establish our regulatory compliance functions within RGEM and through Project Development Contractor and assure dutiful attention to Federal, State Agency, County and Municipal regulations, policies, codes, laws...  
Support legal strategies to keep a low litigious profile  
Assure RGEM has adequate risk management policies and provisions.

### **Human Resources, Corporate Culture**

Help create and sustain the highest commitment to our corporate values, i.e. CEHI, Charity, Excellence, H....., Integrity.  
Create systems for reviewing staff based on CEHI and VBAE with performance consequences: rewards and 'adjustments'  
Hire and lead by example, consultation, and engagement a team of Corporate Olympians  
Build a dynamically effective inaugural and incubation team  
Assist in the recruiting and orientation of local team including local officers.  
Insure my replacement, as provisional president is seamless, as with the local COO.  
Create clear individual staff objectives, roles & responsibilities and evaluation criteria  
Assure RGEM adopts and implements all industry standard HR policies and programs  
Establish powerful personal and financial investment in RGEM's success through share ownership and performance incentives.  
As we develop multiple waste handling sites as well as the first Ethanol Site expand our staffing and/or outsourced HR to meet the needs of these forthcoming expansions.  
Oversee staff meetings, summits with government and Project Development Contractors

### **Communications, Corporate Identity, Branding**

Finalize Purpose-Mission-Vision and prepare Board resolutions for adopting.  
Assure compelling Corporate Identity: conceptualizing & communicating business model  
Apply this image dynamically through Branding and it's powerful trade dress  
Create the confidence in RGEM, the look and feel of a billion dollar enterprise  
Establish public and internal communication protocols  
Develop communication systems, policies and procedures to insure internal synergy and external rapport.

Insure the creation of a top web site that ‘speaks to the listening’ of each constituency and audience. Through a phased development plan create an inspiring, informative, educationally engaging site. Keep upgrading graphics and interactive features

Insure where appropriate we have an Intranet site that supports our teams coordination and allows password access for our respective stakeholders.

Design charts and illustrations that assist stakeholders conceptualize business model, services, partnerships, profit sharing with coventure partners.

Help prepare the comprehensive array of Presentation Tools: Printed Packets and Emailed Folders

- Informative Engaging Overview
- State Government Packet
- County and Municipal Packet
- Coventure Partners

Prepare E-Publications as company matures that serve each group of stakeholders.

### **Marketing And Sales**

As required establish marketing and sales functions to support the Business Development Teams.

Drive Profit Center revenues, focusing on core business model while expanding horizontal and vertical markets to increase their revenue streams.

Assist generating the effective marketing tools: brochures, mini disks

### **Public Relations, Publicity**

Build a Public Relations initiative for the general public that confirms our image as helping revitalize the state, “The launch platform for Michigan’s Green Economy.”

Create RGEM as a cause based company allied with Michigan’s Economic, Energy and Environmental goals.

Fashion our cause marketing campaign with our strategic corporate giving so that we garner the highest respect from citizens, officials, stake holders, the industry and press.

Assure we develop effective media relations and regularly release interesting updates

### **Customer, Client & Co venture Partner Care**

Develop a proactive and inventive approach to serving current and future stakeholders.

Establish a highly visible ‘team’ that builds “raving fan” rapport and care with:

- Customers, i.e. waste stream producers, Municipal Solid Waste agencies
- Co-venture Partners
- Community Partners
- Governmental Partners

## **BUSINESS AND PROJECT DEVELOPMENT ROLES AND RESPONSIBILITIES**

*(Needs further details, as moves towards a permanent job description.)*

### **Primary Focus is to Drive Business Development and Revenue Generation**

Create and Implement Strategic Plans for the inauguration and acceleration of RGEM Profit Centers (Divisions) and Their Income Streams (Departments).

Assist convening productive meetings with current and future public and private partnerships as a key component of our success.

Support logistical implementation of all business development initiatives

Assure Operational Effectiveness of all business initiatives.

Continually reassess business objectives, their implementation and reevaluate priorities.

Develop strategies that support the valuation of the corporation and its shares/stock.

Constantly assess the possibilities for partnerships, acquisitions, outsourcing v. internal expansion., etc.

### **First Plasma Ethanol Refinery Construction**

Help craft the contracts that provide RGEM with the best business development oversight: CER FA, DEED, ....

### **Hazardous Waste Containment And Storage**

Generate substantial revenues by third quarter 2007

### **Solid Waste Collection & Processing**

“Massive Statewide M&S, Creating an avalanche that pushes everything else.

Prepare logistics for roll-out in communities and regions.

Oversee contract flow through RGEM Operations & Counsel AND BD Contractors: LOI's, MOU's, Contracts ....

### **Energy Hedge Fund – Energy Swaps & CECs**

### **Fire Resistance Building Material**

### **Companion Green Energy BD Projects Commercializing Emerging Technologies**

Aftermarket Converters for Standard cars to use ethanol

Hydrogen Fuel-Cells

Hybrid and Revolutionary Engines

Solar and Wind Generation