



**Memorandum of Understanding
Between
Kalitta Charters and ATP Flight School**

It is the intent of Kalitta Charters LLC and ATP Flight School to implement a Hiring Pathway program designed to provide employment opportunities for ATP Flight School graduates with Kalitta Charters.

The Hiring Pathway is primarily intended to:

- Prepare students and flight instructors for a successful career in the aviation industry.
- Assist Kalitta Charters in the recruitment and selection of potential new hire pilots.
- Provide ATP flight instructors with the opportunity to complete a First Officer interview at 1,000 hours.

In accordance with the above, Kalitta Charters and ATP Flight School hereby agree that:

1. ATP shall provide to Kalitta Charters monthly updates of CFIs' flight time so that Kalitta Charters can monitor the flight hours and other data of ATP Instructors.
2. Kalitta Charters and ATP will dedicate representative(s) to facilitate the Hiring Pathway program and periodic training center visits.
3. At the operator's sole discretion, Kalitta Charters will screen and interview interested candidates for selection to the Hiring Pathway at 1,000 Total Time. Candidates must meet the following additional requirements for acceptance into the program:
 - Hold a valid FAA Commercial Multi Engine Land with Instrument Rating
 - Submit completed application
 - Successfully complete the interview process
 - Hold a valid FAA First Class Medical
4. All acceptance and final hiring decisions will be subject to evaluation by Kalitta Charters with regard to each candidate's aeronautical record, personal and professional qualifications as presented at the time the applicant seeks to interview. In addition, offers of employment are contingent upon each applicant successfully completing all First Officer pilot qualifications. Acceptance into the Hiring Pathway program is not a conditional offer on employment.
5. Each party shall bear its own respective expenses for the development of the Program.
6. Kalitta Charters and ATP will coordinate agreed-upon marketing and promotion of the Hiring Pathway program, including promoting the program on Kalitta Charters' and ATP's websites. Kalitta Charters agrees to allow ATP to market this Program based on this Agreement. Consistent therewith, Kalitta Charters allows ATP to use, and hereby



grants to ATP, a limited, non-exclusive, license to use Operator's name, logo, trade names, trademarks and service marks for the limited purpose of promoting and marketing the Program. ATP allows Kalitta Charters to use, and hereby grants to Kalitta Charters, a limited, non-exclusive, license to use the ATP's name, logo, trade names, trademarks and service marks for the limited purpose of promoting and marketing the Program.

- This Memorandum of Understanding is not a contract and does not create legally binding obligations on any party. This Memorandum of Understanding is not intended and shall not be construed to create any legally binding agreement or obligation or offer by parties or to any third party. Any binding agreement between the parties will result only upon the negotiation and execution of mutually acceptable definitive agreement for such matter. In addition, this Memorandum of Understanding is not intended and shall not be construed to create and partnership, joint venture, agency, association, fiduciary relationship, or other such relationship between the parties or to create any promise of employment or interview for any party. Under no circumstances shall any party be liable for damages of any kind, nature or description, or otherwise, to the other party or to any third party as a result of any actions or omissions taken pursuant to the instrument. It is acknowledged that ATP Flight School may enter similar arrangements with other airlines and operators to provide additional opportunities for its students and instructors.

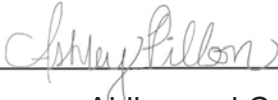
Kalitta Charters Representative:

ATP Flight School Representative:

Printed Name: Spencer Thomas

Printed Name: Ashley Pillon

Signature: 

Signature: 

Title: Chief Pilot

Title: Manager, Airline and Corporate Partnerships

Date: 10.28.2021

Date: 10/28/2021