

MEMORANDUM OF UNDERSTANDING

AMENDMENT

July 27, 2010

MEMORANDUM OF UNDERSTANDING FOR COMPREHENSIVE, CONTINUING, COOPERATIVE TRANSPORTATION PLANNING AND PROGRAMMING FOR THE FRANKLIN REGION

By and Between the

**Massachusetts Department of Transportation
Franklin Regional Council of Governments
Franklin Regional Transit Authority
City of Greenfield
Franklin County Selectmens' Association**

WHEREAS Chapter 25 of the Acts of 2009, An Act Modernizing the Transportation Systems of the Commonwealth, moved the functions of the Executive Office of Transportation, alternatively known as the Executive Office of Transportation and Construction and/or the Executive Office of Transportation and Public Works to the Office of Planning and Programming of the Massachusetts Department of Transportation, alternatively known as MassDOT; and

WHEREAS Chapter 25 of the Acts of 2009, An Act Modernizing the Transportation Systems of the Commonwealth, moved the functions of the Massachusetts Highway Department, alternatively known as MassHighway, to the Highway Division of the Massachusetts Department of Transportation alternatively known as MassDOT Highway;

BE IT RESOLVED that existing references in the Memorandum of Understanding authorizing activities of the Franklin Metropolitan Planning Organization to the Executive Office of Transportation be assumed to refer instead to the Office of Planning and Programming of the Massachusetts Department of Transportation; and

BE IT FURTHER RESOLVED that existing references in the Memorandum of Understanding authorizing activities of the Franklin Metropolitan Planning Organization to the Massachusetts Highway Department be assumed to refer instead to the Highway Division of the Massachusetts Department of Transportation.

WHEREAS, the Franklin Regional Council of Governments (FRCOG) is the officially designated regional planning agency for the Franklin region and as such has statutory responsibility for the coordinated and orderly development of the region, including regional growth planning and transportation planning as provided for under the provisions of Chapter 40B of the Massachusetts General Laws. The FRCOG advisory Council is comprised of the chief elected officials or assigned alternates of each of its 26

member communities, two regionally elected members, and one representative from the Franklin Regional Planning Board; and,

WHEREAS, the Advisory Board of the Franklin Regional Transit Authority (FRTA) is comprised of the chief elected officials or designee of 40 cities and towns that have joined to form a Regional Transit Authority under the provisions of Chapter 161B of the Massachusetts General Laws. The FRTA has the statutory responsibility for providing public transportation on an exclusive basis in the area constituting the authority and to provide public transportation including long and short range planning elements together with implementation schedules for public transportation improvements; and,

WHEREAS, the EOT, the MassHighway, the FRTA, the GMTA and the FRCOG signed a Memorandum of Understanding (MOU) on July 31, 1974 agreeing to work together in undertaking the comprehensive, continuing, and cooperative transportation planning process (3C process), required by the United States Department of Transportation under the provisions of Section 134 of Title 23 of the United States Code, as amended, and those of Section 8 of Title 49 of the Federal Transit Act, as amended, and create the Transportation Advisory Committee; and,

WHEREAS, on August 1, 2006 the Franklin Regional Transit Authority and the Greenfield-Montague Transportation Area merged into the Franklin Regional Transit Authority resulting in elimination of the GMTA as a signatory from the existing and all future agreements; and,

WHEREAS, the Governor of the Commonwealth of Massachusetts, in response to the provisions of the Intermodal Surface Transportation Efficiency Act of 1991 (23 CFR Part 450 and 49 CFR Part 613) as amended, and its successors the Transportation Equity Act for the 21st Century (TEA 21) signed into law as PL 105-178 on June 9, 1998, and the Safe, Accountable, Flexible, Efficient Transportation Equity Act: A Legacy for Users (SAFETEA-LU) signed into law as PL 109-59 on August 10, 2005, and rules and regulations related thereto, and in view of the responsibility for the transportation planning and programming process of the five parties to this agreement were designated as the Franklin Metropolitan Planning Organization; and,

WHEREAS, in 2007 there was a shared interest and desire on the part of the original signatories of the MOU to expand the membership of the MPO to nine (9) in order to include more local representation and increase the role of the Franklin region's 26 communities; changed the language a little to reflect the 2007 MOU

WHEREAS, the signatories have agreed to rename this entity, to be more reflective of the region, the Franklin County Transportation Planning Organization and herein after refers to it as the FCTPO and recognizes that it is generally categorized as an MPO for statewide discussion purposes; and,

WHEREAS, Section 450.310 of Title 23 of the Code of Federal regulations provides that, to the extent possible, there be one agreement containing the understanding required

by this section with respect to cooperatively carrying out transportation and programming among the FCTPO, State, and publicly owned providers of public transportation services; and,

WHEREAS, the members of the FCTPO recognize that transportation planning and programming must be conducted as an integral part of and consistent with the regional planning and development process, and that the process must involve the fullest possible participation by state agencies, local governments, private institutions, other appropriate groups and the general public; and

NOW, THEREFORE, the members of the Franklin County Transportation Planning Organization do hereby jointly agree as follows:

OBJECTIVES OF THE FEDERAL 3C TRANSPORTATION PLANNING PROCESS

- The 3C process is comprehensive, including the effective integration of the various stages and levels of transportation planning and programming for the entire Franklin region and examining all modes so as to assure a balanced planning and programming effort.
- The 3C process is continuing, affirming the necessity to plan for the short and long range needs of the regional transportation system, emphasizing the interactive character of the progression from systems planning to project planning, programming, operations and implementation.
- The 3C process is cooperative, requiring effective coordination among public officials at all levels of government, and inviting the wide participation of all parties, public or private, at all stages of the transportation planning process.

FUNCTIONS OF THE FRANKLIN COUNTY TRANSPORTATION PLANNING ORGANIZATION

- The FCTPO shall perform all functions as required in federal or state laws and regulations including jointly developing, reviewing and adopting the region's annual transportation Unified Planning Work Program, the Regional Transportation Plan, the Transportation Improvement Program and air quality conformity determinations.
- In meeting the provisions of the federal 3C process, the FCTPO assumes the responsibility for the transportation planning process which may include: initiation of studies, evaluation and recommendation of transportation improvements and the programming of funds for transportation projects in the region for which funding is sought for implementation. While transportation studies may be conducted by other entities from time to time, the FCTPO shall monitor their progress and make the final decision for any regionally significant project to be included in the Regional Transportation Plan.
- The FCTPO shall be the forum for cooperative decision making by officials of local government, regional planning commission, regional transit authority and state officials representing state transportation agencies.

MEMBERSHIP OF THE FCTPO

The membership of the Franklin County Transportation Planning Organization shall consist of the following nine State, Regional, City and Town officials or their alternates:

- Secretary of MassDOT (Chair of the FCTPO)
- Administrator of MassDOT Highway Division
- Franklin Regional Council of Governments Executive Committee, Chair
Franklin Regional Transit Authority Chair
- Franklin Regional Council of Governments Regionally Elected Official
- Mayor of Greenfield
- Three Franklin County Sub-Regional Appointments, one from each of the following three geographic areas:

West County	Central County	East County
Ashfield	Bernardston	Erving
Buckland	Conway	Leverett
Charlemont	Deerfield	New Salem
Colrain	Gill	Northfield
Hawley	Leyden	Orange
Heath	Montague	Shutesbury
Monroe	Sunderland	Warwick
Rowe	Whately	Wendell
Shelburne		

In addition, the Chair of the Franklin Regional Planning Board or his/her designee, and a representative from both the Federal Highway Administration (FHWA) and the Federal Transit Administration (FTA) shall be considered ex-officio, non-voting members of the FCTPO.

The Secretary of MassDOT and the Administrator of MassDOT Highway Division may designate an official from within their respective agencies to regularly represent the agencies.

The Chairs of the FRCOG Executive Committee, and the Franklin Regional Transit Authority, and the Mayor of Greenfield shall each choose an alternate to represent them in their absence.

The FRCOG Regionally Elected Council Member appointment shall be chosen by the two elected members with the other elected member serving as alternate. In the event either representative is unable to attend a TPO meeting, the FRCOG Executive Director shall serve as alternate for one of these seats.

The three sub-regional representatives shall be elected at the Autumn Quarterly meeting of the Franklin County Selectmen's Association for a three-year term Representatives shall be elected by sub-regional caucus. Appointments shall be active Selectmen to the

extent possible. The elected appointments may designate an alternate in the event they are unable to attend a meeting. The original appointments shall be staggered so that all terms do not expire concurrently.

The names of members and alternates shall be submitted to the Franklin Regional Council of Governments, acting on behalf of the FCTPO, upon the appointment or resignation of members or alternates.

CHAIR AND VICE CHAIR

The Chair of the FCTPO shall be the Secretary of MassDOT or his/her designee. In the absence of the Chair, the Vice Chair shall oversee the conduct of the meeting.

The Vice Chair shall be elected annually from the voting members of the FCTPO membership, with no limitation on the number of consecutive terms for which a vice chair may be re-elected. Alternates will not be eligible for the Vice Chair position.

MEETINGS OF THE FCTPO

The FCTPO shall meet at least annually and within Franklin County unless absolutely necessary otherwise. Additional meetings may be called as needed by the Chair or by any three other members.

VOTING

A majority of the Franklin FCTPO must be present for any vote to take place. Lack of a majority shall not prevent an officially called meeting from coming to order, discussing agenda items and, if agreed to by a majority of the voting members in attendance, continuing at a later date. A vote to accept a motion shall be by an affirmative vote of the majority of members present, provided that it includes the affirmative vote of the implementing agency (defined as MassDOT for highway and Commuter Rail projects, and the FRTA for transit projects).

THE FRANKLIN REGIONAL PLANNING BOARD

In order to ensure that all transportation decisions are considered within the context of comprehensive regional planning, the Franklin Regional Planning Board (FRPB) acts as an advisory board to the FRCOG. The principal mission of the group is:

1. To advise the FRCOG on all matters of policy affecting the conduct of the region's 3C transportation planning and programming process.
2. To put forth and review recommendations to the FRCOG on such regional transportation work activities, plans, studies, project priorities and financial constraints as may be required for the effective operation of the FCTPO.
3. To provide maximum participation in the transportation planning and programming process by creating a forum and other opportunities to bring together officials of local government, public agencies, transportation providers, interest groups and residents for open dialogue and the exchange of views on current transportation issues.

The composition of the FRPB includes a Select Board and Planning Board member or designee from each town as well as 18 at-large members.

RESPONSIBLE AGENT FOR REGIONAL TRANSPORTATION PLANNING

The Franklin Regional Council of Governments shall be, by state designation and consistent with applicable federal transportation laws, the primary transportation planning staff for the FCTPO and serves as the principal source of transportation planning for local and regional transportation projects. The FRCOG shall maintain a qualified staff of transportation professionals, subject to the availability of federal and state funds. It shall be responsible to the FCTPO for the maintenance of the 3C transportation planning process and shall conduct transportation planning on behalf of the FCTPO, including coordination of the sub-regional member selection process and staff support for the operation of the Franklin Regional Planning Board and its Transportation Subcommittee. The Executive Director of the Franklin Regional Council of Governments is authorized to sign correspondences on behalf of and at the request of the FCTPO.

REVIEW OF MEMORANDUM

This Memorandum of Understanding supersedes the MOUs dated July 31, 1974 and July 9, 2007, and shall become effective upon the date of the signatures of the Secretary of MassDOT, the Administrator of MassDOT Highway Division, the Chair representative of Franklin Regional Council of Governments Executive Committee, the Chair of the Franklin Regional Transit Authority, and the local subregional representatives. The Signatories shall formally review the contents of this MOU every three years at a minimum, make appropriate changes as may be necessary and mutually agreeable, and record the results of the review in the minutes of the meeting at which the review is conducted. At the time of the review, the MOU and any proposed changes shall be circulated among all the Select Boards, and the Mayors, of the Region for their review.


AMENDMENT OF THIS MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding may be amended at any meeting of the FCTPO by a two-thirds (2/3) majority, where at least a quorum of members are present and voting, and provided that a copy of the proposed amendment has been sent to all members at least 30 calendar days in advance of said meeting.

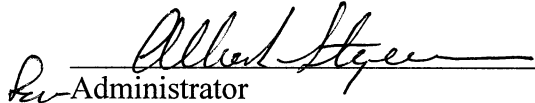
EXECUTION

The undersigned recognize the complexity of the transportation planning and program process and will endeavor to ensure that all personnel involved in their jurisdiction will cooperate fully in carrying out the intent and provisions of this MOU, and any amendments or additions agreed to by the signatories. The FCTPO shall develop and adopt procedures in order to implement this MOU.

FCTPO Committee of Signatories


Secretary
MassDOT

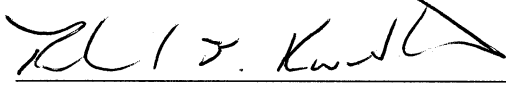
27 Jul 10
Date


Administrator
MassDOT Highway Division

07/27/10
Date


Chair
Franklin Regional Council of Governments
Executive Committee Representative

7/27/10
Date


Chair
Franklin Regional Transit Authority

07/27/10
Date


Mayor
City of Greenfield

07/27/2010
Date


FRCOG Regionally Elected Council Representative

7/27/10
Date


West County Sub-Regional Appointment

7/27/10
Date


Central County Sub-Regional Appointment

7/27/10
Date

East County Sub-Regional Appointment

Date