

**AMENDED
MEMORANDUM OF UNDERSTANDING
FOR
COOPERATIVE, COMPREHENSIVE AND CONTINUING
TRANSPORTATION PLANNING
AND THE ESTABLISHMENT
OF A RURAL PLANNING ORGANIZATION
FOR**

The County of Chatham and the participating municipalities therein; the County of Lee and the participating municipalities therein; the County of Moore and the participating municipalities therein; the County of Orange; and the North Carolina Department of Transportation (NCDOT) (hereinafter collectively, "the Parties").

WITNESSETH

Whereas, on August 28, 2002, the Parties entered into a Memorandum of Understanding which created the Triangle Area Rural Planning Organization (hereinafter, "RPO"); and,

Whereas, the RPO provides rural areas the opportunity to work in partnership with the NCDOT toward development of sound, short and long-range transportation planning for rural areas; and,

Whereas, the Parties have agreed to amend the original Memorandum of Understanding.

Now, therefore, the following Amended Memorandum of Understanding is made on this the 21st day of February 2008.

Section 1. It is hereby agreed, that the County of Chatham and the participating municipalities therein; the County of Moore and the participating municipalities therein; the County of Lee and the participating municipalities therein; the County of Orange; and the NCDOT intend to establish and participate in a RPO created for the general purposes and responsibilities outlined in the following:

1. Develop long-range local and regional multi-modal transportation plans in cooperation with the area Metropolitan Planning Organizations (MPOs) and the NCDOT.
2. Provide a forum for public participation in the rural transportation planning process.
3. Develop and prioritize suggestions for transportation projects that the RPO believes should be included in the State Transportation Improvement Program (STIP).
4. Provide transportation-related information to local governments and other interested organizations and persons.

Section 2. It is hereby further agreed that transportation plans and programs and land use policies and programs for the RPO will be coordinated by the Triangle J Council of Governments, an agency selected on behalf of participating local governments and the NCDOT, to be the administrative entity and to

serve as the lead local planning agency for coordinating transportation planning in the four county planning area. The RPO hereby authorizes the Triangle J Council of Governments to be the recipient of any funds appropriated to the RPO by NCDOT pursuant to North Carolina General Statute 136-213(c).

Section 3. Establishment of Rural Transportation Advisory Committee (RTAC). A RTAC is hereby established with the responsibility for serving as a forum for cooperative transportation planning decision making for the RPO. The TAC shall have the responsibility for keeping the local elected governing boards informed of the status and requirements of the transportation planning process; to assist in the dissemination and clarification of the decisions, inclinations, and policies of the local elected governing boards and the NCDOT; and to help ensure meaningful public participation in the rural transportation planning process.

1. The RTAC will be responsible for carrying out the following:
 - A. Establishment of goals, priorities, and objectives for the rural transportation planning process.
 - B. Endorsement and review of changes to adopted transportation plans within the RPO.
 - C. Endorsement, review, and approval of a Planning Work Program (PWP) for transportation planning which defines work tasks and responsibilities for the various agencies participating in the RPO.
 - D. Endorsement, review, and approval of transportation improvement projects that support and enhance both regional and local transportation in the four county RPO.
2. The membership of the RTAC shall consist of the following:
 - A. One Commissioner representing the County of Chatham Board; an alternate voting member may be designated by the Chatham County Board. Membership shall also include one municipal elected official representing the municipalities within Chatham County that, by affirmative vote of their governing boards, have elected to become members of the Triangle Area RPO. The Mayors of the municipalities within Chatham County that are members of the Triangle Area RPO or their local governing board designees, shall meet jointly with the Chatham County Board member to determine the elected official to represent the Chatham County municipalities on the Triangle Area RTAC. A majority vote of the Mayors or their designees shall determine the municipal representative. An alternate voting member may also be determined in a similar manner for the municipal representative. These voting members and their respective alternates shall be identified by name in the TARPO RTAC membership roster.
 - B. One Commissioner representing the County of Lee Board; an alternate voting member may be designated by the Lee County Board. Membership shall also include one municipal elected official representing the municipalities within Lee County that, by affirmative vote of their governing boards, have elected to become members of the Triangle Area RPO. The Mayors of the municipalities within Lee County that are members of the Triangle Area RPO or their local governing board designees, shall

meet jointly with the Lee County Board member to determine the elected official to represent the Lee County municipalities on the Triangle Area RTAC. A majority vote of the Mayors or their designees shall determine the municipal representative. An alternate voting member may also be determined in a similar manner for the municipal representative. These voting members and their respective alternates shall be identified by name in the TARPO RTAC membership roster.

- C. One Commissioner representing the County of Moore Board; one alternate voting member may be designated by the Moore County Board. Membership shall also include one municipal elected official representing the municipalities within Moore County that, by affirmative vote of their governing boards, have elected to become members of the Triangle Area RPO. The Mayors of the municipalities within Moore County that are members of the Triangle Area RPO or their local governing board designees, shall meet jointly with the Moore County Board member to determine the elected official to represent the Moore County municipalities on the Triangle Area RTAC. A majority vote of the Mayors or their designees shall determine the municipal representative. An alternate voting member may also be determined in a similar manner for the municipal representative. These voting members and their respective alternates shall be identified by name in the TARPO RTAC membership roster. .
 - D. One Commissioner representing the County of Orange Board; one alternate voting member may be designated by the Orange County Board. The voting member and the alternate voting member shall be identified by name in the TARPO RTAC membership roster.
 - E. One member from the North Carolina Board of Transportation representing Division 8.
3. The Commissioner representing each county on the RTAC shall be elected every two years by the Board of County Commissioners of each County in regular session. The municipal representatives on the RTAC shall also be elected every two years. All terms of appointment to the RTAC shall be for two years. Reappointment is possible. The alternate voting members shall meet the same criteria as the original appointees.
 4. An RPO RTAC membership roster will be compiled, and updated at least annually, listing each attendee and alternate, if applicable, for each member county or municipality. The membership of a county or a municipal voting representative who fails to send the appointee or alternate to two consecutive RPO meetings will be designated as a vacant seat and will not count towards quorum. Attendance at future meetings will reinstate the member.
 5. A quorum is required for the transaction of all business, including conducting meetings or hearings, participating in deliberations, or voting upon or otherwise transacting the public business. A quorum consists of 51% of the members of the RTAC, plus as many additional members as may be required to ensure that 51% of possible votes are present. The RTAC will meet as often as it is deemed necessary, appropriate and advisable. On the basis of majority vote of its membership, the RTAC may elect a member of the committee to act as chairperson with the responsibility for coordination of the committee's activities.

6. The Executive Director of the Triangle J Council of Governments will provide staff to the RTAC.

Section 4. Establishment of Rural Technical Coordinating Committee (RTCC). A RTCC shall be established with the responsibility of general review, guidance, and coordination of the transportation planning process for the RPO and the responsibility for making recommendations to the respective local, state, and federal governmental agencies and the RTAC regarding any necessary actions relating to the continuing transportation process.

1. The RTCC shall be responsible for development, review, and recommendation for approval of the PWP for the RPO, the State Transportation Improvement Program (STIP) requests, and revisions to the STIP.
2. Membership of the RTCC shall include technical representatives from all local and state governmental agencies directly related to and concerned with the transportation planning process for the RPO planning area. Initially, the membership shall include, but may not be limited to, the following:
 - A. The Manager, Assistant Manager, Planning Director, or Clerk from each of the four counties of the RPO planning area, or his/her designated staff representative.
 - B. The Chief Administrative Official, City Planning Director, or City Clerk from each member municipality in the RPO planning area, or his/her designated staff representative.
 - C. Division Engineer serving Highway Division 7, NCDOT, or his/her designated staff representative, and the Division Engineer serving Highway Division 8, NCDOT, or his/her designated representative.
 - D. Manager, Transportation Planning Branch, NCDOT, or his/her designated staff representative.
 - E. The Executive Director of the Triangle J Council of Governments, or his designated representative.
3. Membership of the RTCC may be altered on the basis of a majority vote of its membership and approval of the RTAC of the RPO. An alternate may be designated for each member providing they meet the same criteria as the original appointee. Membership may be further defined in the duly adopted bylaws. An RPO RTCC membership roster will be compiled, and updated at least annually, listing each attendee and alternate, if applicable, for each member county or municipality. The membership of a county or municipality member who fails to send the appointee or alternate to two consecutive RPO meetings will be designated as a vacant seat and will not count towards quorum. Attendance at future meetings will reinstate the member.
4. A quorum is required for the transaction of all business, including conducting meetings or hearings, participating in deliberations, or voting upon or otherwise transacting the public

business. A quorum consists of 51% of the members of the RTCC, plus as many additional members as required to ensure that 51% of possible votes are present. The RTCC shall meet when it is deemed necessary, appropriate and advisable. The RTCC will be staffed by the Triangle J Council of Governments Executive Director or his/her designated staff representative. The RTCC shall by majority vote of the membership elect one member to serve as a Chairman with the responsibility for coordinating the committee's activities. Membership of the RTCC may be altered on the basis of a majority vote of its membership and approval of the RTAC of the RPO.

Section 5. It is further agreed that all participating agencies will assist in the rural transportation planning process by providing planning assistance (where possible), data, and inventories in accordance with the approved PWP.

Section 6. Each county and its RPO member jurisdictions shall have the support of the RPO staff in developing local transportation projects and priorities. Each member agrees to coordinate its transportation plans with those of other RPO members. Additionally, by consensus, the RPO may identify projects of a regional nature for development and presentation to NCDOT for consideration.

Section 7. Parties to this Memorandum of Understanding may terminate their participation in the continuing transportation planning process by giving 90 days written notice to the other parties to the date of termination.

Section 8. Municipalities desiring to join the RPO following the signing of this Memorandum of Understanding must do so no later than 90 days after the date given below in Section 10, by submitting a fully executed Municipal Statement of Adoption. Any municipality desiring to join the RPO after the initial 90-day period must notify the lead planning agency and the other members of the RPO in writing of its intent to join, and provide each with a copy of a fully executed Municipal Statement of Adoption. New memberships will become effective on July 1st of each year.

Section 9. This Amended Memorandum of Understanding supersedes and replaces any prior memorandum(s) of understanding between the Parties regarding the RPO.

Section 10. In witness whereof, the Parties have been authorized by appropriate and proper resolutions, and/or legislative authority to sign this Amended Memorandum of Understanding, this the 21st day of, February 2008.

BY:

COUNTY OF Chatham

Chairman

Clerk to the Board

COUNTY OF Lee

Chairman

Clerk to the Board

COUNTY OF Moore

Chairman

Clerk to the Board

COUNTY OF Orange

Chairman

Clerk to the Board

TRIANGLE COUNCIL OF GOVERNMENTS

Chairman

Executive Director

NCDOT

Approved as execution

Secretary

Assistant Attorney General

**MUNICIPAL STATEMENT OF ADOPTION
OF THE
AMENDED MEMORANDUM OF UNDERSTANDING REGARDING
THE RURAL PLANNING ORGANIZATION
FOR CHATHAM, LEE, MOORE AND ORANGE COUNTIES**

The Amended Memorandum of Understanding for cooperative comprehensive, and continuing transportation planning and the establishment of a Rural Planning Organization for the Counties of Chatham, Lee, Moore and Orange and the participating municipalities in each county is hereby adopted by the City/Town/Village of _____, _____ day of _____, _____.

Mayor, City/Town/Village Of _____

Clerk to the Board