

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

The COUNTY OF CHEROKEE and the participating municipalities therein; the COUNTY OF CLAY and the participating municipality therein; the COUNTY OF GRAHAM and the participating municipalities therein; the COUNTY OF JACKSON and the participating municipalities therein; the COUNTY OF MACON and the participating municipalities therein; the COUNTY OF SWAIN and the participating municipalities therein and the North Carolina Department of Transportation (NCDOT) (hereinafter collectively, "the Parties").

WITNESSETH

Whereas, on January 28th, 2002, the parties entered into a Memorandum of Understanding which created the Southwestern Commission 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 26th day of November, 2007.

Section 1. It is hereby agreed, that the County of Cherokee and the participating municipalities therein; the County of Clay and the participating municipality therein; the County of Graham and the participating municipalities therein; the County of Jackson and the participating municipalities therein; the County of Macon and the participating municipalities therein; the County of Swain and the participating municipalities therein; 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 Southwestern North Carolina Planning and Economic Development Commission, 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 six county planning area. The RPO hereby authorizes the Southwestern North Carolina Planning and Economic Development Commission 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 Transportation Advisory Committee (TAC). A TAC 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 TAC 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 six county RPO.

2. The membership of the TAC shall consist of the following:
 - A. One Commissioner representing Cherokee County and one elected official from each RPO member municipality therein.
 - B. One Commissioner representing Clay County and one elected official from each RPO member municipality therein.
 - C. One Commissioner representing Graham County and one elected official from each RPO member municipality therein.
 - D. One Commissioner representing Jackson County and one elected official from each RPO member municipality therein.
 - E. One Commissioner representing Macon County and one elected official from each RPO member municipality therein.

- F. One Commissioner representing Swain County and one elected official from each RPO member municipality therein.
 - G. One member from the North Carolina Board of Transportation representing Division 14.
3. The Commissioner representing each county on the TAC shall be elected every two years by the Board of County Commissioners of each County in regular session. The municipal member representing each municipality on the TAC shall be elected every two years by the governing body of the municipality in regular session. All terms of appointment to the TAC shall be for two years. Reappointment is possible. One alternate may be designated for each member providing they meet the same criteria as the original appointee.
 4. An RPO TAC 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.
 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 TAC, with no less than six members. The TAC will meet as often as it is deemed necessary, appropriate and advisable. On the basis of majority vote of its membership, the TAC 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 Southwestern North Carolina Planning and Economic Development Commission will provide staff to the TAC.

Section 4. Establishment of Technical Coordinating Committee (TCC). A TCC 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 TAC regarding any necessary actions relating to the continuing transportation process.

1. The TCC shall be responsible for development, review, and recommendation for approval of the PWP for the RPO, the STIP requests, and revisions to the STIP.
2. Membership of the TCC 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, Planner, Clerk, or Engineer from each of the six counties of the RPO planning area, or his/her designated staff representative.

- B. The Chief Administrative Official, City Planner, City Engineer, or City Clerk from each member municipality in the RPO planning area, or his/her designated staff representative.
 - C. Division Engineer serving Highway Division 14, NCDOT, or his/her designated staff representative.
 - D. Manager, Transportation Planning Branch, NCDOT, or his/her designated staff representative.
3. Membership of the TCC may be altered on the basis of a majority vote of its membership and approval of the TAC of the RPO. One 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 TCC 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 TCC, with no less than six members. The TCC shall meet when it is deemed necessary, appropriate and advisable. The TCC will be staffed by the RPO Planner or his/her designated staff representative. The TCC 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 TCC may be altered on the basis of a majority vote of its membership and approval of the TAC 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 26th day of November, 2007.

BY:

COUNTY OF CHEROKEE

B. Scott Lindsay
Clerk to the Board - Scott Lindsay

Date Approved: 12-03-07

Jonathon Dickey
Chairman - Jonathon Dickey

COUNTY OF CLAY

Peggy Evans
Clerk to the Board - Peggy Evans

Date Approved: 12-6-07

Herbert Cheeks
Chairman - Herbert Cheeks

COUNTY OF GRAHAM

Jan Milsaps
Clerk to the Board - Jan Milsaps

Date Approved: 12-18-07

Lynn Cody
Chairman - Lynn Cody

COUNTY OF JACKSON

Evelyn Baker
Evelyn Baker - Clerk to the Board

Date Approved: 12-17-07

Brian Thomas McMahan
Chairman - Brian Thomas McMahan

COUNTY OF MACON

Wilma Anderson
Wilma Anderson - Clerk to the Board
Deputy

Date Approved: 1-14-08

Charles Leatherman
Chairman - Charles Leatherman

COUNTY OF SWAIN

Kevin King
Clerk to the Board - Kevin King

Date Approved: 12-11-07

Glenn Jones
Chairman - Glenn Jones

Southwestern North Carolina Planning and Economic Development Commission (LPA)

Glenn Jones
Chairman - Glenn Jones

Bill Gibson
Executive Director - Bill Gibson

NCDOT

Alfred Pappas
Secretary

Approved as execution

Lisa C. Howell
Assistant Attorney General