

COG BOARD OF DIRECTORS MEETING

District of Columbia
Bladensburg*
Bowie
Charles County
College Park
Frederick
Frederick County
Gaithersburg
Greenbelt
Montgomery County
Prince George's County
Rockville
Takoma Park
Alexandria
Arlington County
Fairfax
Fairfax County
Falls Church
Loudoun County
Manassas
Manassas Park
Prince William County

*Adjunct Member

DATE: February 13, 2012
TIME: 12:00 Noon
PLACE: COG Board Room

PLEASE NOTE: Chairwoman Young will begin the meeting promptly at 12:00 noon. Lunch for members and alternates will be available at 11:30 a.m.

A G E N D A

- 1. CALL TO ORDER AND PLEDGE OF ALLEGIANCE
(12:00 Noon)**

**Chairwoman Karen Young
President Pro Tem, Board of Aldermen
City of Frederick**

- 2. ANNOUNCEMENTS
(12:00 – 12:05 p.m.)**

Chairwoman Young
 - a) Retreat – Save the Date: August 2–4, 2013**
 - b) 2013 Board Handbook**

- 3. EXECUTIVE DIRECTOR'S REPORT
(12:05 – 12:10 p.m.)**
 - a) Outreach**
 - b) Information and Follow-up**
 - c) Letters Sent/Received**
 - d) General Counsel's Report**

- 4. AMENDMENTS TO AGENDA
(12:10 – 12:15 p.m.)**

- 5. APPROVAL OF MINUTES OF JANUARY 9, 2013
(12:15 – 12:20 p.m.)**

CONSENT AGENDA

6. ADOPTION OF CONSENT AGENDA ITEMS (12:20-12:25 p.m.)

A. RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO ENTER INTO A CONTRACT WITH VENDORS FOR COMPLETION OF CONFERENCE ROOM PHASE 2 RENOVATIONS

The Board will be asked to adopt Resolution R09-13, authorizing the Executive Director, or his designee, to enter into a contract not to exceed \$90,000 to complete phase two renovations on the first floor of the COG building. A vendor will be selected through COG's Cooperative Purchasing Program. Funds for this project are included in COG's approved Capital Repair and Replacement Plan. Phase two renovations, which will include new tables and chairs, are scheduled for completion in this fiscal year.

The final phase three renovations, which will include high efficiency lighting and ceiling grid, are scheduled for FY2014. All renovations are needed to maintain the professional appearance of the meeting rooms COG owns on the first floor.

RECOMMENDED ACTION: Adopt Resolution R07-13.

B. RESOLUTIONS AUTHORIZING THE EXECUTIVE DIRECTOR TO DESIGNATE "AUTHORIZED SIGNERS" FOR THE PURPOSE OF AUTHORIZING CERTAIN TRANSACTIONS FOR THE COG PENSION PLAN AS REQUIRED BY SUNTRUST BANK, TRUSTEE FOR THE PLAN

The Board of Directors will be asked to adopt Resolution R10-13, authorizing the Executive Director to sign and to designate authorized signers of COG for certain purposes, such as authorizing cash transactions, including ACH and wire transfer, providing investment management direction for investment management accounts, appointing investment managers for custodial accounts, signing and taking other actions on behalf of COG with respect to trusts and other agreements entered into by COG, which are approved by or made pursuant to the decisions of the COG Pension Plan Administrative Committee, and such other authority as may be granted in documents specified by SunTrust Bank ("SunTrust"), and its successors and assigns in accordance with the approval of the Pension Plan Administrative Committee.

RECOMMENDED ACTION: Adopt Resolution R08-13.

ACTION AGENDA

7. APPROVAL OF 2013 COG BOARD WORKPLAN (12:25-1:00 p.m.)

**Chairwoman Karen Young
Alderman President Pro Tem, City of Frederick**

**Vice Chairman Phil Mendelson
Council Chair, District of Columbia**

**Vice Chairman William Euille
Mayor of Alexandria**

Chairwoman Young and Vice Chairs Mendelson and Euille met in January to outline a proposed Board Workplan for 2013, centered upon the implementation of Region Forward. The Chair and Vice Chairs recommend that COG Board activities in 2013 focus on taking Region Forward to the next level, implementing Economy Forward, and building a stronger state and federal alliance. The Board will be briefed on the proposed workplan and asked for its input and concurrence.

RECOMMENDED ACTION: Receive briefing and approve proposed 2013 COG Board Workplan.

8. APPROVAL OF THE DRAFT ROUND 8.2 COOPERATIVE FORECASTS (1:00 – 1:20 p.m.)

**Rosalyn Hughey
Deputy Director, District of Columbia Office of Planning and
Chairman, Planning Directors Technical Advisory Committee**

**Paul DesJardin
Director, Community Planning and Services**

COG established the Cooperative Forecasting program in 1975 to enable local, regional and federal agencies to coordinate planning using common assumptions about future growth and development. The Cooperative Forecasts are developed through a “top-down / bottom-up” process which synthesizes regional econometric model projections and local government forecasts based on current and planned development. The Planning Directors Technical Advisory Committee (PDTAC) approved this second update to the 8th major series of Forecasts, “Round 8.2”, at their January 18 meeting, reflecting the 2010 Census and local economic trends.

The Board will be asked to approve the draft Round 8.2 Forecasts for use by the National Capital Region Transportation Planning Board (TPB) in the Air Quality Conformity Analysis of the 2013 financially Constrained Long Range Transportation Plan (CLRP) and the FY2013-2018 Transportation Improvement Program (TIP).

RECOMMENDED ACTION: Adopt Resolution R09-13.

INFORMATION ITEMS

9. FY 2012 SECOND QUARTER FISCAL REPORT (1:20 – 1:25 p.m.)

Candice Kelly
Commissioner President, Charles County
COG Secretary-Treasurer

Paul Beriault
COG Chief Financial Officer

Secretary-Treasurer Kelly will provide the COG Board with the FY 2013 second quarter (October – December 2012) fiscal report.

RECOMMENDED ACTION: Receive presentation.

10. NOTICE TO AMEND BYLAWS AND RULES OF PROCEDURE (1:25 – 1:30 p.m.)

Sharon Pandak
COG General Counsel

Ms. Pandak will highlight proposed amendments to update the Board's Bylaws and Rules of Procedure to conform to the requirements of the D.C. Nonprofit Corporations Act of 2010 and current practices. These matters will be voted upon at the March 13 Board Meeting.

Local and state officials on the COG Board of Directors have overall policy, program and fiduciary responsibility for COG's and its independent policy boards' work program and budget. Therefore, it is important for the Bylaws and Rules of Procedures to be periodically updated, and new and returning members to be familiar with these documents.

RECOMMENDED ACTION: Receive presentation.

11. RESPONSE TO BOARD REQUEST FOR PRIOR RESOLUTIONS ON GUN VIOLENCE (1:30 – 1:35 p.m.)

Sharon Pandak

At the Board's request, Ms. Pandak will provide historical information on prior COG positions on gun violence.

RECOMMENDED ACTION: Presentation.

**12. LEGISLATIVE UPDATE
(1:35-1:50 p.m.)**

Board members with active engagement and/or leadership roles in state/national associations will be invited to provide status reports on legislative activity related to COG's 2013 Legislative Priorities.

**13. OTHER BUSINESS
(1:50-2:00 p.m.)**

**14. ADJOURN- NEXT MEETING MARCH 13, 2013
(2:00 p.m.)**



Reasonable accommodations are provided for persons with disabilities. Please allow 7 business days to process requests. Phone: 202.962.3300 or 202-962.3213 (TDD). Email: accommodations@mwkog.org. For details: www.mwkog.org

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AGENDA ITEM #2

ANNOUNCEMENTS

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AGENDA ITEM #3

EXECUTIVE DIRECTOR'S REPORT



Metropolitan Washington Council of Governments Executive Director's Report • February 2013

COMMITTEE WORK **HEART OF COG** **OUTREACH** **MEDIA** **UPCOMING EVENTS**

Policy Board & Committee Work

TRANSPORTATION PLANNING BOARD

The TPB released for public comment the draft financially Constrained Long-Range Transportation Plan (CLRP) and the draft FY 2013-2018 Transportation Improvement Program (TIP). The TPB also released the Draft Scope of Work for the Air Quality Conformity Assessment. The 30-day public comment period will close at midnight on Saturday, February 16, 2013.

CHESAPEAKE BAY & WATER RESOURCES POLICY COMMITTEE

The committee was briefed by the Aqualaw legal firm on ways to maintain flexibility in water quality permitting. This presentation is part of the committee's efforts to emphasize the need for regulatory flexibility in all aspects of water resource permitting efforts. It followed previous presentations by the U.S. Conference of Mayors and their ongoing dialogue with EPA on maintaining flexibility for local governments.

CLIMATE ENERGY & ENVIRONMENT POLICY COMMITTEE

The committee hosted a panel discussion on electrical grid modernization, with speakers from the Energy Future Coalition, the Perfect Power Institute, Pepco, and Washington Gas. Presentations focused on new technologies and grid management approaches that increase power reliability, better integrate renewable sources, and improve the economic efficiency of the grid.

REGION FORWARD COALITION

The coalition discussed initial results of the Activity Centers Strategic Investment Plan as well as industry and occupational workforce challenges in the region. It also launched a redesigned regionforward.org website to better promote COG and the Coalition's work in advancing the vision plan.



Heart of COG:

DENNIS BAILEY, PUBLIC SAFETY PLANNER

Dennis Bailey is the man behind RICCS, COG's Regional Incident Communications and Coordination System. When emergencies occur, RICCS enables area decision-makers to quickly communicate. Since its creation after 9/11, RICCS has been an extremely valuable tool during a wide range of events, including the Beltway Snipers, hurricanes, and snowstorms.

At COG:
7 Years

Education:
George Washington University

Experience:
Red Cross
World Bank

This winter, I've had the opportunity to see and hear Dennis' work firsthand on one of our renowned 3am snow calls. These calls bring together the National Weather Service, the U.S. Office of Personnel Management (OPM), transit agencies, local jurisdictions, and other partners to discuss conditions and make decisions on operating statuses. The calls don't happen by magic. By carefully managing our regional database, forging close relationships with emergency officials, and helping coordinate the calls, Dennis helps make RICCS run.

After the snow calls, Dennis still has to notify our regional partners of the OPM decision and then report to work for normal business hours! I greatly appreciate Dennis' dedication and service on these calls as well as his work on issues as diverse as animal services, hazardous materials, and police training.

- Chuck Bean, Executive Director

MEMBER/STAKEHOLDER OUTREACH

In January, Chuck Bean met with Board Members Karen Young (Frederick), Bill Euille (Alexandria), Roger Berliner (Montgomery County), Penny Gross (Fairfax County), Matthew Letourneau (Loudoun County), Allen Lew (D.C.), Jonathan Way (Manassas), and Bruce Williams (Takoma Park). He also attended a joint meeting of Frederick City and County officials.

Bean also met with County Managers Barbara Donnellan (Arlington County CAO), David Dunn (Frederick County CAO), and Tim Firestine (Montgomery County), Arlington County Economic Development Director Terry Holzheimer, Board of Trade President Jim Dinegar, and WMATA General Manager/CEO Richard Sarles.

REGIONAL SITE VISIT- DC HSEMA

Chuck Bean participated in a site visit to the D.C. Homeland Security and Emergency Management Agency with Dave McMillion (Public Safety/Health Director) to see the District’s Emergency Operations Center.

HOMELESS PERSONS COUNT

Chuck Bean and Paul DesJardin (Planning Director) attended the preparations for the D.C. Homeless Enumeration Point-in-Time survey at National City Christian Church in D.C.



AUTO SHOW/ELECTRIC VEHICLES

Staff worked with the Washington Area Automobile Dealers Association on two events at the Washington Auto Show. Chuck Bean spoke at a press conference with U.S. Energy Secretary Steven Chu about COG’s electric vehicle report. COG also hosted a forum focused on making the business case for electric vehicles in metropolitan Washington

CLIMATE IMPACTS

Staff assisted at a District Department of Environment meeting on climate impacts and adaptation for DDOE employees called “All Hands On.” COG’s Maia Davis spoke at the meeting.

CLIMATE EDUCATION IN URBAN AREAS

Staff participated in a meeting with Koshland Science Museum to assist with the Climate and Urban Systems Partnership, an National Science Foundation grant to Koshland to promote climate change education in urban areas.

TRANSPORTATION RESEARCH BOARD

Staff participated in the 92nd Annual Meeting of the Transportation Research Board (TRB), which was held in Washington, DC in January. In total, transportation staff delivered nine presentations, held membership in 11 standing committees, and attended numerous sessions, workshops, and meetings on a wide range of transportation issues.

COUNCIL OF GOVERNMENTS APPROVES NEW ACTIVITY CENTERS

Regional leaders in January approved an updated set of Activity Centers to support land use planning, help guide investments in infrastructure and development, and analyze regional growth. These 139 Centers include existing urban centers, traditional towns, transit hubs, as well as areas expecting future growth. The update was a major initiative by the Region Forward Coalition and was covered in several media outlets, including ABC 7 and WTOP.

REGION CAUTIOUSLY RECEPTIVE TO CONGESTION PRICING

A TPB study released in January, What do People Think About Congestion Pricing?, indicates that metropolitan Washington's residents are more open to better-known solutions for raising revenue and reducing congestion, such as adding toll lanes and increasing the gas tax. The report received a lot of attention by the media and blogs, including WAMU. View a Fox 5 interview with the Council of Governments' John Swanson discussing the report.

GAITHERSBURG WORKING TO MEET REGION FORWARD TARGETS

The City of Gaithersburg's work making transportation, housing, and energy improvements to help meet Region Forward targets was highlighted in a recent article in the Gazette. The article features several elected officials from the city that are also active with the Council of Governments.



NEW COUNCIL CHAIRWOMAN ON REGION'S ECONOMY

Congress acted early in the year to temporarily avoid the sequestration - the portion of the "fiscal cliff" that will have a major and disproportionate impact on metropolitan Washington's economy. COG's new Chairwoman Karen Young was quoted in a Frederick News-Post article discussing the temporary reprieve, the next phase of the cliff, and the Economy Forward plan.

SCALING UP ELECTRIC VEHICLES IN METROPOLITAN WASHINGTON

Two recent events at the Washington Auto Show provided opportunities to promote electric vehicles in the region and to highlight recent work by the Council of Governments in this field.

CHOOSING THE RIGHT PLACE FOR PRINCE GEORGE'S HOSPITAL

Chuck Bean was quoted in a recent piece in The Washington Post's "Capital Business" publication concerning the relocation of the Prince George's Hospital. Bean noted that the hospital should be located in an Activity Center in the county.

AIR QUALITY PUBLIC HEARINGS

As recently noted by the Metropolitan Washington Air Quality Committee, it appears the region will likely be redesignated by EPA for meeting the fine particle pollution standard - part of a long-standing trend of improved air quality. This month, public hearings will be held by the Maryland Department of the Environment, Virginia Department of Environmental Quality, and the D.C. Department of Environment on the region's new draft fine particle plan and redesignation request.

- February 19 - 10:00am at Maryland-National Capital Park and Planning Commission in Silver Spring, MD
- February 20 - 5:30pm at the D.C. Department of Environment, 5th Floor
- February 25 - 7:00pm at the Fairfax County Government Center

For more information about these and other COG meetings and regional events, visit www.mwucog.org/events

3c



County of Fairfax, Virginia

To protect and enrich the quality of life for the people, neighborhoods and diverse communities of Fairfax County

11 January 2013

Frank Principi
Board Chair
Metropolitan Washington Council of Governments
777 N Capitol St NE Suite 300
Washington, D.C. 20002

Dear Frank,

Thank you so much for honoring me with the Elizabeth and David Scull Metropolitan Public Service Award. I had imagined that life had few surprises left for me. However, I was wrong. You surprised and thrilled me when, on 12 December 2012, COG recognized my work as Chairman of the Board of Directors of the Washington Metropolitan Area Transit Authority (WMATA).

Chairing the WMATA Board offered so many opportunities to serve the metropolitan Washington region. I consider the time invested was well spent on both a professional and personal level. It is indeed a pleasure to work with such a group of dedicated colleagues.

To be recognized by COG and my peers is a career highlight that I will long remember with gratitude. Thank you.

Warm regards.

Catherine M. Hudgins

Catherine M. Hudgins, Supervisor

Hunter Mill District

Fairfax County Board of Supervisors

12000 Bowman Towne Drive, Reston, VA 20190

703-478-0283, (711 TTY), 703-471-6800

HNTRMILL@fairfaxcounty.gov www.fairfaxcounty.gov/huntermill



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**Adjunct Member*

January 28, 2013

Hon. John C. Watkins
Chair, Senate Commerce and Labor Committee
General Assembly Building, Room 331
Capitol Square
Richmond, Virginia 23219

Dear Senator Watkins,

On behalf of the Metropolitan Washington Council of Governments (COG) Climate, Energy, and Environment Policy Committee (CEEPC), whose Virginia membership includes Arlington, Fairfax, Loudoun and Prince William Counties, and the Cities of Alexandria, Fairfax, Falls Church, Manassas and Manassas Park, I urge you to **oppose SB 797**, which would severely restrict the use of advanced utility meters.

An efficient and reliable utility grid is at the heart of every vibrant economy. Advanced meters provide an opportunity for utilities to strengthen the grid through better monitoring and management, while providing a number of customer benefits.

Advanced meters allow utilities to detect outages faster and more accurately, enabling better response efforts. Secondly, the technology provides more detailed and timelier energy use information to customers, allowing them to make informed decisions to lower their monthly bills. Additionally, advanced meters enable a variety of peak management tools that lower the cost of generating electricity on high-demand days.

Utilities across the country are embracing this technology as a way to improve their infrastructure. According to the Edison Electric Institute, nearly 36 million advanced meters have been installed nationwide, equivalent to a third of all households. They estimate that 22 utilities have installed advanced meters system-wide.

However, customers are often not aware of the benefits of advanced meters or the status of their utility's grid improvement efforts. Better engagement is needed on this front to encourage better understanding and acceptance of this technology.

We urge you to support making the grid more secure, reliable, and resilient using advanced meter technology by **opposing SB 797**. Thank you for your consideration.

Sincerely,



Roger Berliner
Chair, Climate, Energy, and Environment Policy Committee
Metropolitan Washington Council of Governments

777 North Capitol Street, NE, Suite 300, Washington, D.C. 20002
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**Adjunct Member*

January 29, 2013

Hon. Ralph K. Smith
Chair, Senate Local Government Committee
General Assembly Building, Room 319
Capitol Square
Richmond, Virginia 23219

Dear Senator Smith,

On behalf of the Metropolitan Washington Council of Governments (COG) Climate, Energy, and Environment Policy Committee (CEEPC), representing our members in Arlington, Fairfax, Loudoun and Prince William Counties, and the Cities of Alexandria, Fairfax, Falls Church, Manassas and Manassas Park, I urge you to **oppose SB 1341**, which exempts renewable energy generation facilities from all local zoning and land use control.

While COG strongly supports the expansion of renewable energy in the region, it is of utmost importance to uphold the authority of local governments to plan and regulate land use. Local governments are in the best position to reconcile conflicting claims among their residents and advance multiple planning goals including aesthetic and cultural character, economic development, and even local energy management.

SB 1341 weakens local authority and community decisionmaking, setting a troublesome precedent that could lead to other industries seeking exemptions from local zoning and land use control. Model ordinances for large- and small-scale renewable installations, developed by the Department of Environmental Quality, help resolve potential conflicts over land use for energy purposes within the existing statutory framework.

We urge you to protect the authority of local governments to negotiate with all stakeholders on matters of energy and land use control by **opposing SB 1341**. Thank you for your consideration.

Sincerely,



Roger Berliner
Chair, Climate, Energy, and Environment Policy Committee
Metropolitan Washington Council of Governments

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**Adjunct Member*

February 4, 2013

Hon. Peter A. Hammen
Chair, Health and Government Operations Committee
241 House Office Building
6 Bladen Street
Annapolis, MD 21401

Dear Delegate Hammen,

On behalf of the Metropolitan Washington Council of Governments (COG) Climate Energy and Environment Policy Committee, representing our membership in Charles, Frederick, Montgomery, and Prince George's Counties, I urge you to **support HB 103**, requiring schools to evaluate the potential for solar technology in renovations and new construction projects.

Schools are often excellent sites for solar technology. Flat roofs in open areas and energy demand that coincides with peak sunlight hours are key characteristics that can make solar photovoltaic or solar water heating systems cost-effective energy solutions for Maryland's school buildings.

This bill will induce significant savings for local school systems. Often solar installations are most cost-effective when they are integrated into construction or renovation plans, rather than installed post-construction. Requiring that schools consider solar technology during early phases of the design process ensures that this value can be captured.

Additionally, solar power in schools will provide learning opportunities for students and help achieve the state's ambitious renewable portfolio standard and greenhouse gas reduction goals.

We urge you to support **HB 103** to encourage clean energy generation and cost savings in Maryland's schools. Thank you for your consideration.

Sincerely,



Roger Berliner
Chair, Climate Energy and Environment Policy Committee
Metropolitan Washington Council of Governments

777 North Capitol Street, NE, Suite 300, Washington, D.C. 20002
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**Adjunct Member*

February 4, 2013

Hon. Michael E. Busch
Speaker of the House of Delegates
H-101 State House
State Circle
Annapolis, MD 21401

RE: Support the Maryland Offshore Wind Energy Act of 2013

Dear Mr. Speaker,

On behalf of the Metropolitan Washington Council of Governments (COG) Climate, Energy, and Environment Policy Committee, representing our membership in Charles, Frederick, Montgomery, and Prince George's Counties, I am pleased to **offer our support for HB 226**, the Maryland Offshore Wind Energy Act of 2013.

COG is dedicated to promoting renewable energy, combating climate change, and creating the green jobs that a sustainable economy will require. We applaud the State of Maryland for adopting an aggressive Renewable Portfolio Standard of 20% renewable energy by 2020. As a means of achieving this goal, we support the development of offshore wind energy.

Developing Maryland's offshore wind resources is critical to providing a clean, secure, and homegrown energy supply for the state. Maryland imports 30% of its electricity every year, incurring significant transmission costs and congestion charges for ratepayers. Nearly half of the electricity consumed comes from coal. Maryland's offshore wind resource, however, is large enough to power two-thirds of the state while providing economic, public health, and environmental benefits.

Offshore wind is among Maryland's most abundant, clean, and price-stable energy sources. **We urge the Maryland House of Delegates to pass HB 226 to bring offshore wind energy to Maryland.** Thank you for your consideration.

Sincerely,



Hon. Roger Berliner
Chair, Climate Energy and Environment Policy Committee
Metropolitan Washington Council of Governments

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**Adjunct Member*

January 29, 2013

Hon. Thomas McLain Middleton
Chair, Senate Finance Committee
3 East Miller Senate Office Building
11 Bladen St., Annapolis, MD 21401

Dear Senator Middleton,

On behalf of the Metropolitan Washington Council of Governments (COG) Climate, Energy, and Environment Policy Committee (CEEPC), I urge you to **support SB 136**, which expands eligibility for the Solar Energy Grant Program to cooperative housing corporations, condominium councils, and homeowners associations.

CEEPC works with local governments in the metropolitan Washington region to achieve a 20% reduction in greenhouse gas emissions region-wide by 2020. Increasing the share of renewable energy generated in the region, particularly by expanding opportunities for residents, governments, and businesses to invest in clean energy systems, is a key strategy in achieving this goal.

Allowing housing cooperatives, councils, and associations to apply for and receive funding through this program will help communities pool resources and work collectively to implement solar energy systems. It can reduce the administrative burden on individuals who are interested in investing in solar, and allow greater economies of scale in residential solar projects that will stretch grant funding further.

We urge you to **support SB 136**, helping Maryland residents achieve a clean energy future. Thank you for your consideration.

Sincerely,



Roger Berliner
Chair, Climate Energy and Environment Policy Committee
Metropolitan Washington Council of Governments

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**Adjunct Member*

February 4, 2013

Hon. Scott A. Surovell
General Assembly Building, Room 708
Capitol Square
Richmond, Virginia 23219

Dear Delegate Surovell,

On behalf of the Metropolitan Washington Council of Governments (COG) Climate Energy and Environment Policy Committee, representing our member jurisdictions of Arlington, Fairfax, Loudoun and Prince William Counties, and the Cities of Alexandria, Fairfax, Falls Church, Manassas and Manassas Park, I am pleased to offer our **support for HB 1917**, amending the state Renewable Portfolio Standard (RPS) to include solar thermal energy.

Solar thermal technology is among the cleanest and most cost-effective sources of renewable energy available today. By increasing the efficiency of conventional water heaters, solar thermal systems produce emission reduction benefits on par with wind and hydropower. Additionally, this technology helps homeowners and businesses stabilize their energy bills by decreasing their reliance on natural gas.

Inclusion in the RPS will allow this beneficial technology to compete on an even playing field with other renewable energy sources.

We urge the House of Delegates to **pass HB 1917** to include solar thermal energy in Virginia's RPS. Thank you for your consideration.

Sincerely,



Hon. Roger Berliner
Chair, Climate Energy and Environment Policy Committee
Metropolitan Washington Council of Governments

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AGENDA ITEM #4

AMENDMENTS TO AGENDA

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AGENDA ITEM #5

APPROVAL OF MINUTES OF JANUARY 9, 2013

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS
777 North Capitol Street, N.E.
Washington, D.C. 20002

MINUTES

Board of Directors Meeting
COG Board Room

January 9, 2013

BOARD MEMBERS, ALTERNATES, AND OTHER PARTICIPANTS

PRESENT AND NOT PRESENT:

See attached chart for attendance.

STAFF:

Chuck Bean, Executive Director
Sharon Pandak, General Counsel
Nicole Hange, Government Relations Coordinator
Paul Beriault, Chief Financial Officer

1. CALL TO ORDER AND PLEDGE OF ALLEGIANCE

Chairman Principi called the meeting to order at 12:00 p.m. and led those present in the Pledge of Allegiance.

2. CHAIRMAN'S ANNOUNCEMENTS

The Chairman led the Board in a moment of Silence in Remembrance of Newtown Victims.

3. EXECUTIVE DIRECTOR'S REPORT

Supplemental documents: Outreach/Committee Updates Report, COG Media Report

The new Executive Director's printed report now integrates the outreach and media report as well as the calendar of events.

Additionally, there is a new feature entitled the "Heart of COG." It is an opportunity to recognize COG's talented staff and show how their work benefits you and your community. This month we are highlighting Sunil Kumar, a senior environmental planner who has been with COG for over 10 years.

Mr. Bean's goal over the next year is to visit each of our 22 jurisdictions, not only to present before the governing bodies, but for site visits similar to his tour of the air quality monitoring station with Sunil. He will be working with staff to identify and schedule these "field trips," and welcomes recommendations and participation.

In response to many requests for regular updates of COG's various policy boards and committees, there is now a section of the ED report dedicated to committee work. This new section will not only provide

this Board with greater awareness of committee activity but will also foster greater alignment of our work.

Related, COG continues to track fiscal cliff negotiations and regularly updates our webpage as new developments and analyses occur. The website is www.mwcog.org/fiscalcliff.

Additionally, related to letters sent/received, Mr. Bean highlighted a letter from the State Corporation Commission noting that a formal investigation of the 911 outages has been opened and COG's report has been filed as comments with the SCC.

4. AMENDMENTS TO AGENDA

There were no amendments to the Agenda.

5. APPROVAL OF MINUTES

The minutes of the November 14, 2012, Board Meeting were approved.

6. ADOPTION OF CONSENT AGENDA ITEMS

Supplemental documents: Resolutions R01-13 through R03-13 and R06-13

A. RESOLUTION AUTHORIZING THE EXECUTION OF A MEMORANDUM OF UNDERSTANDING WITH THE MARYLAND DEPARTMENT OF NATURAL RESOURCES FOR ANACOSTIA RIVER WATERSHED REFORESTATION-RELATED SERVICES

The Board adopted Resolution R01-13, which authorizes the Executive Director to execute a Memorandum of Understanding with the Maryland Department of Natural Resources (MDDNR) in an amount not to exceed \$25,000 for Anacostia reforestation-related support services. The project duration is five months. No COG matching funds are required.

B. RESOLUTION AUTHORIZING THE APPLICATION FOR AND EXPENDITURE OF FUNDING FROM THE EPA'S ENVIRONMENTAL EDUCATION REGIONAL MODEL GRANT TO INCREASE ENVIRONMENTAL KNOWLEDGE AND STEWARDSHIP

The Board adopted Resolution R02-13, which authorizes to so apply for grant funding and, if awarded, to expend up to \$167,609 from EPA Region III to develop and pilot the "Energy and Environment All-Star Program" in Prince George's County, Maryland. Twenty-five percent matching funds are required. In-kind matching funds will be provided by Prince George's County (\$32,882) and COG (\$23,357) from existing budgeted funds.

C. RESOLUTION AUTHORIZING AN ADDENDUM TO THE EMPLOYMENT AGREEMENT WITH THE EXECUTIVE DIRECTOR

On November 14, 2012, the Board of Directors appointed Chuck Bean as Executive Director of COG and authorized the Board Chairman to sign the three-year Employment Agreement with Mr. Bean. An addendum to the Employment Agreement was necessary in order to confirm Mr. Bean's enrollment in the COG Pension Plan. The Board adopted Resolution R03-13, which authorizes the

Board Chairman to sign the Addendum to confirm Mr. Bean's enrollment in the COG Pension Plan and to address any related issues.

D. RESOLUTION AUTHORIZING THE RECEIPT OF FUNDS FROM THE FEDERAL HIGHWAY ADMINISTRATION – EASTERN FEDERAL LANDS HIGHWAY DIVISION FOR CONDUCTING A TRAFFIC IMPACT STUDY ASSOCIATED WITH REHABILITATION OF THE ARLINGTON MEMORIAL BRIDGE

The Board adopted Resolution R06-13, which authorizes the receipt of funds in the amount of \$70,500 from the Federal Highway Administration – Eastern Federal Lands Highway Division to conduct a traffic impact study associated with the rehabilitation of the Arlington Memorial Bridge. The majority of the funds (70,000) are to be used for Transportation Planning Board (TPB) staff labor costs, and a smaller portion of the funds (\$500) will be used for direct expenses associated with this endeavor. No COG matching funds are required.

ACTION: Upon motion duly made and seconded, Resolutions R01-13 through R03-13 and R06-13.

7. REGIONAL ACTIVITY CENTER MAP ADOPTION

Arlington County Board Member Mary Hynes, who serves as the Chair of COG's Region Forward Coalition, and Albert Dobbins, Deputy Director, Prince George's County Planning, and Past Chair of the Planning Directors Technical Advisory Committee, presented the 2013 revised Activity Center maps.

The COG Board last adopted the regional activity centers in April 2007. Since that date, COG adopted *Region Forward*, which called on COG to update the activity centers by improving the integration of locally adopted land use plans and making the depiction of centers more aspirational by using criteria related to *Region Forward* rather than merely projecting future growth in population and jobs. The draft activity centers map was released for COG member and stakeholder comment by the Regional Forward Coalition in July 2012. Since that date, COG staff briefed each of COG's member governments and obtained additional input from several stakeholder organizations. The draft activity centers map was revised to incorporate COG member and other feedback.

The Activity Centers map update is a necessary step in the development of an upcoming Strategic Investment Plan currently underway by COG's Region Forward Coalition. By pointing out the specific elements (i.e., sidewalks, ground-level retail, fresh food, parks) that each Center is lacking or could improve upon, the Investment Plan will help local governments determine how best to use limited resources. The goal for this latest update was to make the Centers more broadly useful. To do so, more targeted and specific criteria were used to designate Centers. The new criteria are primarily based on targets in [COG's Region Forward vision](#) and the Centers were vetted by local government planning departments.

The 139 Centers are diverse in size and form; they include existing urban centers, traditional towns, transit hubs, as well as areas expecting future growth. For example, Georgetown and downtown Manassas are vibrant, walkable places already built out with a strong mix of housing and businesses.

While the Centers vary in scale and type, the basic concept behind them is the same: concentrate development in areas that will have the planning and infrastructure in place to support it. By focusing growth in Activity Centers, the region will improve connections between housing and jobs, reduce

environmental impact, and make a better use of limited funds. The Centers will also promote development around area transit such as Silver Line Metro stations in Northern Virginia and Green Line Metro stations in Prince George's County, Maryland. About two-thirds of Centers are or will be served by the region's rail transit network of Metrorail, commuter rail and light rail.

Supervisor Gross inquired into why Annandale was omitted, and Mr. DesJardin replied that he will consult with the Planning Directors and make amendments as necessary.

Council President Berliner asked for clarification about the inclusion of Olney and Kensington. Mr. DesJardin replied that those areas were added through consultation with the County Planning Department.

Supervisor Foust commented that the names for the Silver Line station areas in Fairfax County did not look correct. Mr. DesJardin responded that the Fairfax County Planning Director indicated that the names for those Centers were currently correct, but he stated that COG would work with the County staff to update the map when newer names become official.

Chairman York stated that he believed an Activity Center was not shown for the large development already underway near the intersections of Route 50 and Route 606. Mr. DesJardin responded that COG would work with County staff to review his concern.

Ms. Pandak made a recommendation that the Planning Directors Committee review each of these Centers relative to the approved criteria and inform the Board at a later date of their recommendations; this language will be added to the R04-13 resolution.

ACTION: Upon motion made, and seconded, resolution R04-13 was unanimously approved and adopted, as amended.

8. APPROVAL OF FY 2014 WORK PROGRAM AND BUDGET

The Executive Director presented a proposed FY 2014 (July 1, 2013 to June 30, 2014) Work Program and Budget to the COG Budget and Finance Committee, which met in October and November. The Committee recommended COG Board approval of the FY 2014 Work Program and Budget. The proposed FY 2014 budget was reviewed by the Chief Administrative Officers and sent to senior officials from each COG member government in November for additional review and comment.

Mr. Bean stated that the FY 2014 proposed budget responds to COG's Strategic Plan vision, including Region Forward and Economy Forward--our highest priorities, and is fiscally conservative and highly leverages your membership contributions.

Additionally, two new priorities have been added, implementation of Economy Forward and membership services and advocacy. Economy Forward is deliberately pro-active, anticipating and taking action now to adapt to the opportunities created by changing national forces affecting our economy. And the proposed budget contains a significant funding allocation for new products for our members, much more focused and active advocacy.

COG is a membership association providing exceptional value for your contributions—14% is matched six times by federal and state grants, foundation grants, and other funding sources. For FY 2014, a per

capita fee of 70 cents is incorporated into the budget proposal. The increases in FY 2013 and FY 2014 for any member are capped at 5%, to insure fairness to our rapidly growing member jurisdictions.

ACTION: Upon motion duly made and seconded, the Board adopted Resolution R05-13, accepting the FY 2014 Work Program and Budget as presented.

9. ADOPTION OF 2013 LEGISLATIVE PRIORITIES

Enhancing COG's legislative priorities and strengthening relationships with state and federal elected officials continues to be a focus of COG Board leadership and COG staff. Staff has worked with COG's policy committees and the Legislative Committee to draft the region's 2013 legislative platform. The COG Board reviewed and approved an enhanced advocacy and communications strategy for 2013.

Nicole Hange presented the proposed 2013 Legislative Priorities. This year's priority areas of increased transportation funding, energy efficiency and productivity, and water quality protection were identified the Legislative Committee during its two meetings in fall. Two additional priorities were proposed--sequestration and workforce development. Staff recommends that sequestration be handled as a stand-alone and that the Region Forward Coalition be tasked with developing policy recommendations on workforce development.

This year's priorities are consistent with the Board's wish to do fewer things better. While certainly the three legislative priorities are not inclusive of all of the issues COG works on, they are those behind which all of our advocacy efforts will go. Staff has developed a robust communication and advocacy strategy, which includes partnerships with our state and national associations, and leverages the significant expertise of our members. We will be unable to accomplish our goal, if we do not better utilize the tremendous resources at our disposal--our members.

Give the recent gun-related violence in Connecticut, Council Member David Snyder expressed his concern that COG has not included gun violence in the proposed priorities. Ms. Hange explained that there is a process by which legislative policies are developed, usually generated from a policy committee but recalled that there may have been historical positions taken by the Board.

The Board directed that staff provide historical information on prior COG Board positions on gun violence at its next meeting. The Board will decide next steps at that time.

ACTION: Upon motion made, and seconded, COG's 2013 Legislative Priorities were unanimously approved and adopted.

10. ELECTION OF COG BOARD OFFICERS

Chairman Principi chaired the Nominating Committee for both COG corporate and COG Board officers for 2012. Corporate officers were elected at the COG Annual Membership and Awards Luncheon on December 12, 2012. Chairman Principi called for approval of the proposed slate of COG Board officers for 2013, which included Chairwoman Karen Young, Vice Chairman Phil Mendelson, and Vice Chairman William Euille. The Board then unanimously approved the election of the slate of 2013 officers.

Chairman Principi turned the meeting over to new Chairwoman Karen Young.

11. RECOGNITION OF THE IMMEDIATE PAST CHAIRMAN

Chairwoman Young recognized and thanked 2012 COG Board Chairman Principi for his leadership and noted his leadership in shepherding several important Board actions including response to the Derecho Storm and Economy Forward. Ms. Young then presented Mr. Principi with a token of appreciation.

12. APPOINTMENT OF 2013 POLICY COMMITTEE LEADERSHIP

Chairwoman Young recommended the appointment of 2013 leadership for COG policy advisory committees, public-private partnerships, and administrative committees as shown in the appended chart.

13. OTHER BUSINESS

There was no further business to come before this Board.

14. ADJOURNMENT

Upon motion duly made and seconded, the meeting was adjourned at 2:30 p.m. The next meeting will be held on February 13, 2013.

THE NEXT BOARD MEETING WILL BE HELD ON WEDNESDAY, FEBRUARY 13, 2013.

BOARD OF DIRECTORS MEETING ATTENDANCE – January 9, 2013

Jurisdiction	Member	Y/N	Alternate	Y/N
<i>District of Columbia</i>				
Executive	Hon. Vincent Gray	N	Christopher Murphy	N
	Mr. Allen Lew	N	Warren Graves	Y
Council	Hon. Phil Mendelson (Vice Chair)	Y		
	Hon. Michael Brown	N		
<i>Maryland</i>				
Bowie	Hon. G. Frederick Robinson	N	Hon. Dennis Brady	N
Charles County	Hon. Reuben Collins	Y		
City of Frederick	Hon. Karen Young (Vice Chair)	Y	Hon. Randy McClement	N
Frederick County	Hon. David Gray	Y	Hon. Blaine Young	N
College Park	Hon. Andrew Fellows	N	Hon. Robert Catlin	N
Gaithersburg	Hon. Sidney Katz	N	Hon. Cathy Drzyzgula	Y
Greenbelt	Hon. Judith “J” Davis	N	Hon. Emmett Jordan	Y
Montgomery County				
Executive Council	Hon. Isiah Leggett	N	Mr. Tim Firestine	N
	Hon. Roger Berliner	Y		
	Hon. Valerie Ervin	N		
Prince George’s County				
Executive Council	Hon. Rushern Baker	N	Mr. Bradford Seamon	Y
	Hon. Karen Toles	N		
	Hon. Andrea Harrison	N		
Rockville	Hon. Phyllis Marcuccio	N		
Takoma Park	Hon. Bruce Williams	N	Hon. Terry Seamens	Y
Maryland General Assembly	Hon. Galen Clagett	N		
<i>Virginia</i>				
Alexandria	Hon. William Euille	Y	Hon. Redella Pepper	N
Arlington County	Hon. Walter Tejada	Y	Hon. Jay Fisette	N
City of Fairfax	Hon. Dan Drummond	N	Hon. Jeffrey Greenfield	N
Fairfax County	Hon. Sharon Bulova	Y	Hon. Catherine Hudgins	N
	Hon. Penelope A. Gross	Y	Hon. Patrick Herrity	N
	Hon. John Foust	Y	Hon. Michael Frey	N
Falls Church	Hon. Nader Baroukh	N	Hon. David Snyder	Y
Loudoun County	Hon. Matt Letourneau	Y		
Loudoun County	Hon. Scott York	Y		
Manassas	Hon. Jonathan Way	Y		
Manassas Park	Hon. Suhas Naddoni	N	Hon. Frank Jones	N
Prince William County	Hon. Frank Principi (Chair)	Y		
	Hon. Pete Candland	N		
Virginia General Assembly	Hon. James M. Scott	N		



AGENDA ITEM #6

ADOPTION OF CONSENT AGENDA ITEMS

**METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS
777 North Capitol Street, N.E.
Washington, D.C. 20002-4290**

APPROVAL OF PHASE 2 RENOVATIONS TO FIRST FLOOR CONFERENCE ROOMS

WHEREAS, the Metropolitan Washington Council of Governments (COG) owns a number of conference rooms on the first floor that serve as host to multiple policy and technical committees, and special events; and

WHEREAS, the conference rooms require periodic maintenance in order to maintain a professional appearance; and

WHEREAS, COG management developed a 3-year phased renovation of the conference rooms and has identified the project as Conference Room Facility Renovations in the Capital Repair and Replacement Plan, which was approved by the COG Board of Directors for FY2012, FY2013, and FY2014;

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF
THE METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS THAT**

The Executive Director, or his designee, is hereby authorized to enter into contracts not to exceed \$90,000 with selected contractors as chosen through COG's Cooperative Purchasing Program to perform the required phase two renovations to the first floor conference rooms.

**METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS
777 North Capitol Street, N.W.
Washington, D.C. 20002**

RESOLUTION AUTHORIZING SIGNATURES FOR PENSION PLAN DOCUMENTS

WHEREAS, SunTrust, as Trustee for the COG Pension Plan, requires a Board resolution to designate authorized signers for the purpose of authorizing transactions for the Pension Plan on behalf of the Metropolitan Washington Council of Governments ("COG"); and

WHEREAS, the COG Board of Directors is willing to authorize the Executive Director to authorize transactions approved by or made pursuant to the decisions of the COG Pension Plan Administrative Committee;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS THAT:

Resolved, that the Executive Director hereby is authorized on behalf of COG to sign and to designate authorized signers of COG for the purpose of authorizing cash transactions, including ACH and wire transfer, providing investment management direction for investment management accounts, appointing investment managers for custodial accounts, signing and take other actions on behalf of COG with respect to trust and other agreements entered into by COG which are approved by or made pursuant to the decisions of the COG Pension Plan Administrative Committee, and such other authority as may be granted in documents specified by SunTrust Bank, its successors and assigns ("SunTrust") in accordance with the approval of the Pension Plan Administrative Committee, by making, executing and delivering in the name of and on behalf of the COG, under its corporate seal or otherwise, from time to time such agreements, documents or instruments deemed reasonable or necessary to accomplish the decisions of the COG Pension Plan Committee; and be it

Further resolved, that all actions heretofore taken by the Executive Director in providing such authorized signer authority on behalf of COG and in the exercise of the authority and powers herein granted are hereby ratified, adopted and confirmed, and COG shall be bound by the terms and conditions of said documents, agreements, and instruments as entered into and amended from time to time by authorized signers appointed by Executive Director; and be it

Finally resolved, that the custodian of the records of COG is authorized and directed to furnish SunTrust with a certified copy of this resolution, which resolution shall continue in full force and effect until written notice of the rescission or modification of the same has been received by SunTrust, and to furnish SunTrust the names and specimen signatures of the officer(s) named herein, and such persons from time to time holding the above positions, herewith and/or on SunTrust's usual form of signature card.

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AGENDA ITEM #7

APPROVAL OF 2013 COG BOARD WORKPLAN



Metropolitan Washington Council of Governments 2013 Board of Directors Work Plan [proposed]

22 JURISDICTIONS 5+ MILLION PEOPLE 300 ELECTED OFFICIALS

Key Elements of the 2013 Work Plan

REGION FORWARD 2.0

In 2010, the Council of Governments approved *Region Forward*, our vision for a more prosperous, accessible, livable, and sustainable metropolitan Washington. In 2013, Board and staff will focus on propelling Region Forward to its next phase by aligning everything we do – our communications, programs, and governance – through the *Region Forward* framework.

ECONOMY FORWARD IMPLEMENTATION

Economy Forward is a five point plan to strengthen the region's economy amid major changes in federal spending. It brings together a range of interrelated areas including transportation, activity centers, and workforce development.

MEMBER ENGAGEMENT

Membership is the lifeblood of any association, particularly for the Council of Governments. Building a strong sense of community and harnessing the collective intelligence of our members is critical to our future success.

STRONGER STATE & FEDERAL ALLIANCE

Strengthening COG's relationship with state and federal legislators continues to be a priority for the COG Board. We cannot achieve our Region Forward vision without an equal commitment from, and strong alliance with, state and federal governments.

ONE REGION **MOVING FORWARD**



> REGION FORWARD 2.0

In 2010, the Council of Governments approved *Region Forward*, our vision for a more prosperous, accessible, livable, and sustainable metropolitan Washington. All COG member local governments, along with several civic and nonprofit partners endorsed this vision. In 2013, Board and staff will focus on propelling *Region Forward* to its next phase by aligning everything we do – our communications, programs, and governance – through the *Region Forward* framework.

- **Positioning Region Forward:** *Region Forward* aligns COG's many programs, including transportation, the environment, planning, public safety and health, but there are opportunities to better promote our vision. WMATA recently embedded *Region Forward* into its own strategic plans. Board and staff will build on this example to better engage business, nonprofit, thought leaders, and the media about our vision, goals, and objectives and seek additional key regional partners' strong support of *Region Forward*. In January 2013, an updated *Region Forward* website and blog was launched to improve and expand online and social media outreach. (The site averages 1,000 views a month.) In addition, publications and presentations will focus on explaining *Region Forward's* central role in our work.
- **Strategic re-alignment:** Taking *Region Forward* to the next level will require greater collaboration amongst COG's departments, policy boards and committees. To foster this collaboration the Board will receive regular committee briefings that highlight and promote synergies and integration.
- **Governance:** An ad-hoc Board committee will conduct a deeper examination of COG's committee structure and potential changes to align COG's structure to more comprehensively advance *Region Forward*.

> ECONOMY FORWARD IMPLEMENTATION

Economy Forward identified 5 key actions to strengthen the region's economy amid major changes in federal spending. It refocuses some of COG's existing regional projects and provides new activities to enhance the regional economy. Three of these projects, a new Federal-Regional Liaison, an Activity Center Strategic Investment Plan, and a Regional Transportation Priorities Plan, are currently underway. Two other projects, Industry and Labor Market Analysis and a Regional Brand, will be launched in late 2013 and early 2014, respectively.

- **Federal-Regional Partnership:** Staff will continue to engage David Agnew, Senior Advisor to the President and Director of Intergovernmental Relations, who has expressed an interest and willingness in strengthening the Administration's partnership with COG. COG will convene senior Administration and regional officials to discuss current and future needs, including the impact of sequestration on the region's economy.
- **Transportation Investment Plan:** This summer, the TPB will release a Regional Transportation Priorities Plan identifying top priority transportation projects and critically, the specific funding sources to make the projects a reality. The COG Board will be briefed on the report's findings, identify opportunities for joint TPB-COG Board promotion, and will use it to inform 2014 Legislative Priorities.
- **Activity Centers:** The recently approved Activity Centers Map will form the basis of the Activity Center Strategic Investment Plan, which aims to position these places for more strategic use of public and private sector investment, while helping to advance the goals in *Region Forward*. The Board will be briefed on the Plan this Spring and take an active role in its promotion, specifically showcasing how each of the region's 22 member jurisdictions can use the Plan as a tool to improve their individual economic competitiveness.
- **Workforce Development:** The *Region Forward* Coalition will conduct an industry and labor market analysis to identify current and projected workforce demands by sector, including the skill sets needed to fill these positions, and assess whether training and workforce development programs are adequately preparing workers for these jobs.

> MEMBER ENGAGEMENT

Membership is the lifeblood of any association or alliance, particularly for the Council of Governments. Building a strong sense of community and harnessing the collective intelligence of our members is critical to COG's future success.

- **Board Members:** Meetings of the Board will be more interactive and engaging in 2013, providing members with greater opportunities for peer learning and exchange. Staff presentations will scaled back and active participation by members will be sought. For example, members engaged in the state and national associations, not staff, will be asked to brief the Board on legislative activities.
- **Member Governments:** Staff visits to each of COG's 22 member counties and cities will enable us to better understand the challenges and opportunities facing our member communities, their philosophies and how COG can better support and advance local priorities. COG will also identify opportunities to expand the regional cooperative purchasing program and provide additional cost savings to our jurisdictions.
- **Other Member Officials and Staff:** COG will continue to streamline and align the work of our many peer groups. From the Chief Purchasing Officers to the Health Officers to the Emergency Managers, peer groups will be realigned to help advance the policy goals of COG. Additionally, COG will launch a new website and association management tools by the middle of 2013 that will dramatically improve accessibility to committee pages, publications and will facilitate opportunities for electronic peer exchange.

> STRONGER STATE AND FEDERAL ALLIANCE

Strengthening COG's relationship with state and federal legislators continues to be a priority for the COG Board. We cannot achieve our *Region Forward* vision without an equal commitment from, and strong alliance with, state and federal governments. COG will continue to advocate the priorities of our region through outreach to state and federal leaders. We will aggressively implement a multi-pronged communication strategy that includes the use of email, newsletters, website and social media to communicate our positions. Issue-focused one-on-one meetings, as well as small group meetings with legislators are critical for establishing COG as a legitimate player.

- **Congressional Delegation:** We will renew efforts to work more closely with the region's Congressional delegation and hold regular meetings with their staff as federal activity on sequestration, transportation funding, and environmental protection continue to pose significant implications for the region. Additionally, COG will, over the course of the year, invite members of Congress to make presentations to the Board either on proposed legislation of regional significance or opportunities for collaboration with COG.
- **Executive Branch:** Modeled after our enhanced cooperation with OPM, COG will strategically and assertively engage federal agencies, like the GSA, EPA, DOT, and OMB to advance the region's legislative priorities. We will also identify opportunities for COG Board engagement and collaboration. The White House Office of Intergovernmental Relations will continue to be central to our federal outreach strategy.
- **State Legislators:** Many of our Board members hold significant leadership positions with key state and national associations (e.g., MML, NARC, VACO). We will better leverage the knowledge of our Board members and their connections with state and national associations. The composition and mission of the Legislative Committee will be revisited to ensure we are maximizing its potential.



AGENDA ITEM #8

APPROVAL OF DRAFT ROUND 8.2 COOPERATIVE FORECASTS

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS
777 North Capitol Street, N.E.
Washington, D.C. 20002

**RESOLUTION APPROVING THE DRAFT ROUND 8.2 COOPERATIVE FORECASTS
OF POPULATION, HOUSEHOLDS, AND EMPLOYMENT FOR USE IN THE AIR QUALITY CONFORMITY
ANALYSIS OF THE 2013 FINANCIALLY CONSTRAINED LONG RANGE TRANSPORTATION PLAN (CLRP)
AND THE FY2013-2018 TRANSPORTATION IMPROVEMENT PROGRAM (TIP)**

WHEREAS, on September 10, 1975, the Board of Directors of the Metropolitan Washington Council of Governments (hereinafter called the Council) authorized the development of a Cooperative Forecasting Program as a component of the Metropolitan Growth Policy Program; and

WHEREAS, the purpose of this Program is to provide current forecasts of population, households, and employment growth and change for use in metropolitan planning programs, including the Water Resources, Transportation Planning, Air Quality, Energy Resources, Metropolitan Development and Housing Programs; and

WHEREAS, the Cooperative Forecasting and Data Subcommittee of the Planning Directors Technical Advisory Committee has been actively engaged during the past year in developing the second update to the 8th major series of forecasts based on current regional development trends and new national and regional economic and demographic estimates, as the basis for further study of land use/transportation relationships to comply with Federal regulations implementing the Clean Air Act Amendments and Moving Ahead for Progress in the 21st Century (MAP-21); and

WHEREAS, the Cooperative Forecasting Program has involved the active participation of the Council's participating governments, as well as Anne Arundel, Carroll and Howard counties and the Tri-County Council for Southern Maryland, which have provided local population, household, and employment forecasts, documentation of methodology and assumptions upon which the forecasts are based, and related analyses for use in the process, and has involved full participation of the Baltimore Metropolitan Council, Fredericksburg Area Metropolitan Planning Organization, the Maryland Office of Planning, and the National Capital Planning Commission; and

WHEREAS, to further enhance coordination between regional land use and transportation planning, on February 12, 2003 COG adopted Resolution R8-03, which recommends that approval of each round of the Cooperative Forecasts should occur concurrently with the completion of the National Capital Region Transportation Planning Board's (TPB) Air Quality Conformity Analysis of the Transportation Improvement Program (TIP) and the Financially-Constrained Long Range Plan (CLRP); and

WHEREAS, on January 18, 2013, the Planning Directors Technical Advisory Committee recommended the draft Round 8 Cooperative Forecasts for use in this year's Air Quality Conformity Analysis of the FY 2013-2018 TIP and the 2013 CLRP;

NOW, THEREFORE, BE IT RESOLVED BY THE COG BOARD OF DIRECTORS THAT

1. The Board hereby approves the Round 8.2 Forecasts attached as part of this Resolution;
and
2. The Board charges the Region Forward Coalition and the Planning Directors Technical Advisory Committee with monitoring the Round 8.2 Cooperative Forecasts to identify any potential changes in assumptions about land use, transportation, and the region's economy and to modify the Round 8.2 Cooperative Forecasts as necessary.

Summary of Intermediate Employment Forecasts
Round 8.2 Cooperative Forecasts
(Thousands)

**DRAFT COG Board of
Directors February 13,
2013**

JURISDICTION	2010	2015	2020	2025	2030	2035	2040	2010 to 2040	
								Number	% Change
District of Columbia	783.5	812.9	865.7	902.6	929.6	955.8	982.6	199.2	25.4%
Arlington County	223.3	247.5	276.3	292.1	303.0	306.0	308.8	85.5	38.3%
City of Alexandria	106.0	115.0	124.4	134.8	146.6	159.9	174.2	68.2	64.3%
Central Jurisdictions	1,112.8	1,175.5	1,266.4	1,329.6	1,379.3	1,421.6	1,465.7	352.9	31.7%
Montgomery County	510.3	532.0	564.4	598.8	635.3	674.0	715.1	204.8	40.1%
Rockville (1)	73.7	76.3	80.2	85.6	94.0	100.0	105.7	31.9	43.3%
Gaithersburg (1)	49.1	52.8	55.3	59.4	64.3	69.3	74.5	25.5	51.9%
Prince George's County	342.6	357.0	377.9	403.1	427.5	457.3	497.7	155.1	45.3%
Fairfax County (2) ***	622.9	671.1	737.4	784.0	823.7	855.6	886.1	263.2	42.3%
City of Fairfax	20.4	20.8	21.9	22.8	23.7	24.6	25.6	5.2	25.5%
City of Falls Church	11.4	12.0	14.3	16.2	17.6	18.0	18.3	6.9	60.5%
Inner Suburbs	1,507.6	1,592.9	1,715.8	1,825.0	1,927.8	2,029.5	2,142.8	635.2	42.1%
Loudoun County	143.7	161.8	197.6	227.0	252.2	268.3	283.0	139.3	97.0%
Prince William County	115.4	134.8	155.3	174.8	195.9	217.8	240.8	125.4	108.6%
City of Manassas	23.6	24.0	26.2	27.7	29.2	30.7	32.2	8.6	36.5%
City of Manassas Park	4.5	4.6	4.7	4.8	4.9	5.0	5.1	0.6	12.6%
Calvert County (3)	35.2	41.1	44.5	46.3	47.2	48.1	49.0	13.8	39.2%
Charles County	62.2	68.4	71.7	74.7	77.5	80.3	83.1	20.9	33.6%
Frederick County	98.7	99.4	103.9	107.3	109.8	112.3	114.9	16.2	16.4%
Stafford County (4)	46.9	52.2	57.5	63.8	70.2	77.2	84.1	37.2	79.3%
Outer Suburbs	530.3	586.3	661.4	726.4	786.9	839.6	892.3	362.0	68.3%
MSA (1983) REGIONAL TOTAL	3,150.6	3,354.6	3,643.6	3,881.0	4,094.0	4,290.8	4,500.7	1,350.1	42.9%

(1) Included in Montgomery County total.

(2) Forecasts for all years include Fairfax County Government employees working at the Fairfax County Public Safety Center.

(3) Projections from 2010 to 2030 prepared by the Maryland Department of Planning, February 2009.

(4) Source: GWRC/FAMPO Long-Range Transportation Plan Update Control Estimates and Forecasts, January 23, 2012.

Summary of Intermediate Population Forecasts
Round 8.2 Cooperative Forecasts
(Thousands)

**DRAFT COG Board of
Directors February 13,
2013**

JURISDICTION	2010	2015	2020	2025	2030	2035	2040	2010 to 2040	
								Number	% Change
District of Columbia	601.7	653.9	676.3	701.6	722.8	741.2	771.2	169.4	28.2%
Arlington County	207.6	222.9	236.1	248.7	258.8	266.4	276.1	68.5	33.0%
City of Alexandria	140.0	148.2	156.9	165.8	174.7	184.1	193.4	53.5	38.2%
Central Jurisdictions	949.3	1,024.9	1,069.3	1,116.0	1,156.2	1,191.6	1,240.7	291.4	30.7%
Montgomery County	975.4	1,018.4	1,063.2	1,108.5	1,150.9	1,187.1	1,217.4	242.0	24.8%
Rockville (1)	61.2	64.0	68.4	71.9	75.6	79.3	82.7	21.5	35.1%
Gaithersburg (1)	59.9	66.7	70.2	73.4	77.4	81.2	85.0	25.0	41.8%
Prince George's County	863.4	881.4	899.7	926.7	950.0	972.9	995.3	131.9	15.3%
Fairfax County (2)	1,081.0	1,116.4	1,153.5	1,212.5	1,265.6	1,317.6	1,369.0	288.0	26.6%
City of Fairfax	22.7	24.7	25.9	26.4	26.9	27.4	27.9	5.2	22.7%
City of Falls Church	12.3	13.1	14.2	15.5	16.4	17.0	17.3	5.0	40.3%
Inner Suburbs	2,954.9	3,054.0	3,156.5	3,289.6	3,409.9	3,522.0	3,626.9	672.0	22.7%
Loudoun County	312.3	360.0	404.9	441.6	462.4	475.8	482.8	170.5	54.6%
Prince William County	402.0	452.4	494.1	529.9	561.1	587.5	609.5	207.5	51.6%
City of Manassas	37.8	39.1	41.6	43.1	44.6	46.1	47.5	9.7	25.7%
City of Manassas Park	14.3	14.3	15.9	15.9	15.9	15.9	15.9	1.6	11.1%
Calvert County (3)	91.7	96.5	100.5	103.3	105.1	107.0	108.9	17.1	18.7%
Charles County (3)	146.6	157.3	174.4	190.7	202.2	212.3	220.9	74.3	50.7%
Frederick County	233.4	240.4	254.6	275.1	294.9	311.7	327.0	93.6	40.1%
Stafford County (4)	128.9	149.4	169.8	191.2	212.7	232.3	251.8	122.9	95.3%
Outer Suburbs	1,367.0	1,509.4	1,655.5	1,790.7	1,898.8	1,988.5	2,064.3	697.3	51.0%
MSA (1983) REGIONAL TOTAL	5,271.2	5,588.2	5,881.3	6,196.3	6,464.9	6,702.1	6,931.9	1,660.7	31.5%

(1) Included in Montgomery County total.

(2) Forecasts for all years include Fairfax County group quarters population at the Fairfax County Public Safety Center.

(3) Projections from 2015 to 2040 prepared by the Maryland Department of Planning, Historical and Projected Total Population, March 2012.

(4) Source: GWRC/FAMPO Long-Range Transportation Plan Update Control Estimates and Forecasts, January 23, 2012.

Summary of Intermediate Household Forecasts
Round 8.2 Cooperative Forecasts
(Thousands)

**DRAFT COG Board of
Directors February 13,
2013**

JURISDICTION	2010	2015	2020	2025	2030	2035	2040	2010 to 2040	
								Number	% Change
District of Columbia	266.7	287.6	298.1	310.0	318.3	326.4	339.9	73.2	27.4%
Arlington County	98.1	105.7	112.2	117.3	121.4	124.4	128.6	30.6	31.2%
City of Alexandria	68.1	72.0	76.3	80.6	84.9	89.5	94.1	26.0	38.2%
Central Jurisdictions	432.8	465.4	486.6	507.9	524.6	540.3	562.5	129.7	30.0%
Montgomery County	357.1	375.8	396.9	416.1	435.1	449.1	460.3	103.2	28.9%
Rockville (1)	25.2	26.5	28.6	30.3	32.0	33.7	35.4	10.2	40.3%
Gaithersburg (1)	22.0	24.5	25.7	27.1	28.8	30.6	32.3	10.3	47.0%
Prince George's County	304.0	323.4	336.4	348.6	359.9	370.1	379.3	75.3	24.8%
Fairfax County	386.1	397.5	413.7	438.8	461.4	483.5	505.3	119.2	30.9%
City of Fairfax	8.4	9.2	9.7	9.9	10.0	10.2	10.3	1.9	22.4%
City of Falls Church	5.1	5.5	6.2	6.9	7.4	7.7	7.9	2.8	54.9%
Inner Suburbs	1,060.8	1,111.3	1,162.9	1,220.3	1,273.8	1,320.6	1,363.1	302.3	28.5%
Loudoun County	104.6	120.2	135.4	148.5	156.5	161.9	164.4	59.8	57.1%
Prince William County	130.8	148.5	164.0	177.9	189.7	199.7	207.8	77.0	58.9%
City of Manassas	12.5	13.1	14.3	15.0	15.7	16.4	17.1	4.6	36.5%
City of Manassas Park	4.5	4.5	5.0	5.0	5.0	5.0	5.0	0.5	11.7%
Calvert County (2)	32.0	34.3	36.0	37.4	38.3	39.3	40.3	8.3	25.8%
Charles County (2)	51.2	55.6	62.5	69.5	74.4	78.7	82.1	30.8	60.2%
Frederick County	84.8	87.5	92.7	100.3	107.7	113.9	119.6	34.8	41.0%
Stafford County (3)	41.8	49.6	57.4	65.4	73.4	80.5	87.7	45.9	109.9%
Outer Suburbs	462.2	513.3	567.4	618.9	660.7	695.4	723.9	261.6	56.6%
MSA (1983) REGIONAL TOTAL	1,955.9	2,090.0	2,216.9	2,347.1	2,459.1	2,556.3	2,649.5	693.7	35.5%

(1) Included in Montgomery County total.

(2) Projections from 2015 to 2040 prepared by the Maryland Department of Planning, Historical and Projected Households for Maryland's Jurisdictions, March 2012.

(3) Source: GWRC/FAMPO Long-Range Transportation Plan Update Control Estimates and Forecasts, January 23, 2012.

**Summary of Change between Employment Forecasts
Round 8.2 and Round 8.1 Cooperative Forecasts
(Thousands)**

JURISDICTION	2010	2015	2020	2025	2030	2035	2040
District of Columbia	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Arlington County	0.0	0.4	0.4	0.5	0.4	0.5	0.4
City of Alexandria	0.0	-1.2	1.8	-0.1	3.9	10.1	19.2
Central Jurisdictions	0.0	-0.9	2.2	0.4	4.3	10.6	19.7
Montgomery County	0.2	-10.0	-21.0	-34.4	-49.0	-40.4	-22.3
Rockville	-0.8	-4.6	-4.3	-7.7	-5.6	-2.2	0.0
Gaithersburg	-1.3	-2.1	-7.2	-7.7	-8.3	-10.3	-8.8
Prince George's County	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Fairfax County	-18.5	-10.4	-3.4	-3.4	0.1	3.6	6.5
City of Fairfax	-6.9	-7.9	-8.7	-9.6	-10.3	-11.1	-11.9
City of Falls Church	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Inner Suburbs	-25.2	-28.3	-33.0	-47.4	-59.2	-47.9	-27.7
Loudoun County	-0.1	-5.8	-8.9	-9.4	-5.0	-3.2	-2.5
Prince William County	0.0	0.0	0.0	0.0	0.0	0.0	0.0
City of Manassas	0.0	0.0	0.0	0.0	0.0	0.0	0.0
City of Manassas Park	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Calvert County	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Charles County	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Frederick County	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Stafford County	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Outer Suburbs	-0.1	-5.8	-8.9	-9.4	-5.0	-3.2	-2.5
MSA (1983) REGIONAL TOTAL	-25.3	-35.0	-39.6	-56.3	-59.9	-40.5	-10.5

**Summary of Change between Population Forecasts
Round 8.2 and Round 8.1 Cooperative Forecasts
(Thousands)**

JURISDICTION	2010	2015	2020	2025	2030	2035	2040
District of Columbia	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Arlington County	0.0	0.2	2.7	6.8	12.3	17.7	23.7
City of Alexandria	0.0	1.3	-0.1	0.1	2.4	2.3	4.1
Central Jurisdictions	0.0	1.5	2.7	6.9	14.8	20.0	27.8
Montgomery County	3.8	3.0	-2.2	-1.2	-3.1	1.6	13.8
Rockville	0.0	0.2	-0.7	-0.2	0.3	0.3	0.3
Gaithersburg	0.0	4.7	3.0	1.3	0.8	0.2	0.4
Prince George's County	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Fairfax County	24.6	22.2	6.3	17.3	33.5	54.2	87.7
City of Fairfax	0.0	0.8	1.1	1.2	1.2	1.3	1.3
City of Falls Church	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Inner Suburbs	28.4	26.0	5.2	17.3	31.6	57.0	102.8
Loudoun County	0.0	7.3	9.0	5.7	5.1	4.9	2.3
Prince William County	0.0	0.0	0.0	0.0	0.0	0.0	0.0
City of Manassas	0.0	0.0	0.0	0.0	0.0	0.0	0.0
City of Manassas Park	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Calvert County	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Charles County	2.0	-2.8	-1.6	-0.8	-0.4	-1.4	-4.0
Frederick County	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Stafford County	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Outer Suburbs	2.0	4.5	7.3	4.9	4.7	3.6	-1.7
MSA (1983) REGIONAL TOTAL	30.3	32.0	15.2	29.1	51.1	80.5	128.8

5-Feb-13

**Summary of Change between Population Forecasts
Round 8.2 and Round 8.1 Cooperative Forecasts
(Thousands)**

JURISDICTION	2010	2015	2020	2025	2030	2035	2040
District of Columbia	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Arlington County	0.0	0.2	2.7	6.8	12.3	17.7	23.7
City of Alexandria	0.0	1.3	-0.1	0.1	2.4	2.3	4.1
Central Jurisdictions	0.0	1.5	2.7	6.9	14.8	20.0	27.8
Montgomery County	3.8	3.0	-2.2	-1.2	-3.1	1.6	13.8
Rockville	0.0	0.2	-0.7	-0.2	0.3	0.3	0.3
Gaithersburg	0.0	4.7	3.0	1.3	0.8	0.2	0.4
Prince George's County	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Fairfax County	24.6	22.2	6.3	17.3	33.5	54.2	87.7
City of Fairfax	0.0	0.8	1.1	1.2	1.2	1.3	1.3
City of Falls Church	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Inner Suburbs	28.4	26.0	5.2	17.3	31.6	57.0	102.8
Loudoun County	0.0	7.3	9.0	5.7	5.1	4.9	2.3
Prince William County	0.0	0.0	0.0	0.0	0.0	0.0	0.0
City of Manassas	0.0	0.0	0.0	0.0	0.0	0.0	0.0
City of Manassas Park	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Calvert County	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Charles County	2.0	-2.8	-1.6	-0.8	-0.4	-1.4	-4.0
Frederick County	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Stafford County	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Outer Suburbs	2.0	4.5	7.3	4.9	4.7	3.6	-1.7
MSA (1983) REGIONAL TOTAL	30.3	32.0	15.2	29.1	51.1	80.5	128.8

5-Feb-13



AGENDA ITEM #9

FY 2012 SECOND QUARTER FISCAL REPORT

METROPOLITAN WASHINGTON  COUNCIL OF GOVERNMENTS

One Region Moving Forward

February 6, 2013

*District of Columbia
Bladensburg*
Bowie
Charles County
College Park
Frederick
Frederick County
Gaithersburg
Greenbelt
Montgomery County
Prince George's County
Rockville
Takoma Park
Alexandria
Arlington County
Fairfax
Fairfax County
Falls Church
Loudoun County
Manassas
Manassas Park
Prince William County*

To: **Board of Directors**

From: **Candice Kelly, Secretary-Treasurer
Chuck Bean, Executive Director
Paul Beriault, Chief Financial Officer**

Subject: **Fiscal Year 2013 Second Quarter Financial Report**

I am pleased to submit the second quarter (July through December) financial reports for fiscal year 2013. These reports show significant budgetary and fiscal developments that further strengthen COG's financial position and allow for the completion of this year's approved work program as well as meeting strategic goals.

Statement of Net Assets - Schedule 1

Cash at December 31, 2012 was \$6,451,207, which allows COG to meet its cash requirements for its financial obligations to vendors, exceeding the amount of \$3,235,227 for accounts payable by \$3,215,980.

For the fiscal year ended June 30, 2012, the audited unrestricted net reserve fund was \$8,763,649. The additional unrestricted net reserve for the six months from July 1 to December 31, 2012 is \$4,353,992. The reserve funds are invested in certificates of deposit and are laddered in maturities to meet liquidity and average rate of return requirements.

Statement of Revenue and Expenses - Schedule 2

COG's revenues for the six-month period exceeded expenses by \$4,353,992. This amount is expected to decrease throughout the remainder of the fiscal year. This is primarily due to certain revenues being fully reported in the first quarter, whereas the matching expenses (such as salaries) are incurred throughout the year.

Interest income from investments amounted to \$85,378 through the second quarter. The current average yield on the certificates of deposit is below 1.8%, which is a significant decrease from 3.7% just 18 months ago. We believe the investment policy of strictly investing in CD's should be reviewed in light of the substantial drop in earnings.

Comparative Project Budgets - Schedule 3

Total forecasted annual program revenues increased by \$121,720, up less than ½ % from the adopted work program budget. The reason for this change is due to recent developments.

Accounts Receivable Aging - Schedule 4

The accounts receivable balance as of December 31, 2012 was \$10,007,071, and is deemed fully collectible. There have been direct communications with all grantors related to invoices over 90 days in arrears; we believe the entire \$674,279 of over 90 day invoices are fully collectible.

777 North Capitol Street, NE, Suite 300, Washington, D.C. 20002
202.962.3200 (Phone) 202.962.3201 (Fax) 202.962.3213 (TDD)

Metropolitan Washington Council of Governments
Statement of Net Assets (Unaudited)
December 31, 2012

SCHEDULE 1

ASSETS

Cash	\$6,451,207
Investments	9,207,030
Accounts Receivable	10,007,071
Advances, Deposits and Prepaid Expenses	174,629
Furniture, Equipment and Leasehold Improvements (net)	480,303
TOTAL ASSETS	\$26,320,240

LIABILITIES AND NET ASSETS

Accounts Payable	\$3,235,227
Accrued Leave and Expenses	1,218,218
Deferred Revenue	2,047,250
Net Pension Obligation	687,847
Total Liabilities	7,188,542
 Net Assets	
Invested in Capital Assets and Capital Plans	730,303
Project Funds	5,283,754
Current Net Increase	4,353,992
Unrestricted General Funds	8,763,649
Total Net Assets	19,131,698
 TOTAL LIABILITIES AND NET ASSETS	\$26,320,240

**Metropolitan Washington Council of Governments
Statement of Revenue and Expenses (Unaudited)
Six Months Ended December 31, 2012**

SCHEDULE 2

<u>REVENUE</u>	PASS-THROUGH <u>AWARDS</u>	<u>COG ACTIVITY</u>	<u>TOTAL</u>
Federal and State Revenue	\$9,572,873	\$8,327,176	\$17,900,049
Local Revenue (Regional Funds and Other) *	0	2,653,292	2,653,292
Membership Assessments *	0	3,413,480	3,413,480
Other Revenue	0	664,000	664,000
Building * and Investment Income	0	595,378	595,378
TOTAL REVENUE	<u>9,572,873</u>	<u>15,653,326</u>	<u>25,226,199</u>
<u>EXPENSES</u>			
Salaries and Fringe Benefits	124,709	6,358,228	6,482,937
Direct Consultants/Contractors	566,152	1,456,167	2,022,319
Subawards and Pass-Through	8,848,781	142,037	8,990,818
Other Direct Costs	2,798	1,203,873	1,206,671
Indirect Costs	30,433	2,139,029	2,169,462
TOTAL EXPENSES	<u>9,572,873</u>	<u>11,299,334</u>	<u>20,872,207</u>
NET INCREASE	<u>\$0</u>	<u>\$4,353,992</u>	<u>\$4,353,992</u>

* Reported on non-accrual basis; includes all FY13 revenue

**Metropolitan Washington Council of Governments
 FY 2013 Adopted Budget Versus Revised Budget
 December 31, 2012**

SCHEDULE 3

<u>Program Area</u>	<u>Adopted Budget</u>	<u>Revised Budget</u>	<u>Increase (Decrease)</u>
<u>Transportation Programs</u>			
1.0 Transportation Planning	\$12,553,344	\$12,703,344	\$150,000
2.0 Commuter Connections Programs	5,373,000	5,274,000	-99,000
Subtotal	17,926,344	17,977,344	51,000
<u>Community Planning Services and Public Safety</u>			
3.0 Metropolitan Planning	416,000	416,000	0
4.0 Housing Opportunities	465,182	465,182	0
5.0 Child Welfare	340,890	340,890	0
6.0 Public Safety and Health	1,755,531	1,752,590	-2,941
Subtotal	2,977,603	2,974,662	-2,941
<u>Environmental Programs</u>			
7.0 Water Resources	2,997,769	3,110,066	112,297
8.0 Environmental Resources	994,345	930,709	-63,636
9.0 Air Quality Planning	1,332,224	1,357,224	25,000
Subtotal	5,324,338	5,397,999	73,661
<u>Direct Services to Local and State Governments</u>			
10.0 Direct Services to Local and State Governments	635,194	635,194	0
Total	\$26,863,479	\$26,985,199	\$121,720

**Metropolitan Washington Council of Governments
Accounts Receivable Aging Schedule (Unaudited)
December 31, 2012**

SCHEDULE 4

Department	Current	31 to 60	61 to 90	Over 90	Balance Due
<u>Transportation</u>					
Transportation Programs	\$4,405,089	\$461,663	\$938,269	\$627,229	\$6,432,250
Total	4,405,089	461,663	938,269	627,229	6,432,250
<u>Environmental</u>					
UASI	107,908	23,458	0	9,072	140,438
Environmental Programs	763,932	602,037	0	37,760	1,403,729
Total	871,840	625,495	0	46,832	1,544,167
<u>Public Safety and Health</u>					
UASI	1,464,741	244,512	985	218	1,710,456
Public Safety & Health Programs	37,790	100,328	73,355	0	211,473
Total	1,502,531	344,840	74,340	218	1,921,929
<u>Other Services</u>					
Administrative/Other	108,725	0	0	0	108,724
Total	108,725	0	0	0	108,724
Grand Total	\$6,888,185	\$1,431,998	\$1,012,609	\$674,278	\$10,007,071

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AGENDA ITEM #10

NOTICE TO AMEND BYLAWS AND RULES OF PROCEDURE

DRAFT

January 23, 2013

Proposed AGENDA - February 13, 2012

TO: BOARD OF DIRECTORS

**FROM: SHARON E. PANDAK
General Counsel**

**LISA ROBERTSON
Senior Associate to General Counsel**

**RE: PROPOSED AMENDMENTS TO BY-LAWS TO CONFORM
WITH THE REQUIREMENTS OF THE D.C. NONPROFIT
CORPORATIONS ACT OF 2010**

CONFIDENTIAL
**This document
shall not be copied
or released without
consulting the
General Counsel**

- District of Columbia
- Bladensburg*
- Bowie
- Charles County
- College Park
- Frederick
- Frederick County
- Gaithersburg
- Greenbelt
- Montgomery County
- Prince George's County
- Rockville
- Takoma Park
- Alexandria
- Arlington County
- Fairfax
- Fairfax County
- Falls Church
- Loudoun County
- Manassas
- Manassas Park
- Prince William County

*Adjunct Member

We recently reviewed COG's By-laws and Rules of Procedures, to determine whether it is necessary to amend them as a result of the **D.C. Nonprofit Corporations Act of 2010 ("NCA")**. We have concluded that the Board of Directors is well-advised to consider several amendments, for the reasons set forth below. This matter is before the Board at its February Meeting for informational purposes, and then as an Action Item for the Board's March 2013 Meeting.

PROPOSED BY-LAWS CHANGES

The NCA amended and updated D.C.'s laws regulating the formation and operation of nonprofit organizations. On or before January 1, 2014, all nonprofits formed prior to 1962 (such as COG) are required to (i) file a notice with the Mayor, including its Articles of Incorporation and the names and addresses (street and mailing addresses) of current officers and directors, and (ii) operate in compliance with the NCA.

We have identified provisions of the COG By-laws that appear inconsistent with the requirements of the NCA (*see **Attachment A*** to this memorandum, a mark-up of the current By-laws). A summary description follows, below. **In recommending changes we have endeavored to keep the substance of the current By-Laws in order to expedite conformance. The Board certainly can make substantive changes at a later time(s).**

DETAILED ANALYSIS OF BYLAWS CHANGES

GEOGRAPHIC AREAS SERVED (Sec. 2.00)

Currently, **Sec. 2.00** mixes references to the geographic limitations on participation in COG with references to the distinctions between “membership” and “adjunct participation”. We recommend that **Sec. 2.00** address only geographic criteria, and that references to the practical distinctions between “membership” and “adjunct participation” (e.g., voting rights and Board membership) be moved to Sec. 3.00.

MEMBERSHIP AND OTHER PARTICIPATION (Sec. 3.00)

We recommend changes to **Sec. 3.00** to clarify the rights of “membership”, consistent with the definition of the term “member” set forth within the NCA. Staff advises that, as revised, **Sec. 3.00** accurately reflects the long-standing distinctions between a “member” and an “adjunct participant,” and that our recommended changes in wording will not result in any substantive change in the organization.

GENERAL AND SPECIAL MEMBERSHIP MEETINGS (Sec. 4.00)

- Within various paragraphs of **Sec. 4.00**, we recommend striking language that contains notice provisions inconsistent with the NCA. The NCA provisions are more flexible and detailed than those in the current By-laws. The revisions will allow the NCA provisions to govern notices, as a matter of law.
- Amend **Sec. 4.03**, to add a provision recognizing that 25% of the membership may call a special meeting, as required by the NCA.
- In **Sec. 4.07**, the By-laws allow for weighted votes. The NCA specifies that, assuming the presence of a quorum, action of the Board of Directors must be by a vote of the majority of directors present, unless a *greater* vote is required by the By-laws. If, in the context of a weighted vote, the actual number of votes cast in favor of an action amounted to less than a majority of members present and voting, that vote would not satisfy the requirements of the 2010 NCA. Admittedly, this is an unlikely occurrence; however, our suggested modification reiterates the requirement of a majority vote requirement for all actions approved—whether or not the voting process is weighted.

BOARD OF DIRECTORS (Sec. 5.00) AND ITS MEETINGS (Sec. 6.00)

- Revise **Sec. 5.01**, to add record-keeping to the Board’s articulated responsibilities. The NCA gives the Board the duty to ensure compliance with record-keeping requirements.
- Revise **Sec. 5.02** to ensure consistency with Sec. 2.03, i.e., that adjunct “participants” are not part of the Board of Directors.

- Amend **Sec. 6.02** to simply require the giving of notice, and deleting any reference to a specific type of notice or when a notice becomes effective (e.g., “*receipted electronic mail*”). The NCA allows for a variety of forms of notice and contains very specific provisions detailing when notice will be deemed to have been given.

WAIVER OF REQUIRED NOTICES (Sec. 7.00)

- Amend **Sec. 7.01** to incorporate applicable NCA language. Current provisions of Sec. 7.01, relating to the *waiver* of a required notice, do not satisfy the requirements of the NCA.

OFFICERS (Sec. 8.00)

- The NCA requires each nonprofit corporation to have a *minimum* of two (2) officers: (i) one responsible for the management of the corporation (who may, but need not, be referred to as “president”); and (ii) another, responsible for the financial affairs of the corporation (who may, but need not, be referred to as “treasurer”). We suggest revisions to **Sec. 8.0**, to assign these responsibilities to the Chair of the Board of Directors (a/k/a “chief executive officer”) and the Secretary-Treasurer, respectively.
- Also, the NCA requires that one officer of the corporation must be assigned responsibility for preparing or supervising the preparation of the Board’s minutes, and for maintaining/ authenticating the corporate records required by NCA. This function may be assigned to any designated officer; it seems appropriate to assign the responsibility to COG’s officer called “Secretary Treasurer”.
- Amend **Sec. 8.07**, and add **new Sec. 8.08**, to reflect NCA requirements as to the assignment of responsibility to designated officers for day-to-day performance of the functions associated with management of the corporation and its financial affairs.

EMPLOYEES (Sec. 9.0)

- Amend **Sec. 9.01** to add responsibility for management of COG to the Executive Director’s responsibilities. This is consistent with current practice.

RULES OF PROCEDURE

We have also reviewed the Board’s Rules of Procedure, both for consistency with the updated By-laws provisions and for consistency with current COG practices and terminology. Several months ago, your secretary (Barbara Chapman) and I began a project to “clean up” the Rules of Procedure, and I believe this is a good time to bring forward those suggestions.

- **Attachment B** contains our recommendations for revisions to the Rules of Procedure. These changes correct outdated or incorrect terminology, and correct procedures that staff has identified to us as not reflecting current practices or customs.

PROCEDURE FOR ADOPTION OF CHANGES

- **By-laws** – Pursuant to **Sec. 13.02**, the By-laws may be amended at a regular meeting of the Board, with **(i)** notice given at the previous meeting **and (ii)** a three-quarters (3/4) majority of the members present and voting. Therefore, a By-laws amendment cannot be adopted until a month after the meeting at which notice is given.
- **Rules of Procedure** – Pursuant to **Rule 2.19**, a majority vote of the Board is required after seven (7) days written notice of the proposed amendments signed by the proposer.

We will be glad to answer any questions that you may have regarding these proposed amendments.

Attachments: **Attachment A** (By-laws revisions)
Attachment B (Rules and Procedures revisions)

cc: Chuck Bean, Executive Director
Nicole Hange, Membership and Government Relations Coordinator
Barbara Chapman, Secretary to the Board
Paul Beriault, Chief Financial Officer
Stuart Freudberg, Director, Department of Environmental Programs



By-Laws
of the
Metropolitan Washington Council of
Governments

~~As Adopted by the General Membership on November 15, 2007~~

Revised: November 2007

November 2011

XXXX, 2013

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METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS

Section 1.00 STATEMENT OF PRINCIPLES AND POLICIES

- 1.01** The underlying concept of the Metropolitan Washington Council of Governments (hereafter referred to as Council of Governments or COG) is that the general purpose units of government which are closest to the people should exercise the basic initiative and leadership in government affairs and have the primary responsibility for collaboratively addressing those problems and needs which require analysis and action on an intergovernmental basis.
- 1.02** The physical, economic and social well-being of the Washington Metropolitan Statistical Area, its citizens and business enterprises, now and in the future, is dependent upon orderly development and redevelopment of the entire area. That will be possible only with the successful coordination of local governmental services and policies.
- 1.03** Counties and cities are the principal units of local governments in the Washington Metropolitan Statistical Area. As such, they have the responsibility for anticipating and meeting local government needs which future development, technology, and population growth will produce, including the need for joint and coordinated intergovernmental services.
- 1.04** County and city governing bodies are and should continue to be the primary policymakers in local government. They are directly concerned with all services, policies and regulations affecting the public safety, health and welfare of their communities.
- 1.05** Constructive and workable policies and programs for meeting and solving intergovernmental problems of local governments will be most effectively and expeditiously developed by regular meetings of county and city governing body members in an area with voluntary councils of government dedicated to the identification, analysis, and solution of those problems.
- 1.06** The Council of Governments is an organization through which individual counties and municipalities can coordinate their efforts in this manner. It is not a government nor does it seek to become one.
- 1.07** The Council of Governments, as the joint agency of its participating local governments, is an appropriate mechanism to provide specialized technical assistance to its local governments in order to enhance their capacity to make public policy decisions on issues affecting the region and their communities.

Section 2.00 ~~PARTICIPATING GOVERNMENTS~~ **GEOGRAPHIC AREA SERVED**

- 2.01** Counties located geographically within the area defined as the Washington Metropolitan Statistical Area in the latest decennial census conducted by the United States Census Bureau, and sharing a common border with one or more

~~other such~~ counties ~~which participate in the Council of Governments~~, shall be eligible ~~for membership to participate~~ in the Council of Governments.

2.02

Those local governments participating as members in the Council of Governments on July 1, 1986, Virginia independent cities participating as members in the Council of Governments on March 1, 2004, and such other cities and towns that have a population of 25,000 or more according to the latest population estimates compiled by the staff of the Council of Governments, as now or may hereafter exist within a County which participates in the Council of Governments, shall be eligible ~~to participate for membership~~ in the Council of Governments.

2.03

Counties located geographically within the area defined as the Washington Metropolitan Statistical Area, ~~but which do and not share sharing~~ a common border with one or more counties which participate as members in the Council of Governments shall be ~~eligible eligible~~ to become adjunct participants in the Council of Governments, if they agree to contribute an annual fee established by the Board of Directors. Cities and towns with a population of 5,000 to 25,000 shall be eligible to become adjunct participants in the Council of Governments if they agree to contribute an annual fee established by the Board of Directors: ~~Representatives of adjunct participants shall be entitled to participate and vote on the policy committees of the Council of Governments if they agree to contribute an annual fee established by the Board of Directors. Representatives of adjunct participants shall be entitled to participate and vote on the policy committees of the Council of Governments. Adjunct participants shall receive all of the services generally provided to other participants. They shall not be represented on the Board of Directors, but the members of their governing bodies shall be entitled to vote at the General Membership on the same basis as members of the governing bodies of local governments represented on the Board of Directors.~~ Counties not within the boundaries of the Washington Metropolitan Statistical Area, with a population of 75,000 or more, shall be eligible as to become adjunct participants in the Council of Governments, if over 20 percent of their non-farm workers are employed within the Washington Metropolitan Statistical Area.

2.04

~~Participating governments shall be those eligible jurisdictions identified in Section 2.00, Subsections 2.01, 2.02 and 2.03, which voluntarily determine to contribute to the financial support of the activities of the Council of Governments as hereafter provided in Section 11.00.~~

Section 3.00

MEMBERSHIP AND OTHER PARTICIPATION

3.01

~~General membership Membership~~ in the Council of Governments ~~shall be~~:

(a) The members of the governing body of each ~~participating~~ government ~~described defined~~ under ~~Section 2.00, Subsections 2.01, and 2.02 and 2.03.~~ shall be eligible for general membership (for ~~For~~ the purpose of this Subsection 3.01(a) ~~shall be eligible for general membership, the term "governing body" shall include the elected executive, or his or her appointee, of any participating government.~~

(b) The members of the General Assemblies of Maryland and Virginia and the Congress of the United States who represent portions of the geographical

area of the Washington Metropolitan Statistical Area shall be eligible for general membership.

(c) The general membership shall have the right, in accordance with the Council of Government's articles of incorporation, these bylaws, and applicable rules and procedures, to vote for the election of directors and to vote on any type of fundamental transaction; to participate on policy committees and vote on matters considered or transacted by those committees; and to receive services offered by the Council of Governments.

(d) Each member shall be required to pay an annual membership fee, the amount of such fee to be determined by the Board of Directors.

3.02 Adjunct participation in the Council of Governments:

(a) The members of the governing bodies of the governments described under Subsection 2.03, above, if such governments agree to pay an annual participation fee established by the Board of Directors, shall be eligible for adjunct participation in the Council of Governments. For the purpose of this Subsection 3.02(a), the term "governing body" shall include the government's elected or appointed executive, or his or her appointee, of any adjunct participant.

(b) Adjunct participants may participate on the Council of Government's policy committees, and may vote on matters considered or transacted by those committees. Adjunct members are eligible to receive the same services offered by the Council of Governments to its members.

~~(b)~~

Section 4.00

GENERAL MEMBERSHIP MEETINGS

4.01 An annual general membership meeting shall be held each year, at which time the members shall elect individuals to serve as the following officers: a president, one or more vice-presidents, and secretary-treasurer, and the general membership shall consider such other business as may be referred to it. Additionally, any member may at the annual general meeting request a review of any action by the Board of Directors taken between general membership meetings.

4.02 At least ~~three weeks~~ No fewer than 10 days and not more than 60 days prior to the annual general membership meeting, ~~written~~ notice of such meeting, in the form of a record, shall be ~~served upon or mailed given~~ to each member ~~entitled to vote thereat at such address as appears on the books of the corporation.~~¹

4.03 Special general membership meetings, for any purpose or purposes, may be called: (i) by the president of the Board of Directors, upon notice, in

¹ D.C. Code §29-401.03 (recommend allowing DC Code provisions to govern notice, how notice is given, etc., and not to include them in COG's bylaws)

~~the form of a record, to the membership; or (ii) at the request, in the form of a record, in writing~~ of fifteen (15) members who represent at least four participating governments, ~~or (iii) if the holders of twenty-five percent (25%) of all the votes entitled to be cast at the proposed special meeting sign, date and deliver to the president of the Board of Directors one or more requests, in the form of a record.~~ Any ~~s~~Such ~~a~~ request shall state the purpose or purposes of the proposed meetings.²

4.04 ~~Written~~ Notice of a special general membership meeting, ~~in the form of a record, and~~ stating the ~~date,~~ time, place and ~~subject of such a the~~ meeting and the specific action or actions proposed to be taken ~~at that time,~~ shall be ~~given served upon or mailed~~ to each member ~~within the time frame referenced in Subsection 4.02, above entitled to vote thereat at least ten (10) days before such meeting.~~ ~~Receipted electronic mail will be deemed sufficient service of notice.~~ ~~The record notice may be delivered by U.S. mail, by commercial delivery service, by electronic mail, or in any other manner that a member has authorized. Such notice shall be effective as provided by the law of the District of Columbia.~~³ Business transacted at all special general membership meetings shall be confined to the objects and actions proposed to be taken as stated in the notice.

4.05 The times, dates and locations of the annual general membership meeting and special general membership meetings shall be determined by the Board of Directors.

4.06 Twenty percent ~~(20%)~~ of the total number of members, ~~defined in Section 3.01(a)~~ present in person, shall ~~be required to~~ constitute a quorum at all meetings ~~in of~~ the general membership for transaction of business except as otherwise provided by these bylaws, provided that this number includes one or more members representing at least one-half of the ~~participating member~~ governments from Maryland, and one or more members representing at least one-half of the ~~participating member~~ governments from Virginia, and at least one member representing the Mayor or Council of the District of Columbia. ~~Representatives of adjunct participants will not be counted in establishing a quorum.~~⁴ If, however, such a quorum shall not be present at any meeting, the members entitled to vote thereat, present in person, shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present. At any resumption of the adjourned meeting at which a quorum shall be present, any business may be transacted which might have been transacted at the meeting originally called.

4.07 When a quorum is present at any general membership meeting, the vote ~~or of~~ a majority of the members present shall decide any question which may be brought before such meeting, unless the question is one upon which by expressed provision of the bylaws, a different vote is required,

² D.C. Code §29-405.02

³ ~~D.C. Code §29-401.03 (methods and effective dates of notices)~~

⁴ D.C. Code §29-401.02 (definition of a “member”)

in which case such express provision shall govern and control the deciding of such question:

- (a) At the request of a majority of the members present representing any two ~~participating member~~ governments, any question shall be determined by the majority of the aggregate votes of each ~~participating member~~ government on a weighted basis; provided, however, that any weighted vote must meet or exceed a majority of the quorum. For this purpose, each ~~participating member~~ government shall have one vote for each 25,000 in population, and the next succeeding portion thereof, ~~and in the any~~ jurisdiction that has a population of less than 25,000 shall have one vote.⁵
- (b) In a weighted voting process, ~~e~~Each ~~participating member~~ government may divide the total amount of the aggregate votes it has among the members of its governing body present and voting.
- (c) On a vote for which weighted voting has not been called, any member of the General Assemblies of Maryland and Virginia or member of the U.S. Congress representing portions of the Washington Metropolitan Area shall be entitled to one vote, and it shall be counted to determine if a majority vote has been attained on the question before the membership.

Section 4.08 For the purposes of these bylaws, the term "record", when used as a noun, means information inscribed on a tangible medium or that is stored in an electronic or other medium and is retrievable in perceivable form.⁶

Section 5.00 BOARD OF DIRECTORS

5.01 The Board of Directors shall be the governing board of the Council of Governments, and between meetings of the entire membership, shall be responsible for the general policies and programs of the Council of Governments and for the control of all its funds. The Board of Directors shall also be responsible for preparing agendas for the annual general and special meetings of the general membership of the Council of Governments and for the approval of an annual budget and schedule of assessment for consideration at the annual general membership meeting. It shall have the power to transfer funds within the approved total budget in order to meet unanticipated needs or changed situations. The Board of Directors, through its officers and employees, shall be responsible for ensuring that corporate records are kept as required by law.⁷

5.02 The Board of Directors shall be selected from the general membership as follows:

- (a) One member selected by each ~~participating local~~ government having a population of no more than 300,000.

⁵ D.C. Code §29-406.24 (requiring a vote exceeding a majority of the quorum)

⁶ D.C. Code §29-101.02 (Definitions)

⁷ D.C. Code §29-413.01

- (b) Two members selected by each ~~participating local~~ government having a population of more than 300,000 but no more than 600,000.
- (c) Three members selected by each ~~participating local~~ government having a population of more than 600,000.
- (d) Four members selected by the District of Columbia, two from the Executive Branch and two from the Legislative Branch, unless the two branches shall decide on a different apportionment. A representative from the Executive Branch of the District of Columbia need not be selected from the general membership.
- (e) One member of the Maryland General Assembly and one member of the Virginia General Assembly, representing portions of the Washington Metropolitan Statistical Area, both of whom shall be selected biennially by separate caucuses of the members of COG from these legislative bodies.

5.03 In determining the population of each ~~participating local~~ government for the purpose of allocating membership on the Board of Directors, the population figures to be used shall be the annual population estimates prepared by the Metropolitan Washington Council of Governments and approved by its Board of Directors.

5.04 Any ~~participating local~~ government which has two or more members on the Board of Directors and has an elected executive and an elected legislative body, shall divide its representation between the elected executive and elected legislative body, unless the two branches shall decide on a different apportionment.

5.05 A majority of the total number of members of the Board of Directors, representing ~~participating~~ governments ~~as defined described~~ in Section 5.02, Subsection (c), shall constitute a quorum for the transaction of business, provided that this number of Board members includes representatives of at least two ~~participating~~ governments from Maryland, two from ~~participating~~ governments from Virginia, and one representative of the government of the District of Columbia.

(a) A member who has been recognized as participating in the meeting electronically counts toward the quorum as if the member was physically present.

(b) If, however, such a quorum shall not be present at any meeting, the members entitled to vote thereat shall have the power to adjourn the meeting from time to time without notice other than announcement at the meeting until a quorum shall be present. At any resumption of the adjourned meeting at which a quorum shall be present, any business may be transacted which might have been transacted at the meeting originally called.

5.06 When a quorum of the Board is present at any meeting, the vote of a majority of the Board members present shall decide any question brought before the meeting, except when a weighted vote is invoked as follows:

- (a) On a vote on any matter before the Board of Directors, weighted voting may be called for by any two (2) members or more present and representing at least two ~~participating local member~~ governments.
- (b) Any question for which weighted voting has been called shall be determined by the majority of the weighted votes allocated to the members of the ~~participating member~~ governments present and voting. For this purpose, each ~~participating member~~ government shall have one vote for 25,000 population, and the next succeeding portion thereof in the jurisdiction of the ~~participating~~ government, except that any ~~participating member~~ government which has a population of less than 25,000 shall have one vote. For the purpose of weighted voting, the population assigned to each ~~participating local member~~ government shall be the population used for fee assessment purposes under Section 11.03.
- (c) Representatives of any ~~participating local member~~ government having two or more members of the Board of Directors may divide their aggregate between or among them.
- (d) Board members from the Virginia General Assembly and the Maryland General Assembly shall be excluded from any weighted vote. On a vote for which weighted voting has not been called, they shall each be entitled to one vote, and it shall be counted to determine if a majority vote has been attained.

5.07 In the absence of any member of the Board representing a ~~participating member~~ government, another member of the absent member’s governing body may serve as his/her alternative at any meeting of the Board. Such alternate member shall have full voting privileges and shall be counted in the determination of a quorum. An alternate representing an elected executive need not be an elected official.

5.08 The Board shall annually elect a chair and one or two vice-chairs at the first meeting following the annual meeting of the ~~entire general~~ membership. Where a vacancy occurs in a Board or corporate office, the Board may fill such vacancy by a vote of a majority of its members present and voting.

5.09 The Board may hold its meetings and keep the books of the corporation in the District of Columbia and at such place as it may from time to time determine.

5.10 The Board may establish standing and *ad hoc* policy and technical committees as it deems necessary or helpful to the exercise of its responsibilities under these by-laws.

Section 6.00 MEETINGS OF THE BOARD OF DIRECTORS

6.01 The Board of Directors shall meet monthly unless determined otherwise by the Board or its Chair. Written notice of such meetings and a proposed agenda thereat shall be served upon or mailed to each member of the Board at least seven days prior to the meeting.

6.02 Special meetings of the Board may be called by the Chair on three days’ notice, in the form of a record, to each Board member, ~~either by mail, by receipted~~

~~electronic mail, or by telegram.~~ Special meetings shall be called by the Chair in like manner and on like notice ~~on-upon~~ the ~~written~~ request, in the form of a record, of three Board members. The notice of all special meetings of the Board shall include the written statement of the purpose or purposes of the special meeting.

Section 7.00

WAIVER OF NOTICES

7.01

Whenever any notice is required to be given ~~under the provision of the by-laws to any member~~, a member may waive such notice, before or after the date and time stated in the notice or of the meeting or action. The waiver shall be in the form of a record, shall be signed by the member waiver thereof in writing is signed by the person or persons entitled to ~~such the~~ notice, and shall be delivered to the secretary-treasurer of the corporation for inclusion in the minutes of the meeting or filing within corporate records whether before or after the time stated therein, shall be deemed equivalent to receipt of such notice.⁸

Section 8.00

OFFICERS

8.01

The officers elected by the general membership of the corporation, as provided in Subsection 4.01, shall be officers of the corporation and shall hold office until their successors are ~~chosen~~ elected and qualify in their stead. ~~Any officer elected by the Board of Directors may be removed at any time by the affirmative vote of a two-thirds majority of the whole Board.~~

8.02

In addition to the officers referenced in Subsection 8.01, above, the following shall serve as officers of the corporation: The officers of the corporation shall be a president, one or more vice-presidents, a secretary-treasurer, a chair of the Board of Directors and one or two vice-chairs of the Board, selected as provided in Subsection 5.08. Two or more offices may be held by the same person, except the offices of chair of the Board of Directors, ~~and~~ secretary-treasurer. Any officer elected or appointed by the Board of Directors may be removed at any time by the affirmative vote of a two-thirds majority of the whole Board.

8.03

The president shall preside at the general meetings of the members of the corporation.⁹

8.04

The vice-presidents, in order of their election, shall in the absence or disability of the president perform the duties and exercise the powers of the president and, in the permanent absence or disability of the president, shall serve as president pro tem. Service as president pro tem will not preclude subsequent succession to president.

8.05

The chair of the Board of Directors shall be the chief executive officer of the corporation and shall be responsible for management of the corporation; shall preside at all meetings of the Board; shall be an ex-officio member of all committees; and shall see that all orders and resolutions of the Board are carried out. Additionally, he/she shall execute all contracts requiring a seal, under the seal of the corporation, except when the signing and execution thereof shall be

⁸ D.C. Code §29-405.06

⁹ D.C. Code §29-406.40

expressly delegated by the Board to some other officer or employee or agent of the corporation.

8.06

The vice-chairs, in order of their election, shall in absence or disability of the chair, perform the duties and exercise the powers of the chair and, in the permanent absence or disability of the chair, shall serve as chair pro tem. Service as chair pro tem will not preclude subsequent succession to chair. Vice-chairs shall perform such other duties as the Board or the chair shall prescribe.

8.07

~~The secretary-treasurer of the corporation may attend all sessions of the Board and all meetings of the general membership shall be responsible for the financial affairs of the corporation. The secretary-treasurer shall also have responsibility for preparing or supervising the preparation of minutes of the board of directors and of the general membership, and for maintaining and authenticating records of the corporation required by law to be kept and maintained, and shall keep, or cause to be kept, minutes of all such proceedings.~~ ¹⁰ The secretary-treasurer He/she shall keep in sole custody the seal of the corporation and, when authorized by the Board, affix the same to any instrument requiring it and, when so affixed, it shall be attested by his/her signature, or by the signature of another office or an employee or agent of the corporation duly authorized by the Board to do so.

~~As treasurer of the corporation, the secretary-treasurer he/she shall have custody of the corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements in books belonging to the corporation and shall deposit all monies and other valuable effects in the name and to the credit of the corporation in such depositories as may be designated by the Board. He/she shall disburse the funds of the corporation, taking certified vouchers for such disbursements, and shall render to the president, chairman and Board members, at regular meetings of the Board, or whenever they may require it, an account of all his/her transactions as treasurer and of the financial transactions and overall financial condition of the corporation. The Board of Directors may delegate to an employee or employees of the corporation any or all of the duties and powers of the secretary-treasurer. If required by the Board of Directors, the secretary-treasurer and/or any employee delegated any or all of his/her functions, shall give the corporation a bond in such sum, and with such surety or sureties as shall be satisfactory to the Board, for the faithful performance of the duties of this office.~~

8.078.08

The Board of Directors shall delegate responsibility for day-to-day management of the corporation to the Executive Director, and shall assign day-to-day responsibility for the financial affairs of the corporation to the employee appointed by the Executive Director as Chief Financial Officer of the corporation. The chair of the Board/chief executive officer, and the secretary-treasurer, shall each retain ultimate responsibility for the corporate responsibilities attendant upon their offices. If required by the board of directors, the secretary-treasurer and/or any employee assisting with the functions of the office of treasurer, shall give the corporation a bond in such sum, and with such surety or sureties, as shall be satisfactory to the board of directors, for the faithful performance of the duties of this office.

¹⁰ D.C. Code §29-406.40

Section 9.00

EMPLOYEES

9.01

The Board of Directors shall appoint the chief administrative employee of the corporation who shall be the Executive Director ~~of the corporation and it shall establish a schedule of compensation for all employees of the Council of Governments.~~ The Executive Director shall be responsible for ~~providing~~: (1) ~~providing~~ advice and assistance to the Board and each of its committees; (2) the establishment of personnel policies and practices, ~~and administration of the schedule of employee compensation and benefits established by the Board~~; (3) ~~appointment of an employee to serve as Chief Financial Officer of the corporation, and the selection, appointment, assignment of duties and supervision of the other employees~~ staff of the corporation; (4) ~~procurement and administration of grants and contracts, and~~ coordination of the work of consultants ~~and other independent contractors~~; (5) ~~other aspects and responsibilities attendant upon the day to day management of the corporation~~; and (65) such other duties as the Board may prescribe.

9.02

~~The Board of Directors shall establish a schedule of compensation and benefits for all employees of the Council of Governments.~~

Section 10.00

CHECKS

10.01

All checks or demands for money and notes of the corporation shall be signed by such officer or officers, or such other persons ~~or employees of the corporation~~, as the Board of Directors may from time to time designate.

Section 11.00

FINANCES

11.01

The fiscal year shall begin on the first day of July in each year and shall end on the thirtieth day of June of the following year.

11.02

A proposed budget of the corporation shall be submitted to the Board of Directors by the Executive Director at least fourteen days before the Board of Directors meeting that precedes the annual meeting. The budget shall be submitted to the Board of Directors who shall approve or modify it.

11.03

Each year upon the adoption of the annual budget by the Board of Directors, assessments ~~of the annual fee~~ for all ~~members and other~~ participating governments shall be fixed. Assessments shall be in amounts sufficient to provide the funds required by the budget. Any member ~~or other participant~~ whose local government's annual assessment has not been paid by the end of the fiscal year for which the assessment was made shall forfeit all rights, privileges and prerogatives of ~~membership and participation, a member of the Council of Governments~~ until such assessment is paid in full.

11.04

The annual assessment shall be primarily on a per capita basis as reflected by the latest population estimates of the Council of Governments and verified by the participating governments. Recognizing that cities and towns in the State of Maryland and towns in the Commonwealth of Virginia are a part of counties, the

Board of Director may establish adjustments to a strict per capita assessment formula, which adjustments also shall be reflected in the assignment of weighted votes to such local governments eligible for participation in the Council of Governments under Section 2.03. Unless otherwise provided, this separate fee assessment schedule will be one-half that of governments participating under 2.01 and 2.02.

11.05 The books of the corporation shall be audited annually by a certified public accountant or accountants, and the audit report for each preceding fiscal year shall be made available to the members and participating governments no later than three months after the close of the audit.

Section 12.00 SEAL

12.01 The corporate seal shall have inscribed thereon the name of the corporation and the year of its organization. Said seal may be used by causing it or a facsimile thereof to be impressed or otherwise reproduced.

Section 13.00 AMENDMENTS TO THE BY-LAWS

13.01 These by-laws may be altered, amended or added to at annual meetings of the general membership, or at special meetings of the general membership called for this purpose; ~~provided, however, Provided~~ that (1) notice of the meeting shall contain a full statement of the proposed amendment or amendments, and (2) the enactment of the amendment shall require two-thirds vote of the members present and having the right to vote at such meeting~~voting having membership under Section 3.01~~.

13.02 Alternatively, these bylaws may be altered, amended or added to at a regular meeting of the Board of Directors or a special meeting called for this purpose, with notice given at the previous meeting. Amendment by the Board shall require a three-quarters majority of the members present and voting.



Metropolitan Washington Council
of Governments
Proposed

Rules of Procedure
of the
Board of Directors

Adopted the Board of Directors
on October 8, 2003

Revised January 1, 2008
Revised October 14, 2009
Revised November 9, 2011
Revised April 11, 2012
Revised X, 2013

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1.00 ORDER OF BUSINESS

1.01 After reading and approval of the minutes, the order of business shall be as follows:

- a) Presentation and disposition of petitions, proclamations, certificates of commendation, and other papers
- b) Amendments to the agenda
- c) Consent agenda

~~The order of business may be changed at any time by the vote of a majority of the members present, or by the Chair, unless a majority of the members present object.~~

d) Consideration of remaining business in order set forth in meeting notice and agenda, as amended, if appropriate.

e) The order of business may be changed at any time by the vote of a majority of the Directors present and participating, or by the Chair, unless a majority of the Directors present and participating object.

2.00 PARLIAMENTARY PROCEDURE

These procedures apply to meetings of the COG Board of Directors. They also apply, unless modified by majority vote, to all formal meetings of committees created by the Board of Directors and acting under the authority of the Council of Governments.

2.01 Obtaining the Floor

A ~~member~~Director wishing to speak, give notice, make a motion, submit a report or for any other purpose, shall address and be recognized by the Chair before addressing the Board. No ~~member~~Director may speak more than once on any subject until every ~~member~~Director desiring to be heard on the subject has been allowed to speak, except that after a motion has been seconded, the maker of the motion shall be offered the floor.:-

2.02 Limitations on Debate

Unless otherwise provided for in these Rules, debate may be limited by a motion (1) to limit debate to a time certain or (2) to terminate debate by a motion to move the previous question. Neither motion is debatable. ~~In the former case~~ debate is

limited, the Chair shall fairly apportion the designated time between proponents and opponents of the question.

2.03 Personal Privilege and Identification of Conflict of Interest

a) Any memberDirector, as a matter of personal privilege, may speak for a period not longer than five (5) minutes concerning matters which may affect the Board collectively, its rights, its dignity and the integrity of its proceedings, or the rights, reputation and conduct of its individual memberDirectors in their representative capacities only. Personal privilege statements must still follow the basic courtesies and decorum required of public officials and a public meeting.

b) A Director who has a conflict of interest on a matter that requires the Director's disclosure or disqualification, shall state the conflict prior to any discussion of the matter and, if disqualified, shall abstain on the vote. If disqualified, the Director shall not participate in the discussion or any other action on the matter.

2.04 Points of Order

Any memberDirector may make a point of order. Points of order are debatable only at the discretion of the Chair. If the Chair permits debate, he/shethe Chair has authority to limit it. Points of order include: (1) alleged violations of parliamentary rules; (2) agenda; and (3) orders of the day.

2.05 Appeal

An appeal may be taken from any decision of the Chair. A memberDirector must state his or herthe reasons for appealing a decision, to which the Chair may respond. Appeals must be acted upon immediately. Only the memberDirector appealing a decision, the Chair, and the parliamentarian may address the issue; otherwise the appeal is non-debatable. An affirmative vote of a majority of the memberDirectors present and participating voting is required to sustain the Chair's decision.

2.06 Recognition of Non-MemberDirectors

The Chair may recognize members of the public where the participation of such persons would, in the judgment of the Chair, enhance the understanding of the matter under consideration by the Board. Recognition of non-Board memberDirectors during meetings shall be limited to extraordinary circumstances and should not be a matter of general practice.

2.07 Withdrawal or Modification of Motions

Any motion may be withdrawn or modified by the mover at any time before it has been amended or voted on.

2.08 Form of Vote

Voting shall be in the form of “YES”, “NO”, and “PRESENTABSTAIN”. A vote of “PRESENTABSTAIN” shall be deemed the equivalent of an abstention or a non-vote. A Director who has a conflict that disqualifies him ~~the Director~~ from participating on the matter should abstain.

2.09 Voting

Votes on all questions shall be by voice, with the results determined by the Chair. A memberDirector's vote upon any matter shall be recorded upon request. On any question, the Chair or any voting memberDirector may request a show of hands.

2.10 Demand for Roll Call Vote

Any memberDirector, in advance of a vote or promptly thereafter, may demand a roll call vote.

2.11 Calling the Roll

When a roll call vote is demanded, the ~~Clerk of the Board's~~ Secretary-Treasurer, or designee, shall call the roll of the memberDirectors in alphabetical order, commencing with the maker of the motion.:

2.12 Record Votes

When a roll call vote is demanded, the Board's Secretary-Treasurer, or designee, of the Board wish shall record the names of those voting “YES,” those voting “NO,” and any abstentions. MemberDirectors will be recorded as absent if they are not in the chambers when a vote is taken. Voting records are official records of the Board.

2.13 Weighted Votes

At the request of a majority of the memberDirectors present representing any two (2) participating governments, any question shall be determined by the majority of the aggregate votes of each participating government on a weighted basis in the same manner as provided in the By-laws, Sec. 5.06.

2.14 Proxy Voting Prohibited

No proxy shall be permitted either for the purpose of voting or for the purpose of obtaining a quorum.

2.15 Reconsideration

- a) Any memberDirector recorded as having voted with the prevailing side on a question may move to reconsider the question at any time except as limited by this section. A resolution may only be reconsidered during the meeting at which it was adopted, or at the next regular meeting.
- b) For the purpose of this rule, any memberDirector who was present and voting on a question decided by a voice vote will be considered as having voted with the prevailing side on the question unless the memberDirector had asked to be recorded as voting against the prevailing side or “PRESENT”.
- c) A motion to reconsider requires the approval of a majority of the memberDirectors present and voting.
- d) When a motion to reconsider a vote is defeated, it cannot be repeated.
- e) A motion to reconsider is not required to consider amendments to move to Strike, or to accept amendments accepted or rejected on a previous reading of a bill.
- f) Votes to approve or amend these Rules may not be reconsidered pursuant to this section; such votes must be subject to the notice requirements of Rule 2.19.

2.16 Absence of Chair

In the absence of the Chair at a meeting, the Vice Chair, senior in election, shall preside. In the absence of the Chair and Vice Chairs at a meeting, the Board memberDirectors present shall elect a Chair Pro Tempore. ~~The A~~ Vice Chair, or Chair Pro Tempore, while acting as Chair, shall have all the authority and voting rights of the Chair thereof. If, after a meeting has commenced, it is necessary for the Chair and the Vice Chair to be absent from time to time, the Chair or other Presiding Officer, pursuant to this section, may designate a MemberDirector to preside temporarily at the meeting.

2.17 Parliamentary Authority

Matters not covered by these Rules will be governed by *Robert's Rules of Order*. It is the duty of the Chair to interpret the Rules. Matters not covered by *Robert's Rules of Order* ~~wi~~shall be determined by the Chair subject to the right of any memberDirector to appeal the ruling of the Chair. The Chair of the COG Board, or any derivative committee, or any memberDirector thereof may seek assistance from the General Counsel, as Parliamentarian, in interpreting these Rules or *Robert's Rules of Order*.

2.18 Suspension of Rules

Except for rules regarding notice, quorum, or amendment of these Rules, and any requirement of the Bylaws, any Rule governing procedures of the Board may be suspended during the consideration of a specified matter by motion to suspend the Rules approved by 2/3 of the ~~member~~Directors present and participating voting.

2.19 Amendment of Rules

- a) These Rules may be amended by a vote of a majority of the Board of Directors.
- b) An amendment must be proposed in writing, signed by the proposer, and circulated to all ~~member~~Directors, at least seven (7) days prior to the Board's consideration of the amendment.

3.00 AGENDA AND MATERIALS

3.01 Developing the Agenda

The Executive Director, at least 10 ~~(ten)~~ days before the meeting, shall prepare a list of proposed agenda items for the consideration of the Chair and the Vice Chairs. The agenda of every regular Board meeting ~~is~~shall be approved by the Chair.

3.02 Availability to Public

Agendas of upcoming Board meetings shall be made available for public review in the COG offices and on the COG website no later than Monday, the week of the Board meeting.

3.03 Time of Distribution

Agenda materials shall be mailed or delivered by hand or electronically to the ~~Board member~~Directors no later than seven (7) days before a regular Board meeting. All additional materials are to be distributed to the Board prior to the meeting. The Board may defer any item for which all relevant information has not been prepared in the above-referenced manner.

3.04 Agenda and Related Materials

All written materials related to agenda items, which are received at the COG office by 5:00 P.M. on the day preceding a regular Board meeting, will be distributed to ~~Board member~~Directors prior to the meeting. All correspondence received by the Board that is public shall be and made part of the record of the

meeting. For distribution to ~~Board member~~ Directors, ~~the Board requests that~~ ³⁵ ~~(thirty)~~ copies of the correspondence, as well as an electronic copy, shall be provided to the Board's Secretary-Treasurer, or designee.

3.05 Policy Reports

TPB, MWAQC, and the Policy Committees ~~will~~ are encouraged to make periodic reports to the COG Board. ~~TPB and MWAQC shall make such reports~~ at least semi-annually and policy committees shall do so at least annually. These presentations and reports will describe the work performed by the committee, its future workplans, and how its efforts impact and are integrated with other efforts of the region and the Board.

4.00 MEETINGS AND ACCESS TO INFORMATION

4.01 Definitions

- a) "Meeting" means the assemblage, as a body or entity, of the constituent Membership, with or without minutes being taken, whether or not votes are cast, of the ~~Board of Directors, General Membership, Board of Directors, and~~ of any designated policy; or *ad hoc* committee of ~~COG the Metropolitan Washington Council of Governments.~~ "Executive meeting session" or "closed meeting" is a meeting from which the public is excluded. "Open meeting" or "public meeting" is a meeting at which the public may be present.
- b) "Official Records" means the minutes or summaries of any open and public meeting, the documents submitted for inclusion with the minutes, the record of all actions taken at such meeting, the reports of studies paid for with COG or public funds, except unpublished information and information deemed internal work product or confidential data, and records of actions taken by an officer, a committee of the board, or a designated body on behalf of COG.
- c) "Internal Work Product" means the documents, memoranda, data, maps, figures, projections, inter-departmental communications or other sources of information required for intelligent and informed internal discussions and which have been developed by and intended to be used by COG's staff, consultants or technical committees.
- d) "Confidential Data" means information or data in COG's possession which can identify a particular person, private organization, or business or which could reveal a trade secret, process, operation, or style of work of a contractor, in which the contractor has a proprietary interest. It includes data about an employee that is maintained and controlled by COG, including, but not limited to, education, financial transactions, medical history and that contains a name or identifying number or symbol.

4.02 How meetings may be held; electronic meetings

a) Meetings at which less than a quorum of the Directors will be physically assembled may be held by telephone conference call, videoconference, or online combination, upon direction of the Chair, with consent of the Executive Committee, upon at least three (3)-day's notice given memberDirectors by either email or telephone, which notice shall include the specific steps necessary to access the meeting. Such direction shall only be given upon a determination that a face-to-face meeting is effectively precluded by emergency conditions and, further, that action by the Board is legally, financially, or politically required. Insofar as possible, all matters requiring a vote shall be proposed in writing and furnished to memberDirectors at least three (3) days prior to the meeting²²

fb) A Board MemberDirector may attend a Board of Directors meeting through electronic communication means from a remote location, only as follows:- The MemberDirector shall give at least three (3)-days' notice to the Executive Director by either email or telephone, and indicate the remote location, acceptable to the COG staff and which does not have distracting noise, from which the MemberDirector will participate. Upon receipt of such notice, the Executive Director shall advise the Board of Directors by email or telephone, or the Chair shall announce electronic participation at the beginning of the Board meeting.

[1] Such participation by any individual the MemberDirector shall be limited each calendar year to two (2) meetings or 25 percent (25%) of the meetings of the Board, whichever is fewer;. The limitation shall apply to both the Board memberDirector and that Board memberDirector's alternate(s).

[2] Electronic participation is contingent upon the ability of COG staff to make arrangements for the voice of the remote participant MemberDirector to be heard by all persons at the central meeting location.

[3] The following procedures shall apply when a MemberDirector is attending electronically:

- The mMemberDirector shall verbally identify at the beginning of the meeting that the MemberDirector is present electronically; and announce if the MemberDirector is departing from the meeting, unless the meeting has adjourned.
- The MemberDirector attending electronically shall verbally ask for recognition from the Chair if the MemberDirector desires to speak.
- Votes taken during any meeting, when a MemberDirector is attending electronically, shall be recorded by name in roll-call fashion and

included in the minutes. The ~~Member~~Director attending electronically shall indicate ~~the Director's~~his/her vote verbally when requested by the Chair or ~~Clerk~~Board Secretary.

- The ~~Member~~Director attending electronically shall not have a right to attend any executive ~~session or closed meeting~~session during the meeting but may be included if arrangements can be readily made and the confidentiality of the meeting ensured.
- All other Rules ~~of Procedure~~ shall apply.

[4] The Chair may determine that no electronic attendance is permitted at certain meetings of the Board of Directors, or limit the number of electronic attendees to no more than four (4) Directors based on a first notification basis. The Chair has the discretion to waive the three (3) days advance notice.

4.023 Access to Official Records

Except as provided in ~~Section~~Rule 4.056, it is COG policy that all official records, as defined in Rule 4.01(b), above, shall be open to inspection and copying by any person during the regular business hours of the custodian of such records. Reasonable fees may be charged for the search for such records and use of copying facilities (see ~~Rule~~See: 4.22).

4.034 Records Withheld from Public Disclosure

The following official records may be withheld from public disclosure:

- a) Records specifically exempted from disclosure by law;
- b) Confidential data as defined in ~~See~~Rule: 4.01, release of which would result in a clearly unwarranted invasion of personal or business privacy, except that access shall not be denied to the person who is the subject thereof;
- c) Records of commercial or financial information contained from a person under an agreement of confidentiality;
- d) Records of internal communications (internal work product) which would not be available by law to a party other than a party in litigation with COG;
- e) Reports and memoranda of consultants or independent contractors, except to the extent they would be required to be disclosed if prepared by COG.

4.045 Segregable Portions of Official Records

Any reasonably segregable portion of any official ~~Board of Directors~~ records shall be provided to any person requesting such records after deletion of the portions which are exempt under this ~~section~~ Rule.

4.056 Procedure ~~F~~for Handling Official Records

The following procedure shall guide the day-to-day handling of requests for official records. Revisions in or deviations from these procedures may be made by a Department or Office Director for a given situation, subject to the approval of the Executive Director.

- a) Requests from the general public for official records shall be filed, in writing, with the COG Office of Public Affairs ~~of COG (“OPA”)~~, and ~~the shall OPA office of Public Affairs~~ shall forward requests to the appropriate department or office for response if the ~~information is records are~~ not available in the ~~OPA office of Public Affairs~~.
- b) The appropriate COG employees shall locate the official records requested as promptly as possible and forward to OPA. If the ~~records information~~ sought ~~is are~~ exempt, ~~is str~~ not in existence, ~~is are~~ located outside of COG, or ~~is are~~ not available, the person making the request shall be notified of this fact, in writing, by the OPA, on the recommendation of the COG Department or Office responsible for such ~~records information~~, as promptly as possible.
- c) If the ~~official records are information is located~~, the ~~information records~~ sought shall then be given or mailed to the person making the request. Copying facilities shall be available, at a reasonable cost, if it is necessary for the requester to duplicate the requested ~~records information~~ at the COG offices.
- d) If ~~the information any official record~~ sought and located is deemed internal work product or confidential and nondisclosable and is designated as such by the Department or Office Director, the request for disclosure shall be denied. The reasons for the denial of the request shall be stated in writing. When a request is denied, it shall become incumbent upon the Department or Office Director to explore alternative or substitute forms for the distribution or access to the essential facts contained in the designated ~~record information~~.
- e) The person making the request may appeal the determination that the official record ~~material~~ sought is internal work product or confidential by submitting a written request for the designated ~~information official record~~ to the Executive Director.
- f) The Executive Director shall ~~have the decision whether to on the~~ release of confidential or internal work products which have not been submitted, discussed, or considered by a COG committee. The person making the request shall be notified of the decision, in writing, as promptly as possible.

- g) If the internal work product has been submitted to, discussed, or considered by a committee, the committee members at the next regular meeting may, by a majority vote, eliminate the designation of the official record information as internal work product and the information record shall then be available for public disclosure through the aforementioned process. A reference to the existence of the internal work product in the minutes of a committee meeting shall not suffice to satisfy the requirement that the committee has submitted, discussed, or considered the record information sought, or not made any determination on whether or not it is an internal work product.
- h) Requests to listen to or re-record the tape a recording of any meeting recorded at COG shall follow the above procedures. Tapes Recordings may not be removed from the COG offices. Time will be provided for listening to or copying the recordings the tapes at COG.
- i) Any inconsistency between these procedures and the procedures any requirements of outlined in a controlling federal, or state or local statute or regulation for a given situation, including, without limitation, the requirements of DC ST §§29-413.01 through 29-413.07, shall be resolved in favor of the applicable statute or regulation latter.

4.067 Meetings Open to Public

- a) Except as provided in SectionRule 4.078, all meetings of the COG Board or its policy committees shall be public meetings. Information as to the time, location, and agenda of each meeting shall be furnished upon request. Where a federal law or regulation applicable to a transaction in which COG is involved calls for a public hearing or meeting, notice of such hearing or meeting shall be published as required by the specific federal law or regulation. Additionally, notice of the meeting shall be placed on the COG website. A mailing list may be kept to provide notice to those persons who have requested that their names or organizations be placed upon such a list.
- b) In the case of an electronic meeting held pursuant to RuleSection 4.012-e), every reasonable attempt will be made to permit public electronic viewing or listening in the COG Board Room. If such public attendance is made impossible by the emergency causing the electronic meeting, electronic copies will be made available to the public as soon as possible.
- b)c) Meetings of technical committees are presumed not to be public meetings. However, by decision of its Chair, or by majority vote of the committee members, any meeting or part thereof may be opened to the public.

4.078 Executive Sessions or Closed Meetings

Executive sessions or closed meetings of the COG Board or its policy committees may be held only for the following purposes:

- a) Discussion or consideration of personnel matters such as: employment, assignment, appointment, promotion, demotion, disciplinary action, or salaries of employees within COG.
- b) Discussion or consideration of the condition, acquisition, or disposition of property in which COG has or may have an interest.
- c) Consultation with legal counsel and briefings by staff members, consultants, or attorneys pertaining to pending litigation or other legal matters.
- d) Work sessions of the Board of Directors or its policy committees

~~Meetings of technical committees are presumed not to be public meetings. However, by decision of its Chair or by majority vote of its members, any meeting or part thereof may be opened to the public.~~

4.089 Vote on Executive Sessions or Closed Meetings

No meeting of the COG Board or its policy committees shall become an executive session or closed meeting unless there shall have been publicly recorded an affirmative vote to that effect by the body holding such a meeting. The record of the vote should identify which of the purposes in See Rule 4.078 was the basis for closing the meeting.

4.109 Laws/Regulations Governing Executive Sessions or Closed Meetings

Where federal, ~~or~~ state or local laws or regulations are found applicable to the manner in which a particular matter or meeting shall be conducted, they shall take precedence over the aforementioned policy.

4.101 Confidential Data

It is the policy of COG to obtain confidential data only when necessary to fulfill its information-gathering and data collection responsibilities and to minimize risk of disclosure to the greatest extent possible. Whenever feasible and the requirements of a project allow, the names of respondents and survey participants shall not be accepted, recorded or retained. It shall be the usual procedure that data will not be released with categories of less than 3 (three) observations or one observation representing 80 percent or more of the category total. However, with some data, this is an unnecessary precaution and the Executive Director of Administration may authorize release of data with a lesser number. Nothing in this section shall prevent the Executive Director of Administration from setting a higher minimum when necessary.

4.142 Destruction of Confidential Data

Unless the data-contributing agency, organization or individual requests that the data be returned, and except as may otherwise be required by law, all confidential data will be destroyed as it is no longer needed, according to schedules and procedures established by the a designated Project Security Officer (RuleSee- 4.145).

4.132 Certification of Destruction

Every agency, organization; or individual contributing data is entitled, upon request, to a written certification that the confidential information that they supplied was destroyed after use.

4.134 Procedures for Handling Confidential Data

The following procedures guide the day-to-day handling of confidential data at COG. Revisions or deviations in these procedures may be made by the Executive Director upon the recommendation of a Security Officer, Project Manager or Department Head.

4.145 Security Officer Responsibility

For each-any project at COG which involves confidential data, the Executive Director shall-may designate a Security Officer who will be responsible for establishing project-appropriate measures designed to protect the obtaining compliance with the policies and procedures of COG on confidentiality of data collected or disseminated in connection with, or as a result of, that project. ~~The Executive Director or his designated representative will perform unannounced audits to check compliance with the policies and procedures and will render reports of the same to the Project Director, Project Security Officer and Executive Director.~~

The duties of the Security Officer shall be to:

- a) Identify and define the specific information and data that will be treated as confidential ~~Inventory data as received and update the inventory of all confidential data indicating new data received and data which has been destroyed or otherwise disposed of. A copy of the inventory shall be transmitted quarterly to the Executive Director;~~
- b) Designate members of the staff who are to have access to the data, have them execute a confidentiality agreement, and transmit a list with the names of such employees along with the completed agreements, to the Executive Director;

- c) Develop procedures and maintain a secured area and such equipment as is needed to protect the confidentiality of information and data~~process and maintain all confidential data stored. Only the Security Officer and Executive Director shall have keys to such areas or equipment. Only employees who have signed the Confidentiality Agreement (see Sec. Rule 4.156) and who are authorized by the Security Officer or Manager of Data Processing shall have access to a secured area and confidential data;~~
- d) Where appropriate for a specific project, establish and m~~Maintain~~ a log (names, data, purpose) documenting the dates and times at which authorized persons have used or accessed confidential information or data~~for all material removed from the secured area by authorized personnel and require that such materials be placed in a secured area during lunch hour or at any other time the person is away from his/her~~the person's work area;
- e) ~~Have all forms, records, tapes and other materials which are classified as confidential, so identified and marked accordingly to the extent feasible;~~
- f) Identify or e~~Establis~~h~~h~~ and oversee, schedules and procedures for the destruction of confidential information and data when it is no longer needed for COG purposes, in accordance with applicable federal, state and local laws, regulations and ordinances; and
- g) Issue, upon request, written certifications ~~certificates guaranteeing attesting~~ that confidential information has been destroyed in accordance with applicable schedules and procedures.

4.156 Employee Responsibility

Employees shall be held ~~are~~ responsible for the proper handling of COG confidential data in their use or possession. This includes taking personal responsibility for seeing that the data is not left unattended or where unauthorized persons may have access to it. Employees and applicants for employment, who have or will have access to, work with, or in any way be responsible for confidential data are required to sign a confidentiality agreement. This will constitute a condition of employment and failure to comply with the terms of the agreement will be grounds for dismissal.

4.167 Release of Confidential Data to Public

Confidential data shall not be released to the public except as provided in See Rule 4.101. To the extent that outside consulting and data processing firms must handle confidential data for COG, they will be required to conform strictly with the operational procedures set out for them in Rules Sections 4.134 and 4.145.

4.178 Written Authorization from Data Contributor

Data which would otherwise be confidential and not released may be made public only with written authorization from the data contributor(s) that: a) they have the authority to and do authorize COG to make the information public; and b) they will, to the fullest extent allowed by law, indemnify COG and release COG and its employees and officials from any damages which might result from use of such data if such permission was unauthorized.

4.189 Data Received from Other Sources

Confidential data received from public agencies or private organizations shall not be released to other agencies by COG without express written authorization from the data-contributing agencies or organizations.

4.1920 Release to Public Agencies

Confidential data and analyses which are, or have become, the sole property of COG may be released to other public agencies by the Executive Director upon proper showing of need for the data, provided that the outside public agency agrees to follow all the procedures COG follows in using and any subsequent disclosure of such data and agrees, to the fullest extent allowed by law, to indemnify COG and release it from any damages which might result from the use and disclosure of such data.

4.201 Confidentiality Policy for Consultants

Where appropriate, consultants and consulting firms working for COG will be required to sign an agreement not to disclose any confidential information. They will be required to use such data at the COG offices. If that is not possible, and the removal of confidential data from the COG offices is necessary, the individual or firm will be required to submit (prior to retention) a separate statement of the procedures that will be followed to assure the confidentiality of the data while in transit, when being used, and during hours of non-use. If the Project Director is not satisfied with the procedures proposed by the consultant, confidential information shall not be released and a contract will not be executed.

4.212 Policy for Data Storage/Processing Firms

The policy for companies providing keypunching, tape storage, and other data processing services for COG is similar to that for consultants. A basic agreement will be required and also a separate statement detailing their procedures for handling confidential data after its removal from COG offices. The Project Director and Executive Director must be satisfied with the procedures before a purchase order or contract is executed.

4.223 Search and Duplication Fees

The Executive Director shall establish specific fees applicable to services rendered to carry out this policy and these fees will be explained prior to rendering any service.

4.234 Fees for Other Services

When no specific fee has been established for a service, for example, when the search involves computer time or special travel, transportation, or communications costs, the Department/Office Head shall recommend to the Executive Director the costs of the service and include such costs in the fees chargeable under this section.

4.245 Advance Deposits

Where it is anticipated that the fees chargeable under this section will amount to more than \$25, and the person making the request has not indicated in advance willingness to pay fees as high as are anticipated, the requester shall be promptly notified of the amount of the anticipated fee or such portion thereof as can readily be estimated. In appropriate cases an advance deposit may be required. A request will not be deemed to have been received until the person making the request has agreed to pay any necessary fees and has made an advance deposit if one is required.

4.256 Fee for Search When Unable to Locate Data

Search costs are due and payable even if the record which was requested cannot be located after all reasonable efforts have been made to locate such information.

4.267 Fees Paid in Full Prior to Receiving Data

Fees must be paid in full prior to issuance of requested copies.

4.278 Form of Remittance

Remittances shall be in one of the following formats: either of a personal check or bank draft drawn on a bank in the United States, ACH, wire transfer, or credit card transaction, a postal money order, or cash. Remittance made by check shall be made payable to the order of the “Metropolitan Washington Council of Governments” or “MWCOCG” and mailed or otherwise delivered to the attention of the Accounts Receivable Department, MWCOCG, 777 North Capitol Street, NW, Suite 300, Washington, DC, 20002. ~~the Office of Public Affairs. COG will assume no responsibility for cash which is lost in the mail.~~ To remit payments by credit card or electronic means, arrangements shall be made with the MWCOCG

Finance Department, 777 North Capitol Street, NW, Suite 300, Washington, DC, 20002.

4.289 Receipt for Fees Paid

A receipt for fees paid will be given only upon request. Refund of fees paid for services actually rendered will not be made.

4.29 Waiver of Fees by Executive Director

The Executive Director may waive all or part of any fee provided for in this section when the Director deems it to be in either COG's interest or in the general public's interest.

5.00 COMMITTEES

5.01 Selection of Committee Chairs

At or near the beginning of the term of the Chair of the Board of Directors, she or he shall nominate the Chair and Vice-Chairs of each committee of the Board and policy committee. The Board shall act on the Chair's nominations before they take effect.

5.02 Chair as Ex-Officio Member

The Chair shall be an ex-officio, voting member of all committees, and may be counted for purposes of a quorum, but shall not increase the quorum requirement for the committee.

5.03 Vacancies in Committee Chairs

Vacancies in the chair of a committee shall be filled by appointment by the Chair of the Board, unless otherwise provided by the committee's bylaws.

5.04 Distribution of Responsibility

The Chair and Board shall endeavor to distribute committee responsibility as evenly as possible among the members, and in no event shall an individual member chair more than one standing committee.

5.05 Participation of Board ~~Member~~Directors

Any ~~member of the Board~~Director may attend the meeting of any committee and may participate in committee discussions, but only committee members may make motions and cast votes.

5.06 Rules of Committees^[s1]

a) Each committee, except TPB and MWAQC, shall follow these Rules or shall adopt other written rules, not inconsistent with these Rules or ~~other~~ applicable laws, governing its procedures. The committee rules, effective upon filing with the ~~Clerk of the Board's Secretary-Treasurer~~, shall incorporate the following principles:

- 1) The scheduling of regular meeting days for conducting business;
- 2) A procedure for rescheduling or canceling a regular meeting;
- 3) A procedure for holding additional meetings to be called by the chair;
- 4) A procedure for holding special meetings, which shall be called at the ___ request of the committee chair or of a majority of the members of the ___ committee;
- 5) Procedures governing the chairing of a committee meeting in the ___ absence of the chair;
- 6) Procedures for keeping a complete record of all committee action, ___ which shall include any roll-call votes;
- 7) Procedures for making available for inspection by the public at ___ reasonable times in the office either of the committee or of the ~~Clerk to the Board's Secretary-Treasurer~~, a description of each amendment, motion, ___ ~~Order~~, or other proposition on which a vote was taken;
- 8) A procedure for giving notice of hearings consistent with ~~section~~ Rule ___ 6.02;
- 9) Procedures setting a fixed number of members to constitute a quorum;
- 10) A requirement that if, at the time of approval of any measure by a ___ committee, any member of the committee gives notice of intention to ___ file supplemental, minority, or additional views, that member shall be ___ entitled to not less than ~~5-(five)-(5)~~ (5) calendar days (not including ___ Saturdays, Sundays, and legal holidays) in which to file such views; ___ all views so filed shall be included in the report of the committee on ___ the measure;
- 11) Any provision of these Rules that by its terms specifically applies to a ___ committee shall be binding on each committee;

___ When these rules are used as committee rules, and unless the context
___ dictates a different meaning, the term "Board" means "Committee";
___ the term "member" or "member of the Board" means "member of the
___ committee" and the term "Chair" means "Chair of the Committee";

12) Committees may adopt additional rules. Committee rules adopted
___ under this section shall be consistent with these Rules and other
___ applicable law, and shall be filed with the Board's Secretary-
Treasurer to the
___ Council.

b) TPB and MWAQC are encouraged to adopt rules which are as similar as
practicable to these Rules, and to file written copies of their rules-adopted
rules with the Clerk to the Board's Secretary-Treasurer.

5.07 Board's Responsibility to Committees

- a) The Board is responsible for matters pertaining to the annual budget, schedule of assessments, the adoption of all major policies and plans, and initiation of action on matters not specifically assigned to other committees.
- b) The Board Chair ~~of the Board~~ is a member of all committees of the Board. The Chair may not withhold a measure duly reported and timely filed by a committee from the agenda of the Board, unless the Board votes to table the measure to a time certain.
- c) The following committees shall be deemed standing committees of the Board of Directors:

1) Executive Committee

The Executive Committee shall consist of the Chair and the two Vice-Chairs. It shall: (1) assist the Chair in agenda planning; and (2) act on behalf of the Board on time-sensitive business or policy issues. In the latter case, the Executive Committee will report any action taken hereunder to the Board at its next regular meeting; the Board may then ratify the action or take any other action it deems appropriate.

2) Finance Committee

The Finance Committee shall consist of the Chair, the Vice-Chairs, the Secretary/Treasurer, and the chairs of TPB and MWAQC. It shall: (1) review on an annual basis, the proposed work plan and budget of COG and its committees, and make recommendations thereon to the Board; (2) advise the Board on methods to determine local government contributions to COG and

long-term funding strategies for COG; and (3) advise the staff and Board, as necessary, on issues related to COG's finances.

3) Employee Compensation and Benefits Review Committee

The Chair shall annually appoint ~~Directors members of to serve on~~ the Employee Compensation and Benefits Review Committee (ECBR). The ECBR shall periodically cause a review and analysis of salaries and benefits in the "COG marketplace" to ascertain appropriate levels of employee compensation and benefits to maintain COG's competitiveness in recruitment for new employees and the retention of existing employees. The ECBR shall make recommendations to the Board concerning its findings ~~thereunder~~. The COG marketplace includes (1) COG's participating jurisdictions; (2) similar major regional councils and metropolitan planning organizations throughout the country; and (3) comparable nonprofit associations in the Washington Metropolitan ~~Statistical Area-area~~. The ECBR shall also create and implement annual procedures for the Board's review and evaluation of the Executive Director and shall annually make findings and recommendations thereon to the Board.

4) Audit Committee

The Audit Committee shall consist of three ~~(3) Board members~~ Directors who are not currently an officer of COG, an officer of the Board, or the Chair of a policy Committee, TPB or MWAQC, nor have been such within three (3) years. The functions of the Audit Committee include: (1) overseeing periodic competitive processes for the selection of an outside auditor and recommendation of a selection to the Board; (2) receipt and review of the annual auditor's report; and (3) recommendations, if any, to the Board based upon such review.

- (d) The Board shall create such permanent and *ad hoc* policy and technical committees as it shall from time to time deem appropriate, and shall concurrently with the ~~if~~ creation of the committee, provide a mission statement and bylaws governing the activities of the committee created. Participating governments and adjunct participating governments may nominate elected officials to policy committees and elected officials or professional staff to technical committees. With the approval of the ~~C~~ecommittee chair, or as provided in its bylaws, professional staff may serve on policy committees.

6.00 PUBLIC HEARINGS

Public hearings provide individuals and organizations with a formal opportunity to be heard on a matter prior to decision-making. ~~They~~Public hearings will be held prior to adoption of formal policies or plans on which policies or plans and hearings; are required by federal or state law. The following procedures shall be

followed by the ~~Metropolitan Washington Council of Governments~~ Board of Directors and its policy committees when holding public hearings. These procedures do not apply to informal public meetings held to elicit the viewpoints of individuals and organizations in the process of formulating policies and programs.

6.01 Determination to Hold Hearings

Except when otherwise required by law or regulation, the decision to conduct a hearing shall be made by the Board ~~of Directors~~. In making such determination, the amount of public interest shown in and pertinent information to be gained from a hearing shall be taken into consideration.

6.02 Hearing Notice

A notice of each hearing shall be published at least 14 ~~(fourteen)~~ days prior to the hearing in a newspaper of general circulation in the area affected by the hearing, or such other time period as may be required by applicable law. The notice ~~should be of display type and~~ must state the date, time, place, subject of the hearing, any constraints on statements, telephone number and location at which to sign up to testify and to pick up available background material. Notice of the hearing ~~will~~shall be placed on the COG website. In addition, notice will be mailed to all individuals and organizations on the mailing list of the Board or committees conducting the hearing.

6.03 Location and Time

In determining the number, locations and times for hearings, consideration shall be given to easing travel hardship and to facilitating attendance and testimony by a cross section of interested or affected persons and organizations. The location for each hearing shall be in ~~at least one place in~~ the District of Columbia, Northern Virginia and suburban Maryland, as determined appropriate to the subject matter of the hearing. Accessibility of hearing sites by public transportation shall be considered.

6.04 Availability of Documents to Public

Reports, documents, and data to be discussed at the hearing shall be available to the public for not less than 10 ~~(ten)~~ days prior to the hearing unless otherwise directed by the Board at the time the hearing is scheduled or by the Executive Committee in the absence of a Board meeting.

6.05 Scheduling of Speakers Witnesses

Individuals may telephone, visit the COG office, or request in writing to be placed on the ~~witness~~ list of speakers for a scheduled public hearing. ~~Witnesses~~ Speakers

shall be scheduled in advance when necessary to ensure maximum participation and appropriate allotment of time for testimony. The general time limit on presentation shall be five (5) minutes for individuals and ~~10~~ten minutes for organizations. Governmental representatives who are to testify shall be placed at the beginning of the ~~witness-speakers'~~ list.

A person who wishes to ~~testify-speak at a public hearing~~ may sign up for himself/herself only and not for others, and only one representative per organization ~~may speakean testify~~.

A request to change the sequence of speakers when the appropriate person's name is called may or may not be granted by the Chair.

Written ~~comments testimony~~ may be submitted in lieu of oral presentations and it shall be made part of the official record. The record may be held open for receipt of ~~testimony-comments~~ at the discretion of the Board or policy committee conducting the hearing.

6.06 Records

A record of the public hearing in form of written transcript or electronic recording shall be available to the public at cost.

7.00 NEWS MEDIA PARTICIPATION

Reasonable seating facilities shall be provided for representatives of news media at all ~~sessions and~~ public meetings of the Board or policy committee, and such representatives are encouraged to attend. Any meeting ~~or legislative session~~ may be briefly recessed for the purpose of picture taking or ceremonial activities. Time ~~shall may~~ be provided ~~after~~ the conclusion of ~~a each Council session~~ Board or policy committee meeting for questions by media representatives.

8.00 CONSENT AGENDA

Types of Items

The Consent Agenda shall contain items that require Board authorization but are not expected to require discussion. Such items shall include, but not be limited to the following: consultant and third party contracts in furtherance of previously authorized programs by the Board; grant applications and contracts authorized in the COG Council's budget; routine written reports from policy committees and written status reports; and committee appointments made by the Chair.

8.02 Format

Items on the Consent Agenda shall be listed together under the title Consent Agenda on the monthly Board meeting agenda. All motions listed on the Consent Agenda will be approved as a result of a single motion to approve the Consent Agenda.

8.03 Prerogative of ~~Board Member~~Directors

Any ~~Board member~~Director attending the ~~at Board~~ meeting shall be entitled to have one or more items removed from the Consent Agenda by a request made to the Chair prior to the Board²s taking action on the Consent Agenda. In such event, items removed from the Consent Agenda shall be considered after the ~~last agenda item, but before any new items added to the agenda by amendments to the agenda, unless the Board determines by a majority vote to take up such items removed from the Consent Agenda in some other order~~ vote on the Consent Agenda unless the Chair determines in the Chair's discretion otherwise.

8.04 Removal of Items

Items removed from the Consent Agenda at the request of a ~~Board member~~Director shall be dealt with individually and shall follow the regular practice and procedures for discussion and action by the Board.

9.00 RULES OF DECORUM

9.01 Decorum of ~~Members of the Public~~

Directors and mMembers of the public shall conduct themselves in an orderly manner and not disrupt the Board meeting.

The Chair shall maintain order in the ~~Council~~Board Chamber. If the Chair determines that the removal of any person ~~other than a member~~ is necessary to maintain order, and after warning the person, the Chair may order the removal of any disorderly person.

10.00 CONFLICT OF INTEREST GUIDELINES (approved April 11, 2012)

10.01 Purpose and Intent

COG is a nonprofit, tax exempt organization. The COG members view the operations of COG as a public trust, which is subject to scrutiny by and accountable to such governmental authorities, as well as to the IRS. Maintenance of its tax exempt status is important both for public support and for its continued financial stability.

Consequently, there is a fiduciary duty among COG, its Board of Directors (~~"Board"~~), officers, management and employees. All have the responsibility of

administering the affairs of COG honestly and prudently, and of exercising their best care, skill and judgment for the sole benefit of COG and its members. Therefore, memberDirectors, officers, management and employees shall exercise good faith in all transactions involved in their COG duties. They shall not use their positions with COG, or confidential or proprietary knowledge gained therefrom, for their personal benefit.

10.02 Handling Conflicts of Interest on Matters Coming Before the Board

a) It is the duty of each Board memberDirector to disclose any conflict of interest (“conflict”) that he or she has with an issue, matter or transaction (“transactions”) coming before the Board, both in writing and verbally, at the meeting of the Board. After identifying the transaction with respect to which a conflict exists, the memberDirector shall withdraw from any further involvement in that transaction.

b) For purposes of COG transactions, a conflict of interest exists for a memberDirector when that memberDirector would have a conflict or personal interest under the conflict of interests laws or policies of the entity which he or she represents on the Board, as if the same transaction were before that jurisdiction.

c) A memberDirector, who is uncertain as to whether he or she may have a conflict, should ask the General Counsel for an opinion. If requested, the General Counsel shall issue a written opinion stating the basis for the opinion, and the opinion shall be presumed to be correct. The General Counsel shall advise the Board Chair-of the Board, the President and the Executive Director of each opinion issued. The opinion may be relied upon by the memberDirector unless challenged by another memberDirector at the time of the transaction, in which case the final decision as to whether a conflict exists shall be made by the other Board memberDirectors. Copies of all opinions shall be retained by the Executive Director, and made available to the Board upon request.

d) The minutes of the meeting shall reflect that the disclosure was made and whether the person making the disclosure thereafter withdrew from further involvement in the transaction.

10.03 Prohibition of Other Conflicts

In addition to the foregoing, a memberDirector shall not:

a) Use for his or her own economic benefit, or that of another party, information acquired by reason of his or her position as a memberDirector, which is proprietary or confidential or otherwise not generally known to the public.

b) Accept any service, money or thing of value from any person or organization that would tend to impair his or her impartiality and independence of judgment in the performance of his or her duties as a ~~member~~Director.

10.04 Applicability to COG Officers, Committees and Other COG Entities

The responsibilities set forth in this section shall also apply to COG officers, ~~members~~ of COG Committees and other COG Entities, and the same procedures followed.

COG Human Resources policy will include consistent provisions with respect to staff.

10.05 Notice to ~~Members~~Directors

New ~~member~~Directors and committee members shall be given a copy of this policy by the Executive Director and specifically asked to read it.



AGENDA ITEM #11

RESPONSE TO BOARD REQUEST FOR PRIOR RESOLUTIONS ON GUN VIOLENCE

February 1, 2013

AGENDA - February 13, 2013

District of Columbia
Bladensburg*
Bowie
Charles County
College Park
Frederick
Frederick County
Gaithersburg
Greenbelt
Montgomery County
Prince George's County
Rockville
Takoma Park
Alexandria
Arlington County
Fairfax
Fairfax County
Falls Church
Loudoun County
Manassas
Manassas Park
Prince William County

*Adjunct Member

TO: BOARD OF DIRECTORS

FROM: SHARON E. PANDAK 
General Counsel

RE: RESPONSE TO BOARD REQUEST FOR PRIOR RESOLUTIONS ON GUN VIOLENCE

In response to concerns raised by Board Member David Snyder (Council Member, City of Falls Church), the Board directed that staff provide historical information on prior COG Board positions on gun violence.

Staff research identified several prior Board actions in this regard:

In 1968, 1981 and 1991 the COG Board took positions in favor of various aspects of gun control.

In 2007 the Board directed that a chart comparing the gun laws in the District, Maryland and Virginia be prepared.

These documents are attached.

Attachments: as stated

cc: Chuck Bean, Executive Director
Nicole Hange, Membership and Government Relations Coordinator

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS
1225 Connecticut Avenue, N.W.
Washington, D.C. 20036

RESOLUTION OF THE METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS
URGING MEMBER JURISDICTIONS AND THE FEDERAL GOVERNMENT TO ENACT
STRONGER GUN CONTROL LEGISLATION

WHEREAS, the Metropolitan Washington Council of Governments finds that crimes committed with guns have created a grave hazard for all of our citizens and have been used in an increased number of crimes amounting to more than 6,500 murders, 43,500 gun assaults and 60,000 gun robberies a year; 2,600 accidental deaths, 10,000 suicides; and

WHEREAS, four (4) of our Presidents and members of Congress have been struck down by gun crimes in the last century; and

WHEREAS, our Country's rate of gun crimes, unheard of in other countries, significantly amounting to 175 times the gun murder rate in Japan and 200 times the gun murder rate in Great Britain and 70 times the gun murder rate of our neighbors to the North in Canada; and

WHEREAS, the rate of gun crimes has endangered our citizens and leaders daily at our local and National level,

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS:

THAT the Council calls upon the Congress of the United States to enact stronger gun control laws, which will keep firearms from criminals, drug addicts and mental incompetents, and

THAT the Council recommends that its member governments enact stronger gun control laws consistent therewith and endorses in principle the model ordinances proposed this date by the COG staff for the registration of guns and the licensing of users.

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS
1875 Eye Street, N.W.
Washington, D. C. 20006

RESOLUTION ESTABLISHING POLICY AND PRINCIPLES
ON HANDGUN LEGISLATION

WHEREAS, in April 1981, the Public Safety Policy Committee (PSPC) recommended to the Board of Directors a resolution which would adopt a set of policy principles for the regulation and curtailment of the use of handguns; and

WHEREAS, the resolution and related materials were forwarded to the local governments in COG for their review and comment; and

WHEREAS, most of the local governments in COG have examined the PSPC's recommendations and found there were limitations on their legislative authority to develop ordinances which would fulfill the policy recommendations contained in the resolution; and

WHEREAS, there is a sentiment among the local governments in the region that the problem of the use of handguns in the commission of violent crimes continues to be a fundamental problem which should be addressed; and

WHEREAS, subsequent to the PSPC's recommendations, the U.S. Attorney General's Task Force on Violent Crime, through its Co-Chairmen, Governor James R. Thompson of Illinois and former Attorney General Griffin B. Bell, issued its Final Report on August 17, 1981, which addressed, among other things, the problem presented by the use of handguns in violent crimes; and

WHEREAS, the Task Force reported that in 1978, FBI statistics indicated 307,000 offenses of murder, robbery and aggravated assault involved firearms and that over 10 million, or 50 percent of all violent victimizations occurring from 1973 to 1978, also included the use of firearms; and

WHEREAS, the Task Force found that the "plethora of contradictory state gun laws has made their enforcement ineffective, indicating the need for a Federal strategy that would provide consistency and uniformity across state boundaries;" and

WHEREAS, the Task Force, in response to this dilemma recommended several policies to the Attorney General of the United States which would implement a clear, coherent and consistent enforcement policy; and

WHEREAS, after reviewing the PSPC's recommendations, and based upon the legal limitations reflected in the responses from the participating local governments in COG on such proposals; and

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS:

1. THAT the Board hereby endorses and urges the Administration and Congress to propose and enact national legislation and adopt policies on handguns recommended by the Attorney General's Task Force on Violent Crime as follows:

A. Support or propose legislation to require a mandatory prison sentence for the use of a firearm in the commission of a felony.

B. Support or propose legislation to amend the Gun Control Act of 1968 to strengthen its ability to meet two of its major purposes: allowing the tracing of firearms used during the commission of an offense and prohibiting dangerous individuals from acquiring firearms. Specifically, the Act should be amended to provide the following:

(i) that, on a prospective basis, individuals be required to report the theft or loss of a handgun to their local law enforcement agency,

(ii) that a waiting period be required for the purchase of a handgun to allow for a mandatory records check to ensure that the purchaser is not in one of the categories of persons who are proscribed by existing Federal law from possessing a handgun.

C. Title I of the Gun Control Act of 1968 prohibits the importation of certain categories of handguns. However, the Act does not prohibit the importation of unassembled parts of these guns, thereby permitting the circumvention of the intended purpose of this title of the Act. The Act, therefore, should be amended to prohibit the importation of unassembled parts of handguns which would be prohibited if assembled.

D. The Attorney General should direct the United States Attorneys to develop agreements with state and local prosecutors for increased Federal prosecutions of convicted felons apprehended in the possession of a firearm. This proposal would make possible Federal prosecutions of felons apprehended in the possession of a firearm under the 1968 Gun Control Act and the ~~Dangerous Special~~ Offender provisions of the Organized Crime Control Act of 1970.

E. Support or propose legislation to authorize the Bureau of Alcohol, Tobacco and Firearms to classify semi-automatic weapons that are easily converted into fully automatic weapons as Title II weapons under the Gun Control Act of 1968.

2. THAT the Governors, State Attorney Generals and State Legislatures of Maryland and Virginia lend their support of this effort at the Federal level and, pending Federal implementation, pursue efforts within their respective States as follows:

A. Specify certain limited classes of firearms to be designated as unlawful in all cases, e.g., sawed-off shotguns, machine guns, bazookas.

B. Require registration of all firearms not outlawed under provision (A) above. Registration shall be limited to persons who meet certain statutory criteria.

C. Require licensed firearm dealers to keep detailed records of inventory and all transfers from inventory.

D. Require licensing of all dealers in firearms according to certain statutory criteria.

E. Require all firearms to be unloaded and disassembled or bound by a trigger lock when not used for lawful business or recreation purposes

F. Authorize the judicial levying of criminal penalties for crimes of violence committed with a firearm in addition to those for the offense itself, or second or subsequent violations of this new law.

3. THAT a copy of this resolution shall be transmitted to President Reagan, the U.S. Attorney General, the White House's Liaison Official to the Washington Metropolitan Area, Members of the Congressional Delegation from the Washington Metropolitan Area, appropriate House and Senate Committees and to the Governors, State Attorney Generals and Legislative leaders of Maryland and Virginia.

Metropolitan Washington Council of Governments
777 N. Capitol Street
Washington, D.C. 20002

RESOLUTION ENDORSING A REGIONAL POLICY STATEMENT ON
GUN CONTROL AND RECOMMENDED LEGISLATIVE INITIATIVES

WHEREAS, the Metropolitan Washington Council of Governments (Council) has a long-standing record regarding the promotion of policies and laws for the regulation and curtailment of illegal use of firearms; and

WHEREAS, in June 1968, the Council's Board of Directors (Board) unanimously agreed to support stronger ordinances on the licensing and registration of firearms; and

WHEREAS, regional, multi-state consistency of firearm laws will aid law enforcement officials in preventing the movement of firearms from areas with weak laws into states with strong gun control laws; and

WHEREAS, in August 1981, the U.S. Attorney General's Task Force on Violent Crime found that "the pattern of contradictory state gun laws has made their enforcement ineffective, indicating the need for a Federal strategy that would provide consistency and uniformity across state boundaries"; and

WHEREAS, the Task Force, in response to this finding, recommended several policies to the Attorney General of the United States which would implement a clear, coherent and consistent federal enforcement policy; and

WHEREAS, the Council adopted a resolution in September 1981, calling for federal enactment of Task Force recommendations; and

WHEREAS, the plague of murder by gunfire has not abated, and firearms were involved in approximately three-quarters of the more than 700 homicides recorded in the Washington metropolitan region in 1990; and

WHEREAS, in December 1990, the Board directed the Public Safety Policy Committee to examine the issue of gun control and federal, state and local legislative initiatives to restrict firearms; and

WHEREAS, the Committee provided the Board with a comprehensive outline of recently enacted and proposed legislative initiatives for discussion in January 1991; and

WHEREAS, the Board further directed the Committee to develop a resolution containing a regional policy statement on gun control and recommended legislative initiatives for consideration in February 1991; and

WHEREAS, the Committee has assessed the existing policies of the Council on promotion of federal, state and local government gun control legislation and has reaffirmed such policies, and updated them for consideration by the Board; and

WHEREAS, the Police Chiefs Committee and the Public Safety Policy Committee have endorsed this resolution.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS, THAT:

1. The Administration and Congress are hereby urged to support and enact national legislation on handguns and assault weapons as follows:
 - a. Propose and support legislation to require a mandatory prison sentence for the use of a firearm in the commission of a felony.
 - b. Amend title 18, United States Code, to require a waiting period before the purchase of a handgun.
 - c. Amend Title 18, United States Code, to prohibit the importation, domestic manufacture, possession, transfer and certain exports of new semi-automatic assault weapons, designated as not "sporting" weapons under 18 U.S.C. Section 925(d) (3), and the possession and transfer of large capacity ammunition feeding devices.
 - d. Amend title 18, United States Code, to prohibit the importation of unassembled parts of weapons which would be prohibited if assembled. The Code prohibits the importation of certain categories of handguns and assault weapons. However, the Code does not prohibit the importation of unassembled parts of these guns, thereby permitting the circumvention of the intended purpose of this title of the Code.
2. The Governors, State Attorneys General and State Legislatures of Maryland and Virginia should lend their support to efforts at the federal level, and pursue efforts within their respective states as follows:
 - a. Prohibit the domestic manufacture, possession and transfer of new semi-automatic assault weapons, designated as not "sporting" weapons.
 - b. Require registration, pre-purchase permit or a license for the purchase of firearms not outlawed under provision of 2.a., above.
 - c. Require licensed firearm dealers to keep detailed records of inventory and all transfers from inventory.
 - d. Require licensing of all dealers in firearms according to certain statutory criteria.
 - e. Propose legislation to require a mandatory prison sentence for the use of a firearm in the commission of a felony.
3. The District of Columbia Government is commended for enacting and enforcing the nation's most enlightened and progressive gun control laws.
4. A copy of this resolution shall be transmitted to President Bush, the U.S. Attorney General, members of the Congressional Delegation from the Washington metropolitan area, appropriate House and Senate Committees, and to the Governors, State Attorneys General and Legislative leaders of Maryland and Virginia, and the Mayor and City Council of the District of Columbia.

NOTE: THE FOLLOWING COMPARISON WAS PREPARED PURSUANT TO COG BOARD DIRECTION IN 2007 - IT HAS NOT BEEN UPDATED

NATIONAL CAPITAL REGION GUN LAW COMPARISON			
Law	District of Columbia	Maryland	Virginia
Limited Per/Month Purchase on Handguns		Yes	Yes
Attorney General Regulation		Partial	No
Ballistic fingerprinting of Handguns prior to sale		Partial	No
Child Access Prevention-accountability of gun owner		Yes	Yes
Manufacturer Accountability		Partial	No
Limitation on assault weapons and magazines		Yes	No
State Background Checks in addition to Federal Check		Partial	Yes
Limitation of Concealed Handguns		Yes	No
Mandatory Child Safety Locks	Yes	Partial	No
Mandatory Background Checks at Gun Shows		Partial	No
Juvenile Possession Restrictions	Yes	Partial	Partial
License/permit Required to Purchase Handguns		Yes	No
Police Maintenance of Gun Sale Records		Partial	Partial
Consumer Safety Standards		Yes	No
Limitations on Saturday Night Specials "junk guns"		Yes	No
Background Checks on Private Gun Sales	Yes	Partial	No
Illegal to sell to Minors		Partial	No
Local preemption-ability for Localities to Enact Stronger Laws than the State's	Yes-DC has broad authority	Partial	No
Mandatory Gun Registration with Law Enforcement		Partial	No
Safety Training Requirement for Ownership		Yes	No
Concealed Weapons Limitations	Yes	Yes (Public Buildings)	Yes (schools)
Waiting Period on Gun Sales		Yes	No
Ability of Congress to Repeal Gun Laws	Yes		

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AGENDA ITEM #12

LEGISLATIVE UPDATE



AGENDA ITEM #13

OTHER BUSINESS



AGENDA ITEM #14

ADJOURNMENT

NEXT MEETING: MARCH 13, 2013