## **COG BOARD OF DIRECTORS MEETING**

 **DATE: February 13, 2013**

 **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.)**

1. **Outreach**
2. **Information and Follow-up**
3. **Letters Sent/Received**
4. **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.)**

**Rosalynn 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 2013 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.)**

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