

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

DATE: April 11, 2012
TIME: 12:00 Noon
PLACE: COG Board Room

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

AGENDA

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

**Chairman Frank Principi
Supervisor, Prince William County**

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

Chairman Principi

- a) **Infrastructure Banks in Metropolitan Washington – April 1**
- b) **Tour of Fairfax County's advanced wastewater treatment – May 18**
- c) **Executive Director Search Update**

**3. EXECUTIVE DIRECTOR'S REPORT
(12:05 – 12:10 p.m.)**

- a) **Outreach**
- b) **Legislative and Regulatory Update**
- c) **Information and Follow-up**
- d) **Letters Sent/Received**
- e) **General Counsel's Report**

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

**5. APPROVAL OF MINUTES OF MARCH 14, 2012
(12:15 – 12:20 p.m.)**

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

CONSENT AGENDA

6. ADOPTION OF CONSENT AGENDA ITEMS

(12:20 – 12:25 p.m.)

A. Resolution Authorizing the Executive Director to Solicit Competitive Bids to Implement New Association Management Software

The COG Board will be asked to adopt Resolution R17–2012, authorizing the Executive Director, or his designee, to solicit competitive bids to implement the new Association Management Software. This contract will be managed by the COG Office of Information Technology and Facility Management. COG wishes to provide enhanced member services on a software platform that is easier for staff to manage and improves communication tools and services to COG Members and other partners. Improving Member services is included in the COG Board’s adopted 2012 COG Board Work Plan initiatives. Association Management Software (AMS) is specialized software used by membership associations to manage their committees and engage Members. The AMS will eliminate duplication of effort and help ensure that accurate committee information is reflected across COG. The AMS also will integrate with the new COG website. Authorization to execute a contract, including proposed project cost, revenue source, timetable and deliverables, will be submitted for approval by the COG Board at its May 9 meeting.

RECOMMENDED ACTION: Adopt Resolution R17-2012

B. Resolution Authorizing the Executive Director to Solicit Competitive Proposals and Execute a Contract for Consultant Support for the Capital Area Foreclosure Network

The COG Board will be asked to adopt Resolution R18-2012 authorizing the Executive Director, or his designee, to solicit competitive proposals and execute a contract with a contractor in an amount not to exceed \$75,000 to fill the position of Director of the Capital Area Foreclosure Network (CAFN). Funding to support this expense is included in COG’s FY 2012 and FY 2013 work program and budget. This contract will be managed by the COG Department of Community Planning and Services. CAFN was established in 2010 as a partnership between COG and the Nonprofit Roundtable of Greater Washington to respond to the foreclosure crisis in metropolitan Washington. CAFN’s current Director will again be leaving her position effective this summer, and CAFN’s leadership seeks to find a new Director by June 30 of this year. The CAFN Director will again be a part-time contract position. CAFN receives funding from a variety of organizations, including Fannie Mae, Freddie Mac, the Federal Reserve Bank, NeighborWorks, the Community Foundation of the National Capital Area, and others. No matching COG funds are required.

RECOMMENDED ACTION: Adopt Resolution R18-2012

C. Resolution Authorizing COG to Contract for Interim Chief Financial Officer Consultant Support

The COG Board will be asked to adopt Resolution R19-2012, authorizing the Executive Director, or his designee, to contract with Tate and Tryon to obtain consultant staff support for an Interim Chief Financial Officer (CFO), in an amount not to exceed \$50,000. Funding to support this expense is included in COG's FY 2012 indirect cost allocation plan. This contract will be managed by the Executive Director. Tate and Tryon provides senior-level accounting and financial support to nonprofit organizations and associations. An Interim CFO will be in place March through June. COG expects selection and placement by of a permanent CFO by June.

RECOMMENDED ACTION: Adopt Resolution R19-2012

D. Resolution Authorizing the Executive Director to File a Planning Grant Application and Execute a Grant Contract with the Federal Aviation Administration for Phase 27 of the Continuous Airport System Planning Program

The Board will be asked to adopt Resolution R20-2012, authorizing the Executive Director, or his designee, to submit a planning grant application and execute a grant contract with the Federal Aviation Administration (FAA) for Phase 27 of the Continuous Airport System Planning (CASP) program for the National Capital Region. This contract will be managed by the COG Department of Transportation Planning. This application would be in an amount not to exceed \$333,333. The FAA will provide funds for 90 percent, \$300,000, of the project total. The ten percent match, \$33,333, will be provided from combination of funds, as follows: \$19,750 already approved in the FY 2013 COG work program and budget and an additional amount not to exceed \$13,583 from the unallocated/contingency line item in the approved FY 2013 COG work program and budget. The recommended additional match is necessary to meet FAA local match requirements, which changed from a five percent match to a ten percent match under the new FAA reauthorization bill approved by Congress earlier this year.

RECOMMENDED ACTION: Adopt Resolution R20-2012.

ACTION AGENDA

7. APPROVE RESOLUTION AMENDING THE COG RULES OF PROCEDURE TO INCLUDE CONFLICT OF INTEREST GUIDELINES

(12:25 – 12:35 p.m.)

**Sharon Pandak
COG General Counsel**

As a nonprofit organization, COG members view the operations of COG as a public trust, subject to scrutiny by and accountable to certain governmental authorities, including the IRS. Consequently, there is a fiduciary duty among COG, its Board of Directors, officers, management, and employees. The proposed Amendment to COG's Rules and Procedures provides a clear explanation of conflicts of interest and other conflicts that may arise in the ordinary course of business. COG's counsel, Sharon Pandak, will attend the meeting to answer any questions directors may have. If approved, COG's Rules and Procedures will be amended to add a new Section 10.00 – Conflict of Interest Guidelines, a copy of which follows the resolution.

RECOMMENDED ACTION: Approve and Adopt Resolution R21-2012.

SPECIAL MONTHLY LEARNING SESSION

8. ECONOMIC GROWTH AND COMPETITIVENESS: LEARNING SESSION – OPPORTUNITIES TO BETTER INTEGRATE STATE AND LOCAL ECONOMIC DEVELOPMENT STRATEGIES (12:35 – 1:30 p.m.)

Panel 1: State Perspective

**Dominick Murray, Deputy Secretary for Business and Economic Development
State of Maryland**

**Victor Hoskins, Deputy Mayor for Economic Development
District of Columbia**

Panel 2: Response from Local Economic Development Directors

**Tom Flynn, Loudoun County
Terry Holzheimer, Arlington County
Steve Silverman, Montgomery County
Gene Lauer, Charles County**

In February the COG Board agreed to make economic growth and competitiveness its top priority. A better understanding of the region's economic assets and opportunities for growth is a critical component to this process, specifically as this region looks to diversify its economy. The COG Board further agreed to host learning sessions at each of its monthly meetings through July, engaging business leaders, federal and state officials, economic development agencies, and other stakeholders prior to releasing an action plan in the fall of this year.

The COG Board has invited economic development leaders to: 1) describe state and local economic development assets and challenges, and the strategies to address both; and 2) identify how state and local economic development strategies can better balance the reality of inter-jurisdictional economic competition with the need to foster an economic development strategy that promotes growth and competitiveness for the National Capital Region as a whole. The COG Board will also seek ongoing engagement by area economic development officials in its examination of economic growth and competitiveness in 2012.

RECOMMENDED ACTION: Presentation and discussion.

INFORMATION ITEMS

9. PRESENTATION ON REGIONAL TRANSPORTATION PLANNING AND LINKAGE WITH REGION FORWARD AND COG BOARD FOCUS ON ECONOMIC GROWTH AND COMPETITIVENESS (1:30 – 1:50 p.m.)

Todd M. Turner
City of Bowie Council Member
Chairman, Transportation Planning Board

Ron Kirby
Director, Department of Transportation Planning

Transportation planning at the regional level is coordinated in the Washington area by the National Capital Region Transportation Planning Board (TPB), which became associated with the Metropolitan Washington Council of Governments in 1966, serving as COG's transportation policy committee.

The successful achievement of many Region Forward goals will depend on actions by the TPB and transportation implementation partners. In addition, the region's economic growth is linked to regional mobility and investments in transportation infrastructure. Mr. Kirby will highlight how current and planned transportation infrastructure affects Region Forward and economic growth and competitiveness, and other important TPB-led initiatives.

RECOMMENDED ACTION: Presentation, no action required.

10. OTHER BUSINESS (1:50 – 2:00 p.m.)

11. ADJOURN - NEXT MEETING MAY 9, 2012 (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



AGENDA ITEM #2

ANNOUNCEMENTS



INFRASTRUCTURE BANKS

You Are Invited

APRIL 17, 2012

10:00 am - 2:30 pm

**Forum on creating
infrastructure banks
at the national, state,
and regional level.**



An initiative of Our Nation's Capital

the big idea:

Our Nation's Capital (ONC) is holding a forum to discuss creating infrastructure banks and other infrastructure financing mechanisms.

This is the first forum bringing together stakeholders from across the region to address the transportation, environmental, and other infrastructure challenges facing metropolitan Washington.

April 17, 2012 • 10:00 am - 2:30 pm

Attendance by invitation.

Lunch will be provided.

Speakers include:

Rep. Rosa DeLauro (D-CT)

Richard Suisman, Chair, ONC

Dave Robertson, Executive Director, COG

Fred Abousleman, Executive Director, National Association of Regional Councils (NARC)

Bob Buchanan, President, The 2030 Group

Mort Downey, Member, Metro Board of Directors

Tyler Duvall, Associate Principal, McKinsey & Company

Stuart Freudberg, Environmental Programs Director, COG

Jonathan Gifford, Associate Director of Research, GMU

George Hawkins, General Manager, DC Water

Ron Kirby, Transportation Planning Director, COG

Sponsored by
Our Nation's Capital

Co-Sponsors

DC Water

George Mason University School of Public Policy

Metropolitan Council AFL-CIO

Metropolitan Washington Council of Governments

The 2030 Group

University of Maryland Center for Public and Private Enterprise

GEORGE MASON UNIVERSITY

Arlington Campus • Founders Hall

Virginia Square Metro (Orange Line)

3351 Fairfax Drive, Arlington, VA 22201 (Parking garage on site)

CLICK HERE TO REGISTER

Save the Date



Please join the Chesapeake Bay and Water Resources Policy Committee's tour of nutrient removal upgrades at Fairfax County's advanced wastewater treatment plant. This tour will promote the work that local governments have done to benefit local water quality, the Potomac River, and the Bay; and provide an opportunity to talk to state and federal officials about the work that remains to be done.

Who should attend?

Local government elected officials, and state and federal water quality policy officials.

Date:
Friday, May 18, 2012

Time:
10 a.m. to 1 p.m. for the meeting and tour;
Tour itself will run from 11-12:30

Location:
Fairfax County's
Noman M. Cole, Jr.
Pollution Control Plant
Lorton, VA

For more information, contact Heidi Bonnaffon of COG staff
hbonnaffon@mwkog.org or 202.962.3316



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2. You are responsible for the security of your system and any transmissions.
3. Your activities on the WLAN shall not:
 - a) introduce any type of malware that may interfere with the WLAN or MWCOCG network;
 - b) create any liability for MWCOCG or cause MWCOCG to lose service;
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 - d) be defamatory, trade libelous, unlawfully threatening or harassing;
 - e) be obscene or contain child pornography;
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 - g) involve any attempt to access any data or system which you are not authorized access; or
 - h) engage in any file sharing of illegal or copyright protected files
4. MWCOCG routinely monitors and logs communication over its network for security, performance, and other purposes necessary to secure MWCOCG's system and compliance with the law and to minimize MWCOCG's potential liability. Thus, you acknowledge and agree that MWCOCG may access, monitor, audit, intercept, and disclose any such communications or data for such purpose.
5. You agree that MWCOCG may not make any or certain Internet services available, and may revoke your access to this WLAN at any time for any reason with or without notice.
6. **AS A COMPLIMENTARY SERVICE, THIS WLAN IS PROVIDED "AS-IS" AND "WHERE-IS," WITHOUT ANY WARRANTIES, EXPRESS OR IMPLIED.**





AGENDA ITEM #3

EXECUTIVE DIRECTOR'S REPORT

COG

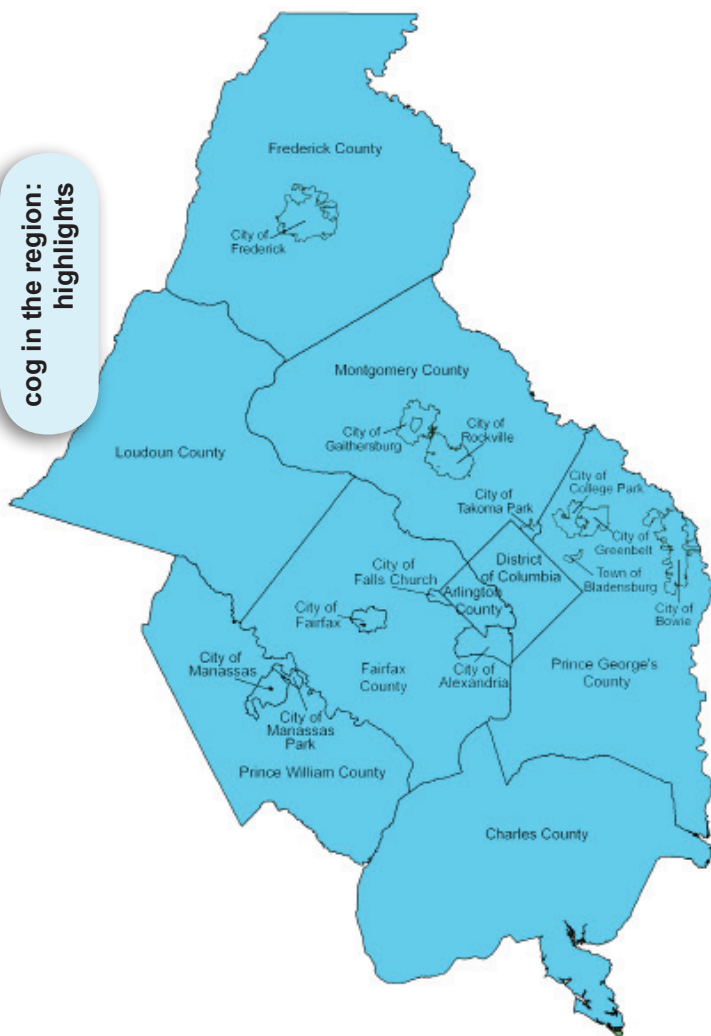
April 11, 2012

outreach report

executive director:
david robertson

- **State Legislative Outreach.** Hosted reception for Maryland legislators in Annapolis.
- **Economic Development.** Moderated a panel at a Leadership Greater Washington event.
- **Region Forward.** Met with staff from the Washington Regional Association of Grantmakers to discuss funding and collaboration.
- **Emergency Preparedness.** Met with D.C. Deputy Mayor Paul Quander on COG's Emergency Preparedness Council. Also attended an emergency exercise sponsored by the D.C. Department of Health.

cog in the region:
highlights



Frederick County: David Robertson briefed the Board of Commissioners on the FY13 work program/budget (WPB).

Frederick: Joan Rohlfs (DEP) briefed Alderman Karen Young, a new member of MWAQC.

Loudoun County:

- David Robertson briefed the Board of Supervisors on the WPB.
- Joan Rohlfs briefed County Vice Chair Janet Clarke, a new member of MWAQC.

District of Columbia:

- David Robertson and COG Board Chair Frank Principi met with Mayor Vincent Gray to discuss the Board's focus on economic growth and competitiveness.
- COG convened state child welfare officials from DC, MD, and VA for a special training session.
- COG hosted the Animal Services Awards honoring local animal control officers, rescuers, and volunteers for their work on behalf of animals, animal owners, and wildlife.

Arlington County: Maia Davis (DEP) spoke at the Mid-Atlantic Regional Planning Roundtable hosted by the Northern Virginia Regional Commission and Virginia Tech.

Prince William County: David Robertson briefed the Board of County Supervisors on the WPB.

China: Jeff King (DEP) went to Beijing as part of an International Sustainability Fellows exchange funded by the State Department and managed by the International City and County Managers Association.
Board Packet Page 12

COG

media report

April 11, 2012

Click on any of the underlined words to read/watch the news item!

Street Smart Launches Spring Campaign

Street Smart, the COG/TPB regional bicyclist and pedestrian safety program, launched its spring 2012 campaign in March. The program includes two elements: increased enforcement of safety laws by area police departments and a public education effort to raise awareness among drivers, pedestrians, and bicyclists. The launch of the spring 2012 campaign was covered by [NBC 4](#), [The Washington Post](#), the [Washington Examiner](#), WTOP, CBS 9, ABC 7, the [Maryland Gazette](#), and the Greater Greater Washington and DCist blogs. NBC 4's Viewpoint program also recently featured a discussion on COG/TPB transportation initiatives, including the Street Smart program. [Click here](#) to watch a clip from the program.



Rising Gas Prices Lead to Increased Ridesharing

Gas prices have risen throughout 2012 to levels not seen since 2008. This increase is taking a toll on household budgets. One way people in metropolitan Washington are mitigating the impact of high gas prices is by ridesharing. Commuter Connections, the COG/TPB program aimed at encouraging alternatives to drive-alone commuting has seen a double-digit jump in the number of applications for ridesharing. Commuter Connections' increased applications for ridesharing as an effect of gas price increases was covered by [The Washington Post](#), [WTOP](#), ABC 7, [Fairfax News](#), and the [Fredericksburg Star](#).

COG Tackling Regional Economic Growth & Competitiveness

In March, the COG Board of Directors began its work on developing an Economic Growth & Competitiveness Plan for metropolitan Washington. At its March meeting, Dr. Stephen Fuller of George Mason University's Center for Regional Analysis briefed the Board on an assessment of the region's current economic state and predictions for the near future. The briefing and the launch of the Plan was covered by the [Washington Examiner](#), WTOP, and the blog of The 2030 Group. [Click here](#) to view a video of the presentation, as well as other summary materials from the meeting.



Read more about COG's Economic Growth & Competitiveness initiative over at [RegionForward.org](#). Two blog posts summarize the first session of the Board's initiative and the recommendations from Dr. Fuller:

- [Small tech firms, Silver Line \(not Uncle Sam\) will fuel future growth in Metro Washington](#)
- [Regional cooperation, economic diversity, public transit, & small business key to the DC area's future economy](#)

**Reply.
Friend.
Tweet.
Like.
Comment.
Retweet.**





COG Events Calendar

April - June 2012

Updated: April 4, 2012

April 2012	
Apr 11	COG Board of Directors 12:00 PM - 02:00 PM COG Board Room Contact: Nicole Hange - nhange@mwcog.org
Apr 14	24th Annual Potomac Watershed Cleanup 09:00 AM - 12:00 PM Metropolitan Washington Region (multiple locations) Contact: Annual Potomac Cleanup - potomaccleanup@fergusonfoundation.org
Apr 17	Infrastructure Banks for Metropolitan Washington 10:00 AM - 02:30 PM George Mason University School of Public Policy Contact: Pat Warren - pwarren@mwcog.org
Apr 18-22	Atlanta Regional Commission (ARC)/Leadership Involvement Networking Knowledge (LINK) Visit COG Board Room Contact: Pat Warren - pwarren@mwcog.org

April						
S	M	T	W	T	F	S
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
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29	30					

May						
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13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30	31		

June						
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3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30



COG Events Calendar

Apr 18	Transportation Planning Board 12:00 PM - 02:00 PM COG Board Room Contact: Ron Kirby - rkirby@mwkog.org
Apr 19	Mobile Apps for Local Government 01:00 PM - 05:00 PM Training Center Contact: George Danilovics - 202-962-3248 or gdanilovics@mwkog.org
Apr 20	Potomac Conference Greater Washington Board of Trade Contact: Board of Trade - events@bot.org
Apr 30	Transit-Oriented Preservation Policy Forum 09:00 AM - 01:00 PM Training Center Contact: Jessica Rafferty - jrafferty@enterprisecommunity.org
May 2012	
May 8	Clean Air Partners Annual Celebration 06:00 PM - 09:00 PM Baltimore Museum of Industry Contact: Jen Desimone - 202-962-3360 or jdesimone@mwkog.org
May 9	COG Board of Directors 12:00 PM - 02:00 PM COG Board Room Contact: Barbara Chapman - bchapman@mwkog.org
May 9-12	The New World: 20th Annual Conference of the Congress for the New Urbanism West Palm Beach, FL Contact: Sandrine Milanello - smilanello@cnu.org



COG Events Calendar

May 16	Transportation Planning Board 12:00 PM - 02:00 PM COG Board Room Contact: Ron Kirby - rkirby@mwkog.org
May 18	Bike To Work Day 06:00 AM - 06:00 PM Regional Contact: Douglas Franklin - DFranklin@mwkog.org
May 22	Annual Transit Forum 11:00 AM - 01:30 PM Training Center Contact: Eric Randall - 202-962- 3254 or erandall@mwkog.org
May 23	Climate, Energy & Environment Policy Committee (CEEPC) 09:30 AM - 12:00 PM COG Board Room Contact: Joan Rohlfs/Stuart Freudberg - jrohlfs@mwkog.org
May 23	Metropolitan Washington Air Quality Committee 12:00 PM - 02:00 PM COG Board Room Contact: Joan Rohlfs - jrohlfs@mwkog.org
June 2012	
Jun 4-6	National Charrette Institute Training Training Center Contact: Bill Lennertz - bill@charretteinstitute.org
Jun 9	Outstanding Foster Parent Appreciation Gala & 20th Anniversary Salute to Wednesday's Child 06:00 PM - 12:00 AM Grand Hyatt Washington Contact: Carette Rogers & Susan O'Brien - 202- 962-3220 or gala@mwkog.org



COG Events Calendar

Jun 10-14	NARC 46th Annual Conference & Exhibition St. Petersburg Contact: Lindsey Riley - lindsey@NARC.org
Jun 13	COG Board of Directors 12:00 PM - 02:00 PM COG Board Room Contact: Barbara Chapman - bchapman@mwkog.org
Jun 20	Transportation Planning Board 12:00 PM - 02:00 PM COG Board Room Contact: Ron Kirby - rkirby@mwkog.org
Jun 24-27	Maryland Municipal League Annual Convention Ocean City Convention Center Contact: Karen Bohlen - karenb@mdmunicipal.org
Jun 27	Metropolitan Washington Air Quality Committee (MWAQC) 12:00 PM - 02:00 PM COG Board Room Contact: Joan Rohlfs - jrohlfs@mwkog.org

March 14, 2012

District of Columbia
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Arlington County
Fairfax
Fairfax County
Falls Church
Loudoun County
Manassas
Manassas Park
Prince William County

To: Catherine M. Hudgins
Chair, Washington Metropolitan Area Transit Authority
(WMATA)

From: David Robertson
COG Executive Director

Subject: COG Input on WMATA Strategic Plan

COG welcomes the invitation to provide input regarding WMATA's strategic plan and the role of Metro in helping the region meet the long-term goals identified in the Region Forward Vision Plan. In 2010 and 2011, COG staff performed extensive research on the governance of WMATA and other major transit agencies for two efforts—a joint COG-Board of Trade report as well as a research report for the Governance Work Group (GWG), which represents the governors of Maryland and Virginia and mayor of the District of Columbia. Several of the recommendations put forth in these reports—such as clearly-defined roles for WMATA Board members and the end of an annual rotation of the Board Chair—have been implemented.

- **WMATA Proposed Mission Statement**

WMATA's proposed mission statement is well-defined: Metro leads the region forward by providing safe, equitable, reliable and cost effective public transit. While WMATA's original charge was constructing a mass transit system for the region, its top priority today is to maximize the system's existing capacity. To this end, COG welcomes recent actions made by WMATA to improve the maintenance and safety of the system, including rebuilding the safety department, fulfilling recommendations by the National Transportation Safety Board, and improving its relationship with the Tri-State Oversight Committee.

- **WMATA Board Strategic Goal #1: Improve Mobility in the Region**
- **WMATA Board Strategic Goal #2: Support the Development of Complete Communities**

As the region's largest public transportation provider, WMATA plays a pivotal role in improving the mobility of the region and helping local governments meet their Region Forward goals to increase transit usage and connect regional activity centers. And by working with governments and developers, WMATA can help

shape more mixed-use, compact, and walkable “complete communities” throughout the region.

WMATA should be commended for its strong participation at COG and the Transportation Planning Board (TPB). For example, WMATA officials were involved in the development of Region Forward and have continued their engagement through the Region Forward Coalition, the group tasked with implementing the regional vision. To assess progress toward meeting the region’s goals, it would be beneficial if WMATA would periodically share information on its performance measures with COG. Because of WMATA’s commitment to Region Forward and other regional planning initiatives, COG is confident WMATA will meet these first two goals.

- **WMATA Board Strategic Goal #3: Ensure Financial Sustainability**

Ensuring financial sustainability greatly impacts WMATA’s ability to fulfill its mission and achieve the previous strategic goals. For this reason, COG would like to see greater elaboration on this topic. Operating shortfalls, and therefore the subsidies required from funding jurisdictions, have increased significantly in recent years. This trend is not sustainable. If more subsidies or revenues are not identified, costs will need to be reduced.

Transit agency funding needs were a major focus of COG staff research for the GWG, which found that WMATA and most of its peer agencies have annual operating and capital budgeting processes. A few agencies operate with wider financial planning horizons—the San Francisco Municipal Transportation Agency (SFMTA) has a two year budget cycle, and the Philadelphia region’s Southeastern Pennsylvania Transportation Authority (SEPTA) provides five year projections of operating revenues, expenses, and anticipated subsidy levels by jurisdiction.

In its final report, the GWG asked WMATA to improve its budget process and adopt longer range financial planning. It called for WMATA to “coordinate the budget planning process with funding jurisdictions.” It also asked WMATA to “assure that cooperative financial planning is a two-way street with jurisdictions” as well as “provide funding forecasts and more detailed and multi-year forecasts of needs.” Based on WMATA’s presentation, COG did not find plans for better coordination with the transit agency’s funding jurisdictions.

In addition to the actions WMATA can take to ensure its financial sustainability, COG calls on regional partners to maintain their funding commitments to the transit agency. Specifically, COG is requesting that Congress sustain \$150 million in federal funding to WMATA for capital and safety improvements, which is matched by \$50 million each from the District of Columbia, Maryland, and Virginia.

Thank you for your consideration of our comments. COG looks forward to continued partnership with WMATA as our organizations work together to shape a more accessible, sustainable, prosperous and livable National Capital Region.

METROPOLITAN WASHINGTON  COUNCIL OF GOVERNMENTS

One Region Moving Forward

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Falls Church
Loudoun County
Manassas
Manassas Park
Prince William County*

April 11, 2012

TO: COG Board of Directors

FROM: David J. Robertson, Executive Director

SUBJECT: Letters Sent to the Congressional Delegation re Federal Support of WMATA

Attached is the final letter approved at the last COG Board Meeting on March 14, 2012, which was sent by mail to the following:

Hon. Roscoe Bartlett, U.S. House of Representatives
Hon. Ben Cardin, U.S. Senate
Hon. Gerry E. Connolly, U.S. House of Representatives
Hon. Donna F. Edwards, U.S. House of Representatives
Hon. Steny H. Hoyer, U.S. House of Representatives
Hon. Barbara Mikulski, U.S. Senate
Hon. James P. Moran, Jr., U.S. House of Representatives
Hon. Christopher J. Van Hollen, U.S. House of Representatives
Hon. Mark Warner, U.S. Senate
Hon. James Webb, U.S. Senate
Hon. Robert J. Wittman, U.S. House of Representatives
Hon. Frank R. Wolf, U.S. House of Representatives
Hon. Eleanor Holmes Norton, U.S. House of Representatives

**Adjunct Member*

J:\COG Board\2012\April\Ltrs.Sent to Cong.Delegation re WMATA 03.14.12.doc

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

www.mwcog.org

METROPOLITAN WASHINGTON  COUNCIL OF GOVERNMENTS

One Region Moving Forward

March 14, 2012

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Arlington County
Fairfax
Fairfax County
Falls Church
Loudoun County
Manassas
Manassas Park
Prince William County*

Hon. Eleanor Holmes Norton
U.S. House of Representatives
2136 Rayburn House Office Building
Washington, DC 20515

Dear Delegate Norton:

I am writing on behalf of the Metropolitan Washington Council of Governments (COG) Board of Directors to urge that Congress support the full federal share of \$150 million in FY 2013 for capital and safety improvements for the Washington Metropolitan Area Transit Authority (WMATA). The COG Board of Directors took this action at its March 14 meeting.

A special panel organized by COG, the Greater Washington Board of Trade and the Federal City Council urged creation of a federal-state WMATA dedicated funding partnership in 2005. Congress approved legislation in 2009 authorizing \$1.5 billion in federal funding over ten years. The federal annual investment of \$150 million is matched by \$50 million each from the District of Columbia, Maryland and Virginia.

The full federal share was appropriated in FY 2010, FY 2011 and FY 2012 and matched by state partners. WMATA and state funding partners also amended the WMATA compact to add new federal representatives on the WMATA Board as required by the authorizing legislation.

Unfortunately, the President's FY 2013 budget now recommends reducing the \$150 million federal share by \$15 million. This will severely affect badly needed capital and safety improvements demanded by the National Transportation Safety Board, the Tri-State Oversight Committee, and WMATA itself. It also opens the door to additional federal or state funding cuts during the balance of the ten year authorization.

COG respectfully requests that Congress maintain full federal support for WMATA capital and safety improvements. Failure to do so will jeopardize progress on capital improvements that are critical to regional mobility, economic development and the safety of area transit riders and visitors to the National Capital Region.

Sincerely,



Frank J. Principi
Chairman, Board of Directors
Supervisor, Prince William County

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



April 3, 2012

Mr. Edward DeMarco
Acting Director
Federal Housing Finance Agency
400 7th Street SW
Washington, DC 20024



Dear Mr. DeMarco:

We, the undersigned, request a meeting regarding the announced wind down of the Freddie Mac Foundation.



The Foundation is a community leader and funder in addressing homelessness, housing, academic success, and human service needs, and the Foundation is the nation's lead funder in foster care and adoption – helping vulnerable children find a home. No other corporation, foundation, or local government will be able to fill the space left by the Foundation.



While the general public incorrectly views public dollars as going into Freddie Mac's philanthropy, we believe that this erroneous perception can be addressed. Our primary concern is the inability to address the host of social ills that will go unabated and potentially grow because of the planned changes at the Foundation. Without the support of the Foundation, more people may become homeless. More vulnerable people may lose the supports that are helping them climb out of poverty. And, more at risk children will languish in the foster care system.



Our organizations represent a broad assemblage of public, private, nonprofit, and civic leaders in the metropolitan Washington area. The Foundation's future is a serious concern because of its significant local charitable investment and the profound impact it has on the people of the National Capital Region. In that regard, we would like to meet to discuss options. James Dinegar, CEO of the Board of Trade at (202) 857-5910 will reach out to your office to arrange a meeting on our behalf. Thank you in advance for your consideration.



Sincerely,



Chuck Bean
President
Nonprofit Roundtable of
Greater Washington

Tamara Copeland
President
Washington Regional Association of
Grantmakers





James C. Dinegar
President & CEO
Greater Washington Board
of Trade

Terri Freeman
President
Community Foundation for the National
Capital Region



Bill Hanbury
President & CEO
United Way of the National
Capital Area

Tim Kime
President & CEO
Leadership Greater Washington



Glen O'Gilvie
CEO
Center for Nonprofit
Advancement

David J. Robertson
Executive Director
Metropolitan Washington Council of
Governments



CC: Ed Haldeman



Ron Poe

Dwight Robinson

Wendell Chambliss





The 8 Neighbors

Contact Info



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AGENDA ITEM #4

AMENDMENTS TO AGENDA



AGENDA ITEM #5

APPROVAL OF MINUTES OF MARCH 14, 2012

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

**MINUTES
Board of Directors Meeting
COG Board Room**

March 14, 2012

**BOARD MEMBERS, ALTERNATES, AND OTHER PARTICIPANTS PRESENT AND NOT PRESENT:
SEE ATTACHED CHART FOR ATTENDANCE.**

STAFF:

**David J. Robertson, Executive Director
Sharon Pandak, General Counsel
Barbara J. Chapman, Executive Board Secretary**

GUESTS:

**Catherine M. Hudgins, Chairman of the Board, WMATA
James W. Dyke, Partner, McGuire Woods LLP and WMATA Board Member
Stephen S. Fuller, Ph.D., Center for Regional Analysis, George Mason University**

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

Chairman Principi announced two upcoming events involving Board members.

Our Nation's Capital is holding a forum to discuss creating infrastructure banks and other infrastructure financing mechanisms. This is the first forum to bring together stakeholders from across the region to discuss infrastructure banks, which are seen by some officials as a potential way to address the transportation, environmental, and other infrastructure challenges facing our region and the nation as a whole. COG is one of five sponsors of the program to be held on April 17, 2012, at the Arlington Campus of George Mason University. COG's Executive Director, Environmental Programs Director, and Transportation Planning Director are expected to participate in the event along with a number of COG's elected officials.

On July 20 and 21, COG will hold its Annual Leadership Retreat. Directors are encouraged to attend this once-a-year opportunity to delve a little deeper into the issues we are most interested in and to think strategically about our priorities for COG and the region. The overall theme will be economic growth and competitiveness in our region. A formal invitation will be mailed to COG Board members shortly.

3. EXECUTIVE DIRECTOR'S REPORT

Outreach

Executive Director Dave Robertson provided new director orientation in meetings with Loudoun County Supervisor Matt Letourneau and Prince William County Supervisor Pete Candland. In addition, he participated in a Board of Trade meeting in Annapolis with Governor Martin O'Malley concerning transportation infrastructure funding. As part of COG's continued efforts to improve relationships with state and local officials, Mr. Robertson and Ms. Nicole Hange attended the VACO/VML's Legislative Day in Richmond. Mr. Robertson also attended the National Association of Regional Councils (NARC) Conference, along with Fairfax County Board Vice Chairman Penny Gross and Arlington County Board Vice Chair Walter Tejada, who also serve on the NARC Board. He met with Arlington County Manager Barbara Donnellan to discuss the Fiscal Year 2012 Urban Area Security Initiative grant process.

COG staff participated in a host of activities since the last Board Meeting. In Charles County, Mr. Robertson participated in a joint work session of the Board of Commissioners and County Planning Board on "Region Forward." In Montgomery County, Ms. Hange presented the COG Board's focus for 2012 to the County Council, while Paul DesJardin served as a panelist on the County Department of Finance's Business Roundtable. In Fairfax County, Ms. Kamilah Bunn held a Wednesday's Child "Lunch and Learn" session at the County Department of Family Services. In the District of Columbia, Mr. Robertson presented COG's work in FY 2011/2012 to the Committee of the Whole. Mr. Stuart Freudberg briefed the D.C. Water Board of Directors on the proposed 2012 Intermunicipal Agreement (IMA). COG hosted the Energy Leadership Symposium along with Applied Solutions, which is a network of local governments focused on sustainability. Speakers included U.S. Congressman Gerald Connolly (VA) and Ted Trabue of D.C.'s Sustainable Energy Utility.

Information items

The 2011 Annual Report and Membership Directory will be mailed to Board Members shortly.

Dave Robertson reminded Board members COG will be hosting the Street Smart program in Prince George's County on March 28, 2012, and encouraged them to attend this event.

The Executive Director introduced new Executive Board Secretary Barbara Chapman and noted that Clara Woodall has joined COG on a temporary basis as Chief Financial Officer.

Letters Sent and Received

A total of nine letters supporting environmental issues were sent by Chairman Principi to state legislators.

Media

In the media this month, Chairman Principi was featured on Region Forward's blog, The Yardstick, wherein he discussed the need for the region to diversify its economy. Mr. Principi and Eric Olson, Prince George's County Council Vice Chair and Region Forward Coalition Chairman, are featured in a Q & A about the implementation of Region Forward. In February, the National Capital Region Transportation Planning Board (TPB) approved project submissions for inclusion in the 2012 Financially Constrained Long-Range Transportation Plan (CLRP).

4. AMENDMENTS TO AGENDA

There were no amendments to the agenda.

5. APPROVAL OF MINUTES OF February 8, 2012

The minutes of the February 8, 2012, meeting were approved and adopted.

6. ADOPTION OF CONSENT AGENDA ITEMS

Supplemental documents: R11-2012 through R16-2012

A. RESOLUTION AUTHORIZING COG TO APPLY FOR AND ADMINISTER FUNDS FROM THE USDOT'S 2012 TIGER COMPETITIVE GRANT PROGRAM

The Board reviewed for adoption Resolution R11-2012, which authorizes the Executive Director, or his designee, to apply for and administer grant funding from USDOT's FY 2012 TIGER Competitive Grant Program for a project to Implement Multimodal Access Improvements in Rail Station Areas in an amount not less than \$10,000,000 and not to exceed \$30,000,000 in accordance with provisions of the grant program. No COG matching funds are required.

B. RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO RECEIVE AND EXPEND FUNDING FROM THE SUMMIT FUND OF WASHINGTON IN SUPPORT OF THE ANACOSTIA RESTORATION PARTNERSHIP

The Board reviewed for adoption Resolution R12-2012, which authorizes the Executive Director, or his designee, to receive and expend up to \$195,000 in grant funding from the Summit Fund of Washington to provide contract and staff services in support of the Anacostia Restoration Partnership. The total cost of these services shall not exceed \$195,000. No COG matching funds are required.

C. RESOLUTION AUTHORIZING COG TO ISSUE A CONTRACT TO DEVELOP A FRAMEWORK FOR AN 8-HOUR INCIDENT COMMAND SYSTEM PRACTICUM

The Board reviewed for adoption Resolution R13-2012, which would authorize the Executive Director, or his designee, to receive and expend up to \$55,000 to develop a framework for an 8-hour Incident Command System practicum for the Emergency Manager's Committee. Funding for this effort will be provided through a subgrant from the State Administrative Agent (SAA). No COG matching funds are required.

D. APPROVAL OF A LETTER TO LEGISLATORS TO USE SETTLEMENT FUNDING FOR FORECLOSURE PREVENTION

The Capital Area Foreclosure Network (CAFN) was established by COG and the Nonprofit Roundtable of Greater Washington in 2010. Subsequent research indicates that homeowners who work with a nonprofit foreclosure prevention counselor have better outcomes than homeowners who work alone. The recent national settlement between five major bank servicers and 49 state attorneys general will lead to a combined direct payment of \$136.7 million to the District of Columbia, Maryland and Virginia. The settlement also creates pools of funding for homeowner relief, including funds for principal reduction. The states of Virginia and Maryland rank 7th and 9th, respectively, in the nation for the number and dollar amount that homeowners are currently "underwater."

Following the Board's review, and upon motion duly made and seconded, the Board of Directors unanimously approved the letter, as presented, which urges that the states dedicate a significant portion of the relief funding to local nonprofit housing counseling organizations in the metropolitan Washington area.

E. RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO SEEK AND EXPEND FUNDS TO SUPPORT THE CAPITOL AREA FORECLOSURE NETWORK (CAFN)

The Board reviewed for adoption Resolution R14-2012, which authorizes the Executive Director, or his designee, to seek and expend funds from the Maryland Department of Housing and Community Development to support CAFN in an amount not to exceed \$35,000 for the purpose of funding CAFN's bilingual English and Spanish foreclosure hotlines as well as marketing and outreach to prevent foreclosure in the region's Latino communities. No COG matching funds are required.

F. RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO RECEIVE AND EXPEND FUNDS FROM THE DISTRICT OF COLUMBIA DEPARTMENT OF HEALTH TO CONTRACT WITH GEORGE WASHINGTON UNIVERSITY TO COMPLETE A RISK ASSESSMENT AND VULNERABILITY ANALYSIS

The Board reviewed for adoption Resolution R15-2012, which authorizes the Executive Director, or his designee, to receive and expend funds in an amount not to exceed \$244,000 from the District of Columbia Department of Health's Health Emergency Preparedness and Response Administration (HEPRA) and the Center for Disease Control (CDC) to conduct a detailed risk assessment and vulnerability analysis for the National Capital Region. COG will enter into a contract with George Washington University to perform his work. No COG matching funds are required.

G. APPROVAL OF AUTHORITY TO ISSUE A REQUEST FOR PROPOSALS (RFP) TO SEARCH FIRMS FOR A NEW EXECUTIVE DIRECTOR AND AUTHORIZING FUNDING FOR THIS ACTIVITY

The Executive Director announced in February that he will step down from his position at COG in January 2013 at the end of his employment agreement. The COG Board reviewed for adoption Resolution R16-2012, which authorizes the Executive Director, or his designee, to issue a Request for Proposals and to approve a contract for consultant support services to assist the Board and the Executive Director Search Committee in recruiting and selecting a new executive director. Additionally, the Board reviewed funding needed for this activity and related expenses to be provided from COG's FY 2012 Unallocated Contingency Reserve.

ACTION: Upon motion duly made and seconded, Resolutions R11-2012 through R16-2012 were unanimously approved and adopted by the Board of Directors.

7. BRIEFING AND ACTION ON WMATA STRATEGIC PLAN AND DEDICATED FUNDING

As part of its governance review, WMATA adopted a strategic plan and sought input from COG and other stakeholders. WMATA's governance actions to date build on several of the recommendations of the WMATA Governance Task Force convened by COG and the Greater Washington Board of Trade in 2010. Fairfax County Supervisor Catherine M. Hudgins, Chair of the WMATA Board of Directors, and James W. Dyke, Partner, McGuire Woods LLP and WMATA Board member, briefed the Board on WMATA's governance milestones, progress on top priorities, and planning for its mission, vision and goals.

The COG Board was asked to approve comments to WMATA in response to its request for strategic plan input. During the review, Falls Church Vice Mayor David F. Snyder thought it important that WMATA share the performance measures they use in the Strategic Plan with COG, so that COG could be

considered a partner. He offered an amendment to page 2 of the memorandum and suggested that a new sentence be inserted on the sixth line down from the top of the page to read as follows: To assess progress toward meeting the region's goals, it would be beneficial if WMATA would periodically share information on its performance measures with COG.

The Board also was asked to approve a letter to the Congressional delegation requesting continued federal support as part of federal-state dedicated funding for capital improvements. The President's proposed FY 2013 budget reduced the annual \$150 million federal share of funding by \$15 million. Fairfax County Vice Chair Penny Gross suggested that the fourth paragraph, second sentence, of the letter be changed to insert some added emphasis in the sentence, to read: This will "severely" affect badly needed capital and safety improvements "demanded" by the National Transportation Safety Board, the Tri-State Oversight Committee, and WMATA itself.

Other Board members also offered comments. Arlington County Board Vice Chair J. Walter Tejada asked what the plan was for the budget, to which Ms. Hudgins responded that the WMATA budget is being reviewed at this time, along with the development of a business plan for the company. She is looking forward to improvements in the next fiscal year. Montgomery County Council President Roger Berliner asked if Ms. Hudgins would conduct a similar presentation on WMATA's Strategic Plan to the Montgomery County Council. Prince George's County Council Member Karen R. Toles raised awareness of a crime problem at Metro stations in Prince George's County and asked what WMATA is doing to keep the stations safe. Ms. Hudgins responded that Chief Mark Magaw of the Prince George's County Metropolitan Police Department and his officers are working hard on the crime situation, engaging community support, being proactive in the enforcement area, and making police officers more visible in stations. Following further discussion, Chairman Principi called for approval of the documents under review, as amended.

ACTION: Upon motion duly made and seconded, the Board unanimously approved COG's comments on the WMATA strategic plan, as amended, and the proposed letter on continuing federal dedicated funding for capital improvements, as amended.

8. ECONOMIC GROWTH AND COMPETITIVENESS: LEARNING SESSION – WASHINGTON AREA ECONOMIC OUTLOOK

In March, the COG Board commenced its Economic Growth and Competitiveness initiative by holding a "learning session" on the changing federal impact on local, regional, and state economies. Dr. Stephen Fuller, Director of the Center for Regional Analysis at George Mason University, briefed the Board on the Center's economic outlook for the National Capital Region.

Dr. Fuller stated that while metropolitan Washington led the nation in job growth for many of the past few years thanks to federal spending, it is now being outperformed by several metro areas in terms of job growth. Dr. Fuller showed the Board projections of decreased federal spending and warned it would have a major impact on the region. Without cooperative action to diversify the region's economy and reduce its reliance on federal spending and employment, Dr. Fuller predicts "very little economic growth in the region over the next decade."

Dr. Fuller stressed the need to better understand and support the growth of small businesses in the region; specifically, small technology firms that hold a great deal of promise for metro Washington's economy. Several officials on the COG Board agreed that these firms and their young staff members are drawn to the region's diversity and its vibrant, walkable, and transit-oriented activity centers.

Dr. Fuller reviewed federal government procurement spending trends, noting that Virginia and Washington, D.C., ranked very high in procurement spending. Fairfax County Dranesville District

Supervisor John W. Foust questioned the basis for the procurement figures and the amount of funds spent on procurement.

Mr. Berliner asked what the possibility might be that there would be a recession due to sequestration. He asked if the COG Board (1) has written a letter to the Congressional delegation to find a better solution than sequestration and (2) whether the Board has ever looked at other government agencies (not DOD), such as the National Institutes of Health (NIH). Dr. Fuller responded that he had not researched the possibility of a recession due to sequestration. He then discussed what needs to be done in Washington, D. C. to drive this economy in the future. Vice Chair Karen Young added that she is projecting a budget for next year of about one-third the size of the city's current budget, and she is looking at assessments, permitting fees, development, and other areas. Fairfax County Chair Sharon Bulova felt diversification was a key to growing the economy without federal government input. Mr. Snyder stated we need to better understand growth of small business service providers and their economic impact on the region. Chairman Principi commented the City of Chicago had released a detailed metropolitan area business plan for their region. There are some models out there. Chairman Principi asked if any other regions have been successful in developing a regional economic strategy like the COG Board is proposing. Dr. Fuller pointed to the City of Dallas, which has a public sector-led initiative with buy-in from area businesses. As a sign of its possible success, he noted Dallas could soon outpace metro Washington and Chicago to become the third largest regional economy in the United States. He also reiterated the importance of regional cooperation, the cornerstone of Region Forward.

A draft schedule for these learning sessions was presented to the Board.

9. EXECUTIVE DIRECTOR RECRUITMENT

Chairman Principi briefed the COG Board on actions taken to date concerning recruitment of a new executive director. The following directors agreed to join him in serving on the Executive Director Search Committee: Phil Mendelson, Karen Young, Penelope Gross, Andrea Harrison, Walter Tejada, and Bruce Williams. The Committee's first meeting was held last week and members drafted and approved a Request for Proposal (RFP) to be distributed to executive search firms. The Search Committee expects to select a firm in April, and it has prepared a recruitment schedule that includes keeping the Board informed of progress at each COG Board meeting. The Board will have the opportunity to meet with representatives from the executive recruitment firm once it is selected.

ACTION: Upon motion duly made and seconded, the Board approved the establishment of an Executive Director Search Committee, the directors serving on the Committee, and the preparation of a recruitment schedule.

10. CONFLICT OF INTEREST GUIDELINES

As a nonprofit organization, COG members view the operations of COG as a public trust, subject to scrutiny by and accountable to certain governmental authorities, including the IRS. Consequently, there is a fiduciary duty among COG, its Board of Directors, 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. They shall not use their positions with COG, or confidential or proprietary knowledge gained in those positions, for their personal benefit. The new Conflict of Interest Guidelines are applicable to COG officers, members of COG committees, and other COG entities. COG's Human Resources Handbook will include consistent provisions with respect to staff.

Ms. Pandak, COG's General Counsel, reviewed the draft copy of the proposed addition of a new Section 10 to COG's Rules and Procedures. She noted the proposed policy would be subject to what would constitute a conflict in each of the three jurisdictions represented in the metropolitan Washington area. For example, a director living and working in Maryland would seek an opinion from counsel based on Maryland law. If any director should question whether or not he or she has a conflict of interest involving COG, the director may call on Ms. Pandak for further information. Conflicts of interest are handled on a case by case basis.

She requested directors to review the Amendment provided in their meeting package and to bring their feedback to the next Board meeting. The Board will be asked to approve the proposed Conflict of Interest Guidelines at its April meeting.

RECOMMENDED ACTION: Presentation and provide feedback on policy

THE NEXT BOARD MEETING WILL BE ON WEDNESDAY, APRIL 11, 2012.



AGENDA ITEM #6

ADOPTION OF CONSENT AGENDA ITEMS

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

**RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO SOLICIT
COMPETITIVE BIDS TO IMPLEMENT NEW ASSOCIATION MANAGEMENT SOFTWARE**

WHEREAS, the COG Board will be asked to adopt Resolution R17-2012 authorizing the Executive Director, or his designee, to solicit competitive bids to implement the new Association Management Software (AMS); and

WHEREAS, the contract with AMS will be managed by the COG Office of Information Technology and Facility Management; and

WHEREAS, COG wishes to provide enhanced member services on a software platform that is easier for staff to manage and would improve communication tools and services to COG members and other partners as mandated in the COG Board's adopted 2012 work plan initiatives; and

WHEREAS, COG will reduce the number of independent systems currently in use as those functions are assumed and integrated with the AMS; and

WHEREAS, at the next COG Board Meeting, the Board will be asked to approve the award of the contract to a bidder and to name the person who will be authorized to execute such contract, which should include such items as the proposed project cost, revenue source, timetable, and deliverables;

**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 solicit competitive bids to purchase new Association Management Software for subsequent presentation to the COG Board of Directors for approval at its next Board Meeting on May 9, 2012.

April 3, 2012

To: Dave Robertson, Executive Director
From: George Danilovics, ITFM Director
Subject: Association Management Software Project

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*

In February, the COG Board adopted its 2012 Work Plan and called on staff to enhance Member-related services, specifically the improvement of communication and transparency through new technology.

COG staff has identified Association Management Software (AMS) as a potential tool to respond to the Board's request. AMS is specialized software used by membership associations to manage their committees and engage Members. AMS eliminates duplication of effort and helps ensure that accurate committee information is reflected across an organization.

Background

The software tools that COG currently uses to manage committees was procured in FY-2006 and does not meet many of the standards COG, and its Members, have for committee support and engagement with Members. As a member association, COG must be able to readily provide information on committee appointments and tenure, as well as basic communication on meeting announcements, RSVP requests, and other forms of outreach. Our current committee support software and tools work independently of each other with minimal quality control. Communication oversights and inaccurate committee memberships reflect poorly on COG being able to accurately manage and support our Members.

Budgeting and Planning

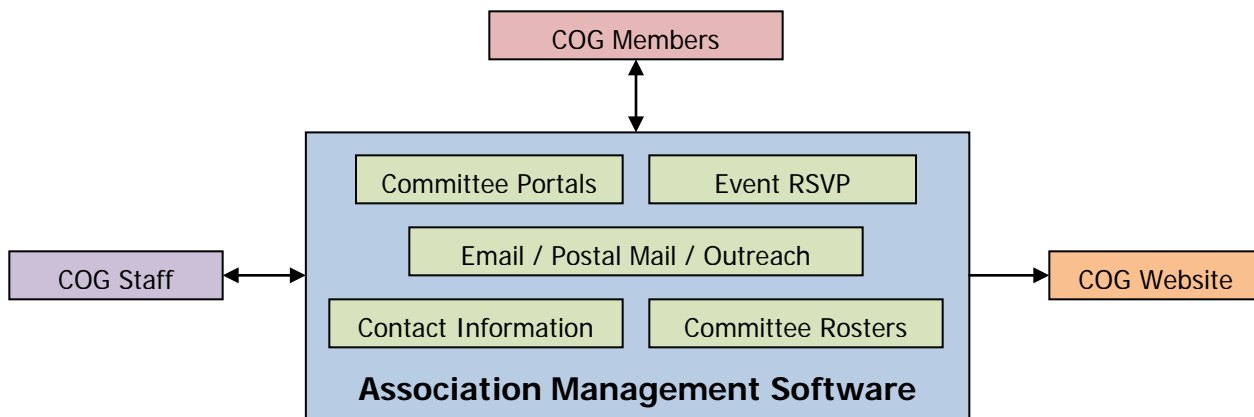
The COG Board of Directors has established a Capital Repair & Replacement Plan (the "Plan") to anticipate and fund large expense activities that would not be appropriate for inclusion in an annual operating budget. The activities in the Capital Repair & Replacement Plan are recommended by COG management and approved by the COG Board of Directors each January along with the COG Work Program and Budget. The Plan is fully funded by building income and interest on COG's bank accounts. No local funds or grant funds are used for projects within the Plan.

Budget and funding availability has been tightened for the past few years. COG management only recommends advancing projects that align with COG's priorities and are in direct support of the COG Board of Directors Work Plan. In the winter of 2010, COG management began to plan for enhancements to COG's website and the best way to increase member engagement. Draft project budgets to meet COG management's, and now additionally the COG Board's, requirements were created. COG management reviewed the budgets and different licensing models of Association Management Software with COG's auditor and determined that the project would not fit from a budget perspective in the annual operating budget and that it would be best suited for the Capital Repair and Replacement Plan. As a result, the AMS project is included in the FY-2012 and FY-2013 Capital Repair and

Replacement Plans to be funded exclusively from building income and require no grant or local funding.

Why AMS

Association Management Software (AMS) is a specific form of software designed to support the activities of membership associations. The AMS will serve as a single point of entry for information, and provides many of the functions needed to manage and communicate with committees. The AMS will also provide a central repository to track committee work programs and member outreach. In the summer of 2012, the COG website will begin an upgrade that will allow the COG website to pull information directly from the AMS so that current committee information is always presented. COG members, including the Board of Directors, will be able to interact with COG and collaborate through online portals within the AMS. The diagram below shows how COG Members and COG Staff interact with the modules within the AMS and how the AMS provides information to the COG Website.



Request

Staff requests Board authorization to release a Request for Proposal (RFP). The RFP that has been developed contains requirements refined through multiple workshops and staff meetings over the past months. With the Board's authorization, COG will now release a Request for Proposals for vendors to provide solutions to meet the requirements identified. No budget information is provided within the RFP to the vendors so that COG can objectively meet the most requirements at the best price with the best solution.

Another memo and request to both enter into a contract and expend approved budgeted funds will be delivered in advance of the May 9, 2012, COG Board of Directors meeting.

I personally look forward to completing the Association Management Software implementation and upgrades to the COG website as both will improve COG internal operations and present a more professional image of COG to our Members and the public.

Thank you for your guidance and support for this project,

George Danilovics
Director
Office of Information Technology & Facility Management

**METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS
777 N. Capitol St., N.E.
Washington, DC 20002**

**RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO SOLICIT COMPETITIVE
PROPOSALS AND EXECUTE A CONTRACT FOR CONSULTANT SUPPORT
FOR THE CAPITAL AREA FORECLOSURE NETWORK**

WHEREAS, the Metropolitan Washington Council of Governments (COG) has long supported affordable housing programs and policies throughout the region; and

WHEREAS, in 2008 COG hosted the first regional summit to address housing foreclosures in metropolitan Washington; and

WHEREAS, in April 2010, the COG Board established the Capital Area Foreclosure Network (CAFN) as an innovative partnership between COG and the Nonprofit Roundtable of Greater Washington to build the capacity of local housing counseling, legal service and direct service organizations who are engaged in addressing foreclosure; and

WHEREAS, CAFN receives funding from a variety of organizations, including Fannie Mae, Freddie Mac, the Federal Reserve Bank, NeighborWorks, the Community Foundation of the National Capital Area, and others; and

WHEREAS, CAFN's current Director will be leaving her position effective this summer, and CAFN's leadership seeks to find a new Director by June 30 of this year. The CAFN Director will again be a part-time contract position.

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

The Board authorizes the Executive Director, or his designee, to solicit competitive proposals and execute a contract with a contractor in an amount not to exceed \$75,000 to fill the position of Director of the Capital Area Foreclosure Network (CAFN). Funding to support this expense is included in COG's FY 2012 and FY 2013 work program and budget. No matching COG funds are required.

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

**RESOLUTION AUTHORIZING COG TO CONTRACT FOR
INTERIM CHIEF FINANCIAL OFFICER CONSULTANT SUPPORT**

WHEREAS, the Executive Director seeks to engage an interim chief financial officer to serve from March through June of 2012 while a search for a permanent CFO is being conducted; and

WHEREAS, funding to support this expense is included in COG's FY 2012 Indirect Cost Allocation Plan; and

WHEREAS, the interim CFO's contract will be managed by the Executive Director of COG until such time as a permanent CFO is hired;

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 contract with Tate and Tryon to obtain staff support for an Interim Chief Financial Officer (CFO) in an amount not to exceed \$50,000.

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

**RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO FILE A
PLANNING GRANT APPLICATION AND EXECUTE A GRANT CONTRACT WITH THE FEDERAL
AVIATION ADMINISTRATION FOR PHASE 27 OF THE CONTINUOUS
AIRPORT SYSTEM PLANNING PROGRAM**

WHEREAS, the Aviation Investment and Reform Act for the 21st Century includes a provision that makes the District of Columbia eligible to receive and disburse to the Metropolitan Washington Council of Governments (COG) Airport Improvement Program (AIP) Apportionment funds; and

WHEREAS, COG received funding for the first time from AIP apportionments for the CASP 19 grant; and

WHEREAS, COG is recognized by FAA as the air systems planning agency for the Metropolitan Washington region; and

WHEREAS, the FAA administers a program that provides funds for continuing air transportation systems planning in large metropolitan regions; and

WHEREAS, COG is involved in a continuing planning process for addressing the issues concerning the future development and impact of the region's major commercial airports, military fields, and general aviation facilities, as they relate to metropolitan and local community development goals and policies; and

WHEREAS, the growth of commercial aviation activity in the Washington-Baltimore region, particularly at Baltimore/Washington International and Washington Dulles International Airports, requires that long-term planning proceed to best accommodate that growth; and

WHEREAS, the FAA has funded twenty-six separate phases of this continuing planning effort and has indicated its willingness to fund a Phase 27 grant application;

**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 authorized to submit a planning grant application and execute a grant contract with the Federal Aviation Administration to conduct Phase 27 of a multi-year program for Continuous Airport System Planning for the National Capital Region in an amount not to exceed \$333,333. This application and subsequent grant contract would include the following tasks: (1) Ground Access Element Update, Phase 2; (2) Process 2011 Washington-Baltimore Regional Air Passenger Survey, Phase 2; and (3) Update Ground Access Forecasts, Phase 1. The FAA will provide funds for ninety percent, \$300,000, of the project total. The ten percent match, \$33,333, will be provided from a combination of budgeted local funds and COG reserve funds as follows: \$19,750 will be provided from budgeted local funds, and an amount not to exceed \$13,583 will be provided from COG reserve funds. The Executive Director, or his designee, is further authorized, if necessary, to enter into contracts with qualified firms to provide specialized support in performance of the grant requirements. Such contracts shall result from COG's competitive procurement system.



AGENDA ITEM #7

**ADOPTION OF AMENDMENT TO COG'S RULES
OF PROCEDURE TO ADD A NEW
SECTION 10 – CONFLICT OF INTEREST
GUIDELINES**

April 11, 2012 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

TO: MWCOG BOARD OF DIRECTORS

FROM: SHARON E. PANDAK
General Counsel



RE: PROPOSED CONFLICT OF INTEREST GUIDELINES

The attached proposed Conflict of Interest Guidelines, which would be added to the Rules of Procedure as new Section 10.00, are before the Board of Directors for consideration and adoption. The required notice of intent to amend the Rules has been given to the Board.

As a nonprofit organization which must hold the public trust of its governmental authority members as well as the Internal Revenue Service, the Council of Governments should have a conflict of interest policy. The draft conflict of interest guidelines are proposed to assist Board of Directors Members in performing their fiduciary duty. The guidelines are intended to be straightforward and uncomplicated. We know that Board Members take seriously their obligations.

The District of Columbia, Maryland and Virginia each have extensive conflict of interest laws. Each COG Board Member is bound by conflict of interest laws which relate to all acts in their official capacity. Rather than create a new set of requirements, the draft provides that a conflict exists when a Member would have a conflict or personal interest under the laws or policies of the entity which he or she represents on the Board, as if the same transaction were before that jurisdiction. A Member, who has a conflict, would withdraw from involvement in the transaction. The guidelines will apply to COG officers, members of COG committees, and other COG entities as well.

A Member, who is uncertain as to whether he or she has a conflict, may ask for an opinion from the General Counsel. As General Counsel, I would consult with the Member's jurisdictional counsel before rendering an opinion.

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202.962.3200 (Phone) 202.962.3201 (Fax) 202.962.3213 (TDD)

Adoption of amendments to the Rules of Procedure requires a majority vote of the Board pursuant to Rule 2.19.

I will be glad to answer any questions.

cc: David Robertson, Executive Director
Nicole Hange, Policy Coordinator

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

**RESOLUTION AMENDING THE RULES OF PROCEDURE TO INCLUDE
CONFLICT OF INTEREST GUIDELINES**

WHEREAS, COG Members view the operations of COG as a public trust, subject to scrutiny by and accountable to certain governmental authorities, including the Internal Revenue Service; consequently, there is a fiduciary duty among COG, its Board of Directors, officers, management, and employees; and

WHEREAS, the Executive Director and General Counsel have recommended that COG's Rules of Procedure be amended to add a new Section 10 - Conflict of Interest Guidelines, to assist Members in performing their fiduciary duty, as well as to provide guidance on how to deal with a potential conflict;

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

Pursuant to Section 2.19 of COG's Rules of Procedure, the Rules of Procedure are hereby amended to add a new Section 10.00 – Conflict of Interest Guidelines, a copy of which is to be attached to and made a part of the minutes of this meeting.

Amendment to Rules of Procedure

10.00 CONFLICT OF INTEREST GUIDELINES

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, members, 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

It is the duty of each Board member 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 member shall withdraw from any further involvement in that transaction.

For purposes of COG transactions, a conflict of interest exists for a member when that member 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.

A member, 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 Chair of the Board, the President and the Executive Director of each opinion issued. The opinion may be relied upon by the member unless challenged by another member 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 members. Copies of all opinions shall be retained by the Executive Director, and made available to the Board upon request.

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 member 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 member, 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.

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

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



AGENDA ITEM #8

**ECONOMIC GROWTH AND COMPETITIVENESS:
LEARNING SESSION – ECONOMIC DEVELOPMENT
PANEL AND DISCUSSION**



AGENDA ITEM #9

**PRESENTATION ON REGIONAL
TRANSPORTATION PLANNING AND
LINKAGE WITH “REGION FORWARD” AND
COG BOARD FOCUS ON ECONOMIC
GROWTH AND COMPETITIVENESS**



AGENDA ITEM #10

OTHER BUSINESS



AGENDA ITEM #11

ADJOURNMENT

NEXT MEETING: MAY 9, 2012