

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: November 14, 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) Invitation to Annual Meeting and Awards Luncheon on December 12
- b) Electric Vehicles in Metropolitan Washington
- c) Executive Session

**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 OCTOBER 10, 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 ENTER INTO A CONTRACT WITH AMERICAN EAGLE FOR DEVELOPMENT OF A NEW COG WEBSITE

The Board will be asked to adopt Resolution R48-2012, authorizing the Executive Director, or his designee, to enter into a contract with American Eagle in an amount not to exceed \$150,000. American Eagle, COG's current web hosting provider, will upgrade the current 10-year-old website following a detailed requirements analysis phase. American Eagle will also integrate the new COG website with the recently acquired Association Management Software. Funding for the website project is included in COG's approved FY-2013 Work Program and Budget, specifically within the operating budget of Information Technology & Facilities Management.

RECOMMENDED ACTION: Approve and adopt Resolution R48-2012.

B. RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO PROCURE SOFTWARE AND SERVICES TO UPGRADE COG'S FINANCIAL MANAGEMENT SYSTEM

The Board will be asked to adopt Resolution R49-2012, authorizing the Executive Director, or his designee, to procure software upgrades to COG's Financial Management System and the consultant services necessary for implementation in an amount not to exceed \$150,000. The upgrades will greatly improve and automate financial reporting and will allow for an electronic procurement process. Funding for the project's software and services is included in COG's approved FY-2013 Work Program and Budget, specifically within the operating budget of Information Technology & Facilities Management.

RECOMMENDED ACTION: Approve and adopt Resolution R49-2012.

C. RESOLUTION AUTHORIZING COG TO APPLY FOR AND ADMINISTER FUNDING FROM THE FTA'S FY 2012 TRANSIT IN PARKS COMPETITIVE GRANT PROGRAM

The COG Board will be asked to adopt R50-2012, authorizing the Executive Director, or his designee, to apply for and administer grant funding from the Federal Transit Administration's FY 2012 Transit in Parks competitive Grant Program for a project to implement a regional one-stop seamless web site and responsive web design for smart phones in an amount not to exceed \$410,000 in accordance with provisions of the grant program. No COG matching funds are required.

RECOMMENDED ACTION: Approve and adopt Resolution R50-2012.

D. RESOLUTION AUTHORIZING RECEIPT OF GRANT FUNDS UNDER FEMA'S COMMUNITY RESILIENCE INNOVATION CHALLENGE GRANT PROGRAM FOR A "NEIGHBORHOOD COLLABORATIVE ON ENERGY SECURITY AND COMMUNITY RESILIENCE"

The Board will be asked to adopt Resolution R51-2012, authorizing the Executive Director, or his designee, to receive grant funding up to \$35,000 from the FEMA Community Resilience Innovation Challenge to carry out a series of workshops focused on energy security and community resilience collaboration. No COG matching funds are required. This project will involve developing strategies to improve energy efficiency, deploy renewable energy, and enhance energy security for communities in the region. The project will involve collaboration with the American Council on Renewable Energy (ACORE), leveraging their existing efforts in the Anacostia neighborhood of Washington, DC to work with the Department of Defense and other key leaders on energy security and community resilience. Funding will support a series of tabletop exercises to develop leadership and institutional capacity and advance efforts that will serve as a model for other communities in the region.

RECOMMENDED ACTION: Approve and adopt Resolution R51-2012.

E. RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR, OR HIS DESIGNEE, TO APPLY FOR GRANT FUNDING FROM THE EPA TO DEVELOP A HIGH SCHOOL EDUCATION AIR QUALITY MODULE

The Board will be asked to adopt Resolution R52-2012, authorizing the Executive Director, or his designee, to apply for grant funding from the U.S. Environmental Protection Agency for the development of a high school education air quality module. The amount of the grant will not exceed \$205,538, with a COG in-kind match of \$54,520 from already budgeted funds.

RECOMMENDED ACTION: Approve and adopt Resolution R52-2012.

ACTION ITEMS

7. REPORT ON PRELIMINARY VERIZON 9-1-1 STUDY FINDINGS AND RECOMMENDATIONS (12:25 – 12:45 p.m.)

**Glenn Roach, CEO
Emergency Public Safety Communications, LLC**

**Steve Souder, Director, Dept. of 9-1-1/Public Safety Communications
Fairfax County**

The COG Board approved Resolution R36-2012 at its July 11, 2012 meeting, directing staff to prepare a report on the June 29, 2012 Derecho storm and the accompanying Verizon 9-1-1 service disruptions in the National Capital Region. This work has been supported by COG staff and consultants, with input from Verizon and federal and state regulatory agencies, and with oversight from area 9-1-1 directors and a multi-jurisdictional, multi-disciplinary committee, the 9-1-1 Telecommunications Network Response Steering Group. The Steering Group was charged by the COG Board with: 1) determining the cause of Verizon's 9-1-1 failure; 2) examining existing redundancy and backup capabilities; 3) examining vulnerabilities of newer technologies that require battery or back-up power, including home and business service; 4) pursuing opportunities for COG localities to influence and strengthen regulatory oversight and remedies at the state and federal levels; and 5) ensuring improved communication or messaging from Verizon 9-1-1 to the public and local emergency response officials concerning 9-1-1 emergency network service. The COG Board will be briefed on findings and recommendations in the draft report and the status of pending actions by Verizon or federal and state regulatory agencies.

RECOMMENDED ACTION: Present and transmit for Member review and comment.

8. ECONOMY FORWARD: SEQUESTRATION (12:45 – 12:55 p.m.)

Dave Robertson

At its October meeting, the COG Board was briefed on how the impending sequestration and possible long-term cuts in federal employment will impact this region's economy. While details are currently limited, more information is expected when Congress reconvenes in lame-duck session November 13. Timely, accurate synthesis of information will be critical for regional decision makers. The Board will be briefed on how COG can help support its member governments through the creation of a virtual clearinghouse of information, or joint information center. The Board will also be asked to approve the transmission of a letter to Congress and the Administration concerning the Budget Control Act of 2011.

RECOMMENDED ACTION: Approve letter.

INFORMATION ITEM

**9. FY 2012 AUDIT AND FY 2013 FIRST QUARTER REPORT
(12:55 – 1:10 p.m.)**

**Bruce Williams
Mayor, City of Takoma Park
Chairman, FY 2012 Audit Committee**

Graylin Smith, Managing Partner, SB & Company, LLC

Paul Beriault, COG Chief Financial Officer

SB & Company, LLC (SBC) performed COG's FY 2012 audit. A draft of the audit was presented to the Audit Committee at its October 12 meeting. SBC provided an unqualified or "clean" audit for COG. The Board also will receive COG's draft Form 990 tax return which was reviewed by the Audit Committee as well. COG staff will provide a summary of FY 2013 first quarter financial activity. In addition, the Board will be asked to adopt Resolution R53-2012, authorizing

RECOMMENDED ACTION: Adopt Resolution R53-2012 and R54-2012.

**10. MARKET ASSESSMENT OF HIGH-SPEED PASSENGER FERRY SERVICE – OCCOQUAN, POTOMAC AND ANACOSTIA RIVERS
(1:10 – 1:25 p.m.)**

**Tim Payne, Principal
Nelson\Nygaard Consulting Associates**

The Northern Virginia Regional Commission is leading a regional study on the market potential for high-speed commuter ferry service on the Occoquan, Potomac, and Anacostia Rivers. Consultant support for the study is being provided by Nelson\Nygaard Consulting Associates. The study builds on an earlier feasibility analysis and will examine the potential market of five corridors for high-speed passenger ferry service. The study is expected to be completed in June 2013, with release to the public and stakeholders by August. A representative from Nelson\Nygaard will brief the COG Board on the study scope and opportunities for input.

RECOMMENDED ACTION: Receive Presentation.

EXECUTIVE SESSION

11. EXECUTIVE SESSION FOR EXECUTIVE DIRECTOR SEARCH COMMITTEE MATTERS (1:25 – 1:50 p.m.)

By motion, the Board of Directors will temporarily conclude the public meeting and convene in Executive Session for the purpose of the selection and appointment of a new Executive Director.

Mr. Robertson informed the Board in February that he will step down from his position at the end of 2012. The Board previously appointed a search committee and selected an executive search consultant to assist in recruitment and screening of qualified candidates.

Closed Session: Everyone other than members of the Board of Directors and selected staff will be required to leave the room.

12. RECONVENE PUBLIC SESSION (1:50 – 1:55 p.m.)

The Board will reconvene in Public Session and will be asked to approve the Executive Director Search Committee's recommendations in Resolution R53-2012, as presented.

RECOMMENDED ACTION: Adopt Resolution R53-2012.

13. OTHER BUSINESS (1:55 – 2:00 p.m.)

14. ADJOURN – NEXT MEETING JANUARY 11, 2013 (2:00 p.m.)

If there is no other business to come before the Board, the Chairman may call for adjournment.



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.



AGENDA ITEM #2

ANNOUNCEMENTS

Metropolitan Washington Council of Governments

PARTNERSHIP

PROSPERITY

ECONOMY FORWARD

2012 Annual Meeting & Awards Luncheon & Farewell Reception for David Robertson

You are invited to **Partnership, Prosperity, Economy Forward**, COG's 2012 Annual Meeting and Awards Luncheon on December 12, 2012. Please join us as we celebrate our accomplishments and look forward to 2013.



Brookings' Alice Rivlin will deliver the Keynote Speech discussing sequestration, reduced federal spending, and the impact on local and state governments.

Registration begins at 11:30 a.m.
Luncheon and Meeting begins at noon



COG President and District of Columbia Mayor Vince Gray will discuss the increasingly critical need to grow and diversify our regional economy. COG Chairman Frank Principi will highlight achievements from the past year.



Immediately following the meeting, we will hold a Farewell Reception for COG Executive Director David Robertson honoring his service to COG and the region.

The Farewell Reception is from 2:00 - 3:30 p.m.

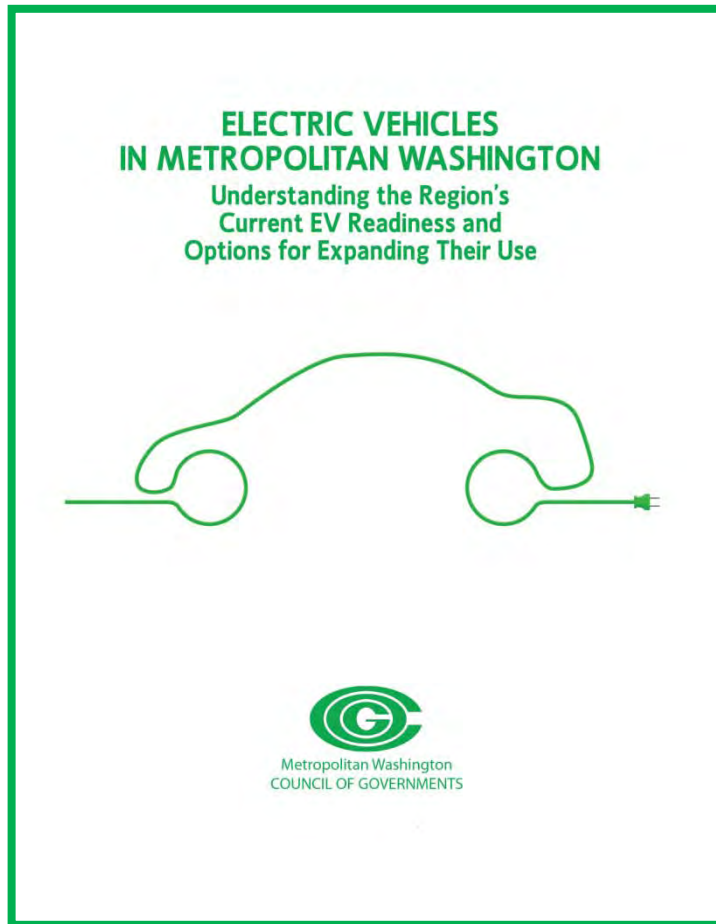
Both events are taking place at the Marriott Metro Center Washington, DC.

To register for the meeting and/or reception, click here.

REGISTER

Electric Vehicles in Metropolitan Washington

Increasing availability of vehicles and expanding charging infrastructure are among the solutions enabling greater electric vehicle (EV) usage in the region according to *Electric Vehicles in Metropolitan Washington*. The COG report provides a comprehensive look at current regional EV readiness and offers recommendations to increase EV use.



The report identifies the benefits of EVs, including reducing greenhouse gases, improving air quality, and dramatic fuel costs savings. It notes EVs have fuel economy ratings equivalent from 75 to over 100 miles per gallon of gasoline and cost approximately \$0.04 per mile to operate when charged in metropolitan Washington.

Although metropolitan Washington still has a relatively small electric vehicle market, consumer interest in EVs is growing and more models are becoming available. However, the region's charging infrastructure and EV policy frameworks are not yet sufficient to accommodate more widespread adoption of these vehicles. In terms of infrastructure, metropolitan Washington lags behind other regions,

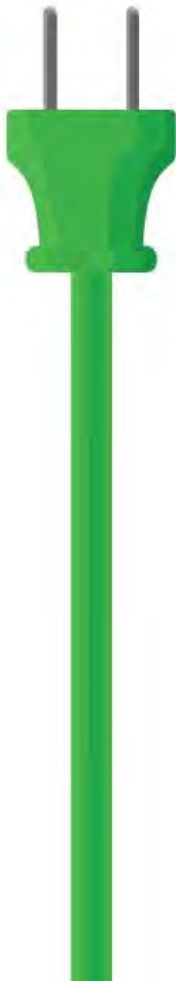
such as San Francisco and San Diego, in the number of EV charging stations, though this figure is increasing due to stimulus funding and private investment.

COG's inventory of EV charging stations in the region identified 332 chargers in 133 publicly available charging station locations. The District of Columbia has the most charging stations among COG jurisdictions (36), followed by Fairfax County (18), Arlington County (15), and Charles County (11). D.C. and Arlington County also have the highest number of chargers (85 and 62, respectively). The numbers reflected in the inventory are as of April 2012.

Most vehicle trips in the region are relatively short, with an average trip length of less than eight miles. This is well within the range of one charge for all EVs on the market today, eliminating one of the major obstacles to greater EV usage, “range anxiety.”

Furthermore, the absence of a clear policy framework for EV infrastructure planning – which considers permitting, citing, zoning, utility policy, and other issues – exacerbates existing market barriers. The report notes that a streamlined regional strategy would help overcome these obstacles and encourage wider EV adoption.

The top five recommendations from *Electric Vehicles in Metropolitan Washington* to encourage greater EV use in metropolitan Washington are:



1. Regional EV Partnership: A Washington Regional Electric Vehicle Partnership should be formed to develop a business case for EVs, and to assess the potential for community return on investment.

2. Incentives: Stakeholders should consider offering incentives such as preferred parking, HOV occupancy exceptions, and tax credits to promote EV adoption.

3. Utility Planning and Policy: Electric permitting procedures should identify EV charging station installations and notify electric utilities of their locations.

4. Outreach and Education is needed to promote EV adoption and inform the public of its benefits.

5. Local Government Policy: Comprehensive plans and zoning regulations should guide EV infrastructure development and ensure that the built environment can accommodate future EV charging station installations.

To view/download the report, which was produced by COG’s Climate, Energy, and Environmental Policy Committee, visit

www.mwcog.org/environment



AGENDA ITEM #3

EXECUTIVE DIRECTOR'S REPORT

COG

committee updates
& outreach report



November 14, 2012

TPB

MWAQC

ChesBay

CEEPC

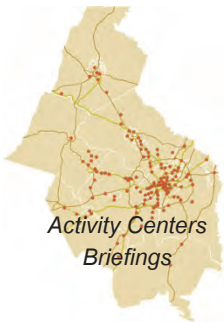
RFC

ACTIVITIES BY POLICY BOARDS AND COMMITTEES

- The **Transportation Planning Board's** Street Smart Bicycle and Pedestrian Education and Safety Program will kick off its Fall 2012 campaign in November. For more information, visit <http://www.bestreetsmart.net/>.
- The **Metropolitan Washington Air Quality Committee** approved a draft Fine Particle Maintenance Plan to go to public hearing. When final early next year, the plan will be submitted to EPA as part of a request for the region to be designated as meeting (or in attainment) of the Fine Particle PM2.5 Standard.
- The **Chesapeake Bay and Water Resources Policy Committee** will be focusing on Water Resource Infrastructure issues over the next few months; evaluating challenges and opportunities for the region, and key linkages with COG's Region Forward and Economy Forward initiatives.
- The **Climate Energy and Environment Policy Committee** appointed a Climate & Energy Action Plan Task Force to propose a 2013-2016 Action Plan to achieve greenhouse gas reductions towards meeting COG's 2020 regional greenhouse gas emissions reduction goal..
- The **Region Forward Coalition** will work with staff to develop an work plan and budget for the committee's tasks associate with Economy Forward.

SPECIAL MEETINGS, PRESENTATIONS, AND OUTREACH BY COG STAFF

- **Activity Centers briefings.** David Robertson and Paul DesJardin led presentations on the new map at the City of Rockville, Fairfax County, City of Manassas Park, Loudoun County, District of Columbia, City of Falls Church, Prince William County, Arlington County, City of College Park, Prince George's County and City of Fairfax.
- **Federal-regional partnership.** Chairman Frank Principi and David Robertson met with David Agnew, Director of Intergovernmental Relations for the Obama Administration to discuss ongoing collaboration between the Administration and federal agencies and COG.
- **Telework programs.** COG staff briefed Delegate Jim Scott and Councilmember Dan Drummond on the topic.
- **Institute of Regional Excellence Graduation.** David Robertson was honored with the IRE Visionary Leadership Award during the graduation ceremony. Chairman Principi, Takoma Park Mayor Bruce Williams and Fairfax County Supervisor Penelope Gross were in attendance.
- **Driverless cars.** Ron Kirby testified before a Joint Public Hearing held by the DC Council Committee on Environment, Public Works, and Transportation and the Committee on Finance and Revenue on the Autonomous Vehicle Act of 2012.



Activity Centers
Briefings



Federal - Regional
Partnership

continued on next page

- **Transportation management and safety.** Ron Kirby participated in an Advisory Committee for the United States Secretary of Transportation that focused on vehicle-to-vehicle communication systems.
- **Anacostia restoration.** Stuart Freudberg met with Linda Howard, Executive Director of the Summit Fund of Washington, to discuss the Anacostia Restoration Partnership and its strategic direction and future funding support.
- **Critical infrastructure.** Stuart Freudberg met with Kelley Coyner, SPG Chief of Staff, to discuss the leadership transition for the Critical Infrastructure Protection Regional Programmatic Working group and future areas of focus.
- **Water quality.** Stuart Freudberg met with Rich Anderson, Senior Environmental staff at the U.S. Conference of Mayors, and his consultant Adrienne Nemura (Geosyntec Inc.) about a potential advocacy collaboration regarding federal combined sewer overflow, sanitary sewer overflow, and stormwater management policy.
- **Climate Leadership Academy.** The Institute for Sustainable Communities selected a handful of teams from across the country to participate in a Climate Leadership Academy. The DC-National Capital Area was selected along with nine others. COG's team included Rachael Healy, WMATA, Mohsin Siddique, DC Water, Erica Bannerman, City of Alexandria, and Maia Davis, COG.

COG

November 14, 2012

media report

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

Moving the Region's Economy Forward

COG's [Economy Forward](#) report, a five point plan to strengthen metropolitan Washington's economy, continues to garner attention. [Reuters](#), [WTOP](#), and [Patch](#) covered the report recently, and COG Chair Frank Principi also provided a blog post about the report on [The Yardstick](#), the Region Forward blog.



Making the Region Electric Vehicle Ready

Limited availability of vehicles and underdeveloped charging infrastructure are among the barriers preventing greater electric vehicle usage in metropolitan Washington according to a new COG report.

[Electric Vehicles in Metropolitan Washington](#) was presented at the October Transportation Planning Board meeting and provides a comprehensive look at current regional EV readiness and offers recommendations to address barriers to EV use. The report was covered by [The Washington Post](#), [WNEW](#), [NewsChannel 8](#), [Patch](#), and the [Infrastructure USA](#) blog.

Transportation in the News

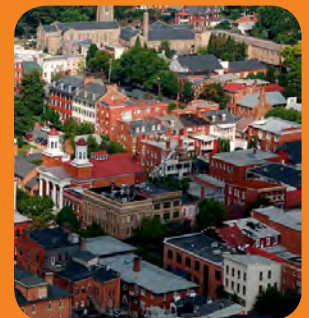
Several of COG's transportation programs and staff were featured in the media in October. [The Washington Post](#) wrote about COG's task force studying the option of [allowing buses in the region access to shoulder lanes](#). [The Washington Examiner](#) interviewed COG's Nick Ramfos on [the rise of telework in metropolitan Washington](#). COG's Ron Kirby was quoted in a NBC 4 segment on the [possibility of driverless cars](#) coming to the region. Lastly, for any French speakers, COG's Kirby also was interviewed in the major French newspaper, [Libération](#), on the [history and development of the Capital Beltway](#).

**SOCIAL
MEDIA
UPDATE**



Several great blog posts have been featured recently at [The Yardstick](#), the [Region Forward](#) blog covering topics like economic growth and competitiveness, development in Activity Centers, pedestrian safety, Bus Rapid Transit (BRT) in the region, reducing childhood poverty, and more.

In case you've missed any of them, [check out this handy summary post](#) that will get you caught up on all of these topics!





AGENDA ITEM #4

AMENDMENTS TO AGENDA



AGENDA ITEM #5

**APPROVAL OF MINUTES OF
OCTOBER 10, 2012**

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

MINUTES

Board of Directors Meeting
COG Board Room

October 10, 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
Nicole Hange, Government Relations Coordinator
Barbara J. Chapman, Executive Board Secretary

GUESTS:

Carolyn Coleman, Director, Center for Federal Relations, National League of Cities
Fred Abousleman, Executive Director, National Association of Regional Councils
Alysoun McLaughlin, Deputy Executive Director, Elections Board, Montgomery County and
Co-Chair, COG Elections Officials Technical Committee
David Bjerke, Registrar, City of Falls Church and Co-Chair, COG Elections Officials Technical Committee
Cliff Tatum, Executive Director, District of Columbia Board of Elections

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

Supplemental documents: Verizon 911 Report and December 12 Annual Meeting Flyer

Update of Executive Director Search Committee. Chairman Principi announced a shortened agenda today so that the Executive Director Search Committee could meet immediately after the meeting to continue its deliberations on this important decision. The Committee is making good progress and expects to make a recommendation to the Board at its November 14 meeting.

Verizon 9-1-1 Service and the June 29, 2012 Derecho. A status report from Verizon dated August 13, 2012, on the problems encountered following the Derecho storms on June 29, 2012, was distributed to Board members. The report describes Verizon's final analysis of what happened and identifies important corrective actions to minimize the risk of future problems. We expect to have a COG-prepared report on the Verizon issue at a future Board meeting as well. A copy of the Verizon report is available on COG's website.

Annual Membership and Awards Luncheon on December 12, 2012. COG Board Members will be receiving an invitation to the 2012 Annual Membership and Awards Luncheon on December 12, from Noon to 2:00 p.m., at the Marriott Metro Center Hotel at 775 12th Street, N.W., Washington, D.C. 20005. He encouraged Board members to use the Nomination Form provided in their meeting packet to nominate a person or organization to receive one of COG's annual awards. Both the Scull Award for Excellence in Regional Service (for local, state and federal officials serving in public office) and the Regional Partnership Award (for businesses, nonprofits, foundations or individuals that have worked with COG to improve the quality of life in our region) will recognize outstanding peers and partners during this event. Nominations are due by November 14.

Immediately following the Annual Membership Meeting on December 12, we will be hosting a celebratory farewell event for our Executive Director. Mark your calendar to be with us that day.

Observance for Victims of the 2002 Sniper Shootings. All present observed a moment of silence in memory of the ten people who were killed and the three wounded by snipers over a three-week period in our region in October of 2002. During those tense weeks, COG and our RICCS (Regional Incident Communication and Coordination System) team helped decision-makers share information and work together. Law enforcement officials, school superintendents, and other leaders coordinated their actions across jurisdictional lines. At the end, it was good communication by a sharp citizen and quick response by the local police that ended the terror and helped to bring this matter to a close.

3. EXECUTIVE DIRECTOR'S REPORT

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

Outreach/Committee Updates Report

Outreach by COG Staff. Dave Robertson discussed the highlights of the special meetings, presentations, and outreach by staff, commenting particularly on the *Region Forward* Activity Centers briefings for eight jurisdictions in September. Relative to the Verizon 9-1-1 outage, he testified before the Council of the District of Columbia's Committee on the Judiciary on COG's review of the outage following the June 29 Derecho storm. Dave Robertson made a presentation on COG's regional Health Care Coalition to the Tampa Bay Regional Planning Council. The Council is considering sponsoring a program similar to COG's for its member governments.

Dave Robertson participated as part of a panel discussion on the Urban Land Institute regionalism program day, attended the National Association of Regional Councils (NARC) Executive Directors' Conference in Boise, Idaho, and attended a training session for COG member planning staff at George Washington University in preparation for the Activity Centers Strategic Investment Plan research. He commented on Director of Environmental Programs Stuart Freudberg's participation with other leaders in discussions regarding the Critical Infrastructure Protection Regional Programmatic Working Group as part of the preparation for the Urban Area Security Initiative (UASI) Management Review. Mr. Freudberg also participated in a major, week-long Drought Planning Exercise that tested the COG water supply and drought plan. Ron Kirby, Director, Department of Transportation Planning, attended the Association of Metropolitan Planning Organizations (AMPO) national conference in Saratoga Springs, New York, where he presented on air quality conformity challenges.

Activities of Policy Boards and Committees

Highlights of the activities of COG-related policy boards and committees included the following:

- TPB established a new “Bus on Shoulder Task Force” to explore the feasibility of allowing transit buses that operate on our region’s highways to bypass regular traffic lanes, when they are congested, by traveling on the road’s shoulder.
- Chesapeake Bay and Water Resources Policy Committee is focusing on water resource infrastructure issues over the next few months and evaluating challenges and opportunities for the region, including key linkages with COG’s *Region Forward* and *Economy Forward* initiatives.
- Climate, Energy and Environment Policy Committee has overseen the production of the report entitled *Electric Vehicles in Metropolitan Washington: Understanding the Region’s Current EV Readiness and Options for Expanding Their Use*. The report written by COG’s Electric Vehicle Work Group, recommends creation of a Regional Electric Vehicle Partnership with private partners to carry out its recommendations.
- The Region Forward Coalition has been focusing on reviewing and completing the new Activity Centers map. It will be briefed in October on *Economy Forward* and will develop a work plan for implementing its assigned tasks and products.

COG Media Report

Media events in October included a major conference on gangs in the region. COG convened hundreds of members of area law enforcement, gang experts, elected officials, and community leaders to discuss eliminating gang activity in the regional area. U.S. Representatives Christopher Van Hollen (MD) and Frank Wolfe (VA) participated in the program.

Moving the region’s economy forward has become COG’s top priority for 2012. The Board approved *Economy Forward, a five-point plan to strengthen the region’s economy*.

Crime declined in Metropolitan Washington in 2011, as we experienced a 6.3 percent drop in violent and property crime according to COG’s 2011 Annual Report on Crime & Crime Control. With major reductions in

Letters Sent and/or Received

In a letter dated September 5, 2012, from Anthony J. Romanello, County Administrator for Stafford, Virginia, made a formal request for the inclusion of Stafford County as an adjoining locality for UASI projects and further asked that this request be endorsed for approval by the UASI Senior Policy Group and the National Capital Region Chief Administrative Officers Homeland Security Executive Council.

A letter from members of The Sierra Club conveyed their position with respect to the proposed update of the COG Activity Center Map. Growth patterns and their impact on the environment have long been a major concern of the Club. They requested COG’s acceptance and implementation of their recommendations.

In a letter to Chairman Principi dated October 1, 2012, COG Director Candice Quinn Kelly (President, Charles County) submitted her resignation from the COG Board of Directors due to health issues and her current workload as President of the Board of Commissioners of Charles County. Commissioner Reuben B. Collins, II, will serve as her replacement on the COG Board. Her resignation includes the following committees: Employee Compensation and Benefits Review Committee, 2012 Budget and Finance Committee, and Region Forward Coalition. She chose to continue to serve as Corporate Secretary-Treasurer until the end of her term in December.

A letter regarding funding to cover certain aspects of the Presidential Inaugural in 2013 was sent to our Congressional Delegation and others in September. The good news is that in the Continuing Resolution there was some additional funding that was targeted for the District of Columbia. It is not sufficient to meet our needs, however, so we are looking for additional dollars from the lame-duck session. We do not want this region to bear the entire support.

4. AMENDMENTS TO AGENDA

There were no amendments to the Agenda.

5. APPROVAL OF MINUTES

The minutes of the September 12, 2012, Board Meeting were approved.

6. ADOPTION OF CONSENT AGENDA ITEMS

Supplemental documents: Resolutions R44-2012 through R47-2012

A. RESOLUTION APPROVING RECOMMENDATIONS FOR THE 2013 NOMINATING COMMITTEE

Resolution R44-2012 authorizes the COG Board Chairman to recommend members to serve on the 2013 Nominating Committee of the Board. The Committee will recommend: 1) a slate of corporate officers for action by the General Membership at its Annual Meeting on December 12, 2012; and 2) a slate of officers for the Board of Directors for action by the Board at its January 9, 2013 meeting.

B. RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO ACCEPT AN URBAN AREA SECURITY INITIATIVE SUBGRANT TO CONTINUE TO PROVIDE COG EXECUTIVE, PROFESSIONAL AND TECHNICAL SECRETARIAT SUPPORT FOR HOMELAND SECURITY ACTIVITIES

Resolution R45-2012 authorizes the Executive Director, or his designee, to receive funds of up to \$783,023 through a Subgrant from the State Administrative Agent to provide Executive, Professional, and Technical Secretariat Support. The purpose of such support will be to assist the Emergency Preparedness Council, the Chief Administrative Officers, the Senior Policy Group, Regional Emergency Support Functions, Regional Program Working Groups, the State Administrative Agent, Office of National Capital Region Coordination, and others and to support the investment planning process in enhancing emergency preparedness in the National Capital Region. No COG matching funds are required.

C. RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO ENTER INTO A CONTRACT WITH A CONSULTING FIRM TO PROVIDE HEALTH AND MEDICAL PLANNING SUPPORT IN THE NATIONAL CAPITAL REGION

Resolution R46-2012 authorizes the Executive Director, or his designee, to receive and expend up to \$2,062,500 to provide health and medical planning support in the National Capital Region consistent with the approved Project Management Plan. Funding for this effort will be provided through an Urban Area Security Initiative Subgrant from the State Administrative Agent. No COG matching funds are required.

D. RESOLUTION AUTHORIZING COG TO ISSUE A CONTRACT TO PROVIDE INCIDENT COMMAND SYSTEM SECTION TRAINING AND EMERGENCY OPERATIONS CENTER TEAM TRAINING AND TO CONDUCT A READINESS EXERCISE

Resolution R47-2012 authorizes the Executive Director, or his designee, to receive and expend up to \$307,500 to develop standardized training on procedures that are essential for each Incident Command System position and Emergency Operations Center team member. This will include Incident Command System section training, Emergency Operations Center team training, and the conduct of a Readiness Exercise. Funding for this effort will be provided through a Subgrant from the State Administrative Agent. No COG matching funds are required.

ACTION: Upon motion duly made and seconded, Resolutions R44-2012 through R47-2012 were unanimously approved and adopted by the COG Board of Directors.

7. ECONOMY FORWARD: SEQUESTRATION AND BEYOND

Supplemental documents: PowerPoint Slides on Understanding Sequestration and Its Impact, Sequestration FAQs, White House Report on Sequestration Impacts, Form Letter to Send to Members of Congress

There has been much in the news lately about the federal government's sequestration program which is expected to result in \$1.2 trillion in automatic budget spending cuts. Such cuts would be made over eight years beginning in January 2013. Chairman Principi pointed out that the Bush era tax cuts are set to expire as of December 31, 2012, new programs like the Affordable Care Act are just beginning, and lawmakers on Capitol Hill continue to disagree on the federal budget. In the face of these major challenges, he would like the National Capital Region to be proactive. There is plenty that we can do, and must do, to ensure our future competitiveness and prosperity. That is why we are moving ahead with *Economy Forward*, our plan to prepare for this major shift by addressing five key priorities, which include investment in transportation, new regional branding, and greater federal-regional partnership.

The Chairman introduced guests Carolyn Coleman, Director of the Center for Federal Relations at the National League of Cities, and Fred Abousleman, Executive Director of the National Association of Regional Councils (NARC), who briefed the Board on the potential impact of sequestration. In a PowerPoint presentation on "Understanding Sequestration and Its Impact on Local Governments & Regions," they reported that sequestration is automatic, across-the-board federal domestic and defense discretionary and mandatory spending cuts, as required by the 2011 Budget Control Act. In total, sequestration will cut \$1.2 trillion between 2013 and 2021 at the rate of approximately \$109 billion per year. In 2013, it is estimated that the largest cuts will be in defense discretionary programs and nondefense discretionary programs in the amounts of \$54.599 billion (9.4%) and \$38.021 billion (8.2%), respectively. After 2013, cuts will be determined by the House and Senate Appropriations Committees

annually. Roughly 70% of sequestration's cuts will affect discretionary spending.

According to the U.S. Congressional Budget Office, which provides independent, nonpartisan, objective analyses of budgetary and economic issues for the U.S. Congress, sharp increases in federal taxes and reductions in federal spending are likely to interrupt the recent economic progress, resulting in what will probably be considered a recession. The automatic spending cuts are the biggest threat to date to our recovery efforts and will result in a loss of 450,000 jobs in the metropolitan Washington area alone. The cuts to investments in infrastructure, education, and public safety will stifle our competitiveness and do great harm to our communities. To attract new businesses and retain workers, we need to improve our transportation system, better train our future workforce, and continue creating safe and vibrant neighborhoods.

Sequestration can be avoided, but only if Congress passes (and the President signs) legislation that amends the legal requirements imposed by the 2011 Budget Control Act before December 31, 2012. The President has no authority or ability to change or redistribute the cuts. The cuts are required by federal law which, based on procedure, requires Congressional action. Copies of the NARC PowerPoint presentation, a Brief Summary of the White House Report on Sequestration Impacts, and Federal Budget Sequestration FAQs are available on the COG website.

The Chairman expressed the Board's appreciation to Ms. Coleman and Mr. Abousleman for their excellent presentation.

Directors discussed the possible effects of sequestration in their jurisdictions. Chairman Sharon Bulova, Fairfax County, noted that it is the arbitrary nature of the sequestration that most people object to, but we need to acknowledge the importance of finding savings. She also felt that the COG Board should go on record and recommended that staff prepare a letter to the Congressional Delegation for Board approval in November. The Chairman commented that the Board will adopt a budget in January 2013. We will take another look at sequestration at that time to see if it affects our budget in any way.

8. PREPARATION FOR THE NOVEMBER 6 GENERAL ELECTION

Supplemental documents: MetroDCVote.org Flyer and Nomination Form.

Election Day is coming up on Tuesday, November 6. Throughout our region election officials have been working hard to get voters ready to participate in the voting. COG helps this effort by bringing these officials together as part of the regional Election Officials Technical Committee where they can share best practices on voter education, election policies, and vote tabulation and reporting. This year they created the regional website MetroDCVote.org, an informational site to help make sure citizens in D.C., Maryland and Virginia are informed about how to register to vote and how to confirm the accuracy of their voter registration.

The Chairman then introduced and welcomed Alysoun McLaughlin, Deputy Executive Director of the Elections Board in Montgomery County and Co-Chair of COG's Elections Officials Technical Committee, David Bjerke, Registrar for the City of Falls Church and Co-Chair of the COG Elections Officials Technical Committee, and Cliff Tatum, Executive Director of the District of Columbia Board of Elections. COG has supported an Elections Officials Technical Committee as part of its work program for several years. The Committee fosters collaboration and the sharing of best practices on voter education, election policies and procedures, and vote tabulation and reporting.

Committee representatives discussed preparations underway for the November 6 general election and the new website MetroDCVote.org. October 16 is the deadline for registering to vote in the November 6 election. Absentee ballots were mailed out to voters who requested them at least 45 days prior to the election. Commissioner Reuben Collins, Charles County, asked if there was any coordination to address improprieties in the balloting and voting processes. Cliff Tatum responded that his office works with Homeland Security, which plays a low-key role in overseeing the polls to avoid scaring voters away from the polls and to help assure that the polling process runs smoothly.

Chairman Principi extended the Board's thanks for this timely and informative presentation.

12. OTHER BUSINESS

There was no further business to come before the meeting.

13. ADJOURNMENT

Upon motion duly made and seconded, the meeting was adjourned at 1:45 p.m. The next meeting will be held on November 14.

THE NEXT BOARD MEETING WILL BE HELD ON WEDNESDAY, NOVEMBER 14, 2012.

BOARD OF DIRECTORS MEETING ATTENDANCE – October 10, 2012

Jurisdiction	Member	Y/N	Alternate	Y/N
<i>District of Columbia</i>				
Executive	Hon. Vincent Gray	N	Christopher Murphy	Y
	Mr. Allen Lew	Y	Warren Graves	N
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. C. Kelly/Reuben Collins (10/10/12)	Y		
City of Frederick	Hon. Karen Young (Vice Chair)	Y	Hon. Randy McClement	
Frederick County	Hon. David Gray	Y	Hon. Blaine Young	
College Park	Hon. Andrew Fellows	N	Hon. Robert Catlin	Y
Gaithersburg	Hon. Sidney Katz	N	Hon. Cathy Drzyzgula	Y
Greenbelt	Hon. Judith “J” Davis	Y	Hon. Emmett Jordan	
Montgomery County				
Executive Council	Hon. Isiah Leggett	N	Mr. Tim Firestine	N
	Hon. Roger Berliner	N		
	Hon. Valerie Ervin	Y		
Prince George’s County				
Executive Council	Hon. Rushern Baker	N	Mr. Bradford Seamon	N
	Hon. Karen Toles	N		
	Hon. Andrea Harrison	Y		
Rockville	Hon. Phyllis Marcuccio	N		
Takoma Park	Hon. Bruce Williams	Y	Hon. Terry Seamens	
Maryland General Assembly	Hon. Galen Claggett	N		
<i>Virginia</i>				
Alexandria	Hon. William Euille	Y	Hon. Redella Pepper	
Arlington County	Hon. Walter Tejada	Y	Hon. Jay Fisette	
City of Fairfax	Hon. Dan Drummond	Y	Hon. Jeffrey Greenfield	
Fairfax County	Hon. Sharon Bulova	Y	Hon. Catherine Hudgins	
	Hon. Penelope A. Gross	Y	Hon. Patrick Herrity	
	Hon. John Foust	Y	Hon. Michael Frey	
Falls Church	Hon. Nader Baroukh	N	Hon. David Snyder	Y
Loudoun County	Hon. Matt Letourneau	N		
Loudoun County	Hon. Scott York	N		
Manassas	Hon. S. Bass/Jonathan Way (as of 7/11/12)	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	Y		

10/10/12 - 12:00 PM (Present: 22)

J:\COG Board\2012\ Attendance\Board Attendance Sheet Oct. 10, 2012.docx



AGENDA ITEM #6

ADOPTION OF CONSENT AGENDA ITEMS

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: November 7, 2012
To: David Robertson, Executive Director
From: George Danilovics, Information Technology and Facilities Management Director
Subject: Financial Management System and Website Projects

Two budgeted projects are included in the November COG Board of Directors agenda for consent approval. Both projects continue to improve the use of technology through careful strategic planning. The projects will allow for greater access to accurate information.

Financial Management System

COG's annual work program and budget is over \$25M and COG provides contracting and oversight for millions more in pass-through grants. COG is a trusted regional steward of funds and is regularly called on administer funds and projects on behalf of its members.

COG uses Deltek Costpoint for its financial management system. Although the software is electronic, COG still performs most financial processes manually with paper-based forms and approvals. COG received a clean audit for Fiscal Year 2012, but the auditors noted that COG needs to better use technology and improve many of the time-consuming manual processes that are currently in place.

This project consists of two phases. The first is a required upgrade to bring Deltek CostPoint to the current version. COG is required to perform this upgrade in order to continue to receive technical support and assistance from Deltek. The second phase will focus on improvements to financial management processes. Information Technology and Accounting staff will engage COG's project managers and provide real-time access to project budgets and expenses. This access is essential to improve accuracy of financial statements and to ensure project budgets do not exceed the grant funding allotted. COG's financial reporting will be automated, which will allow accounting staff to spend more time analyzing financial statements and less time generating routine reports. Procurement and contract management will be tracked within the financial management system. This action will speed up the time for approvals and greatly increase the accuracy of the procurement process and project expense management.

*Adjunct Member

COG Website

COG currently maintains a web presence at <http://www.mwcog.org>. The website serves multiple roles, including communication to members, information resource to the public, committee information, and promotion of COG's *Region Forward* vision. The current website was developed over 10 years ago and is maintained by a web team that is a cross-section of COG program areas. Technology and COG's needs have changed since the website was originally created, and the current website does not meet current website technology and standards.

In February 2012, 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. In response to the Board's direction, COG staff has proposed and the Board approved the implementation of association management software. The association management software will serve as the information repository that can provide current, accurate information directly to websites. COG's current website does not support live access into the association management software – the new website will.

Project Funding

COG management anticipated the need for both projects in the development of the COG Fiscal 2013 Annual Work Program and Budget. The sum of \$150,000 is budgeted for the financial management system and \$150,000 is budgeted for the website. Both projects are included in the annual operating budget for Information Technology & Facility Management (ITFM). The 2013 Annual Work Program and Budget, including the ITFM budget, was adopted by the COG Board of Directors in January 2012.

The funding amounts for the COG Board's approval in November are budget numbers. Project teams will work aggressively with contractors and vendors to keep costs low while delivering the required outcomes. I further commit to delivering both projects under the budget amounts requested.

Thank you for your guidance and support for these two important projects.

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

**RESOLUTION FOR APPROVAL OF SOFTWARE AND SERVICES TO UPGRADE
COG'S FINANCIAL MANAGEMENT SYSTEM**

WHEREAS, the Metropolitan Washington Council of Governments (COG) is a nonprofit membership association entrusted with the management of local, state, and federal funds; and

WHEREAS, COG owns a financial management system that is used to track project revenue, project expenses, and COG's overall financial status; and

WHEREAS, the financial management system, Deltek CostPoint, periodically requires software upgrades, and COG routinely engages contractor support for upgrade services; and

WHEREAS, the FY-2012 auditors noted that COG needs to better utilize its financial management system to reduce manual processes and increase efficiency; and

WHEREAS, COG management included funding to improve COG's financial management system in the FY-2013 Work Program and Budget that was approved by the COG Board of Directors; and

WHEREAS, COG's Chief Financial Officer and Director of Information Technology & Facility Management have created plan to improve efficiency, transparency, and accuracy of COG's project and organization budgets;

**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 \$150,000 with Deltek and Iuvo Systems for the software and services necessary to upgrade and improve COG's financial management system.

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

**RESOLUTION FOR APPROVAL OF SOFTWARE AND SERVICES TO UPGRADE
COG'S FINANCIAL MANAGEMENT SYSTEM**

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WHEREAS, COG owns a financial management system that is used to track project revenue, project expenses, and COG's overall financial status; and

WHEREAS, the financial management system, Deltek CostPoint, periodically requires software upgrades and COG routinely engages contractor support for upgrade services; and

HEREAS, the Fiscal 2012 auditors noted that COG needs to better utilized its financial management system to reduce manual processes and increase efficiency; and

WHEREAS, COG management included funding to improve COG's financial management system in the Fiscal 2013 Work Program and Budget that was approved by the COG Board of Directors; and

WHEREAS, COG's Chief Financial Officer and Director of Information Technology & Facility Management have created plan to improve efficiency, transparency, and accuracy of COG's project and organization budgets;

**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 \$150,000 with Deltek and Iuvo Systems for the software and services necessary to upgrade and improve COG's financial management system.

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS
777 North Capitol Street, N.E.
Washington, D.C. 20002-4239

**RESOLUTION AUTHORIZING COG TO APPLY FOR AND ADMINISTER FUNDING
FROM THE FEDERAL TRANSIT ADMINISTRATION'S FY 2012
TRANSIT IN PARKS COMPETITIVE GRANT PROGRAM**

WHEREAS, On August 28, 2012, the Federal Transit Administration (FTA) issued a notice of funding availability for the FY 2012 Paul S. Sarbanes Transit in Parks discretionary grant program; and

WHEREAS, the FY 2012 Transit in Parks program is a competitive discretionary grant program administered through the FTA funded with \$12 million appropriated through the Safe, Accountable, Flexible, and Efficient Transportation Equity Act - A Legacy for Users (SAFETEA-LU); and

WHEREAS, the National Capital Region Transportation Planning Board (TPB), as the metropolitan planning organization (MPO) for the Washington Region, has the responsibility under the provisions of the SAFETEA-LU for developing and carrying out a continuing, cooperative and comprehensive transportation planning process for the Washington Metropolitan Area; and

WHEREAS, metropolitan planning organizations like the TPB are eligible applicants under the FY 2012 Transit in Parks grant funding guidelines; and

WHEREAS, the TPB, through its Commuter Connections program, proposes to submit a grant application of up to \$410,000 for a regional one-stop seamless web site and responsive web design for smart phones that will provide access to transportation information related to national parks in the Washington metropolitan planning area; and

WHEREAS, the TPB was briefed on the FTA Transit in Parks grant program application on September 19, 2012 and believes that applying for an FY 2012 Transit in Parks grant represents a significant regional funding opportunity; and

**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 apply for and administer grant funding from the Federal Transit Administration's FY 2012 Transit in Parks Competitive Grant Program for a project to implement a regional one-stop seamless web site and responsive web design for smart phones in an amount not to exceed \$410,000 in accordance with provisions of the grant program, and no COG matching funds are required.

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS
777 North Capitol Street, N.E.
Washington, D.C. 20002-4239

**RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO RECEIVE FUNDING
FROM FEMA'S COMMUNITY RESILIENCE INNOVATION CHALLENGE GRANT PROGRAM
THROUGH THE LOS ANGELES EMERGENCY PREPAREDNESS FOUNDATION FOR A
"Neighborhood Collaborative on Energy Security and Community Resilience"**

WHEREAS, the Metropolitan Washington Region recently held an agency-expert roundtable on Clean Energy Community Collaboration with the Department of Defense; and

WHEREAS, COG and the Climate, Energy, and Environment Policy Committee (CEEPC) are developing strategies to improve energy efficiency, deploy renewable energy, and enhance energy security for communities in the region; and

WHEREAS, the purpose of FEMA's Community Resilience Innovation Challenge is to assist in catalyzing new groups and institutions that come together to design and test innovative approaches to community resilience; and

WHEREAS, COG has the support of the American Council on Renewable Energy (ACORE) to leverage ACORE's existing efforts in the Anacostia neighborhood of Washington, DC to work with Department of Defense and other key leaders in the region to advance collaboration on energy security and community resilience; and

WHEREAS, this proposed project aims to foster community leadership and institutional capacity for deployment of efficient and secure energy resources as a model for collaboration on such issues in the region and the Nation;

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

The Executive Director, or his designee, is authorized to receive grant funding up to \$35,000 from the FEMA Community Resilience Innovation Challenge to carry out a series of workshops focused on energy security and community resilience collaboration. No COG matching funds are required.

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS
777 North Capitol Street, N.E.
Washington, D.C. 20002-4239

**RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO APPLY FOR FUNDING
FROM EPA'S ENVIRONMENTAL EDUCATION REGIONAL GRANT PROGRAM
TO DEVELOP A HIGH SCHOOL AIR QUALITY EDUCATION MODULE**

WHEREAS, the Metropolitan Washington region does not meet the federal health standards for ozone, which adversely affects the health of populations at increased risk, including one million children 18 years of age and younger; and

WHEREAS, COG is a recognized leader in the reduction of air pollution and has provided coordination, management, technical, and administrative support of a voluntary air quality education and outreach program since 1995; and

WHEREAS, the purpose of EPA's Environmental Education Regional Grant Program is to increase public awareness and knowledge about environmental issues, provide skills to make informed environmental decisions, and take responsible actions toward the environment; and

WHEREAS, COG is proposing to develop a "What's in our Air: Monitoring Air Quality on Campus" module for high school science classes grades 9-12 in the Metropolitan Washington-Baltimore region; and

WHEREAS, the objectives of the proposed project is for students, with the help of Clean Air Teacher Fellows, to gain an awareness and knowledge of the variety of sources of local, regional, and global air pollution, identify locations of air pollution, and collect air quality data, specifically particulate matter and ground-level ozone;

**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 apply for grant funding from the U.S. Environmental Protection Agency for the development of a high school education air quality module, the amount of which will not exceed \$205,538, with a COG in-kind match of \$54,520 from already budgeted funds.



AGENDA ITEM #7

**REPORT ON PRELIMINARY
VERIZON 9-1-1 STUDY
FINDINGS AND RECOMMENDATIONS**



AGENDA ITEM #8

ECONOMY FORWARD: SEQUESTRATION

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

Address

Dear Congressional Delegation/Administration:

The Metropolitan Washington Council of Governments (COG) calls on Congress to immediately enact legislation to avoid the impending fiscal cliff created by the Budget Control Act of 2011. The automatic spending cuts are the biggest threat to date to our recovery efforts and will result in a loss of 450,000 jobs in the metropolitan Washington area alone. Failure to amend the Act would send this region into another recession.

As elected leaders we understand the need for fiscal responsibility and the tough choices required in times of declining revenue. In fact, we have had to make many painful programmatic cuts over the last several years. We are concerned, however, that the automatic, across-the-board cuts will further reduce fragile domestic discretionary and defense programs that are essential to regional economies.

This region has actively taken steps to map our economic future. The recently released *Economy Forward: COG's Call to Action for a More Competitive Metropolitan Washington*, outlines the regional actions necessary to ensure that we are prepared for a significant decrease in federal spending. It is clear that this region must diversify its economy by strengthening the private sector.

The draconian cuts to investments in infrastructure, education and public safety will stifle our competitiveness and do great harm to our communities. To attract new businesses and workers, we need to improve our transportation system, better train our future workforce, and continue creating safe and vibrant neighborhoods.

*Adjunct Member

COG calls on Congress and the Administration consider the following principles when examining changes to sequestration and future federal spending:

- A bi-partisan plan to reduce the deficit and balance needed reductions in spending with revenue enhancement and entitlement reform.
- Reductions in federal spending should not come solely from domestic discretionary programs essential to vibrant communities.
- Deficit reduction should not be accomplished by shifting costs to states and local governments, imposing unfunded mandates, or pre-empting local government programs or taxing authority.
- Maintenance of tax-exemption on municipal bonds is essential to help our regional economy grow and create jobs.

For decades, federal government procurement provided metropolitan Washington's economic stability, largely insulating it from the more severe impacts of the recession. Virginia, Maryland, and the District of Columbia have continually been among the top five states receiving federal procurements. Sequestration will have enormous ripple effects throughout the entire region; much more so than any other metropolitan area in the country.

We recognize that the national economic challenge is great, requiring the federal government to get its fiscal house in order. We strongly encourage you to adopt a bi-partisan balanced solution to deficit reduction that promotes, rather than undermines, our economic growth. We will be contacting you in the near future to discuss a way forward.

Sincerely,

Frank Principi
Board Chairman
Prince William County, VA

Karen Young
Board Vice Chairman
Frederick City, MD

Phil Mendelon
Board Vice Chairman
District of Columbia

cc: COG Board of Directors



AGENDA ITEM #9

FY 2012 AUDIT

AND

FY 2013 FIRST QUARTER REPORT

**METROPOLITAN WASHINGTON COUNCIL
OF GOVERNMENTS, INC.**

**Financial Statements Together with
Report of Independent Public Accountants**

For the Year Ended June 30, 2012



SB & COMPANY, LLC
EXPERIENCE • QUALITY • CLIENT SERVICE

JUNE 30, 2012

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REPORT OF INDEPENDENT PUBLIC ACCOUNTANTS

To the Board of Directors of the Metropolitan Washington Council
of Governments, Inc.

We have audited the accompanying statement of net assets of the Metropolitan Washington Council of Governments, Inc. (COG), as of June 30, 2012, and the related statements of revenue, expenses and changes in net assets and cash flows for the year then ended. These financial statements are the responsibility of COG's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Accounting Standards issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and the significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of COG as of June 30, 2012, and the results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our reports dated October 17, 2012 on our consideration of COG's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of these reports is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. These reports are an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audit.



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Accounting principles generally accepted in the United States of America require that the management's discussion and analysis be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the *Governmental Accounting Standards Board*, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with evidence sufficient to express an opinion or provide any assurance.

SB & Company, LLC

Washington, DC
October 17, 2012

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS, INC.

**Management’s Discussion and Analysis
June 30, 2012**

Financial Highlights

This section of the financial statements provides a discussion and analysis of the financial performance of the Metropolitan Washington Council of Governments, Inc. (COG) and an overview of COG’s financial activity as of and for the years ended June 30, 2012 and 2011. This information is best understood if read in conjunction with COG’s financial statements.

The following information is an analysis as of and for the years ended June 30, 2012 and 2011.

	<u>2012</u>	<u>2011</u>	<u>Variance</u>	<u>% Change</u>
Assets				
Current assets	\$ 23,560,187	\$ 21,061,526	\$ 2,498,661	11.86%
Capital assets	<u>537,057</u>	<u>681,920</u>	<u>(144,863)</u>	<u>-21.24%</u>
Total Assets	24,097,244	21,743,446	2,353,798	10.83%
Total Liabilities	9,319,538	6,919,621	2,399,917	34.68%
Net Assets				
Invested in capital assets	537,057	681,920	(144,863)	-21.24%
Restricted for:				
Project funds	5,227,001	4,573,480	653,521	14.29%
Capital plans	250,000	200,000	50,000	100.00%
Unrestricted net assets	<u>8,763,648</u>	<u>9,368,425</u>	<u>(604,777)</u>	<u>-6.46%</u>
Net Assets	<u>\$ 14,777,706</u>	<u>\$ 14,823,825</u>	<u>\$ (46,119)</u>	<u>-0.31%</u>

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS, INC.

Management's Discussion and Analysis June 30, 2012

Financial Highlights (continued)

Metropolitan Washington Council of Governments, Inc. completed fiscal year 2012 with positive results from its financial operations, before adjusting for the net pension obligation. The organization's financial performance finished the fiscal year by adding approximately \$513,000, less the net pension obligation expense of approximately \$559,000 to complete the year with negative change in net assets of \$46,000. The statement of net assets as of June 30, 2012 continues to demonstrate the organization's strong cash position by maintaining the required funds on hand to make payments to vendors who provide support to COG's program operations without relying on capital from its line of credit or unrestricted net assets. By evidence of its financial performance, COG maintained its financial stability in fiscal year 2012 given the economic climate.

Current assets increased by 12% or approximately \$2,499,000 mainly due to an increase in cash and accounts receivable relative to the timing of receipts from Federal grants.

COG purchased capital assets of approximately \$96,000. Major capital assets acquired consisted primarily of leasehold improvements for the building and computer equipment.

Liabilities reflected changes due to timing of cash payments for payables relative to Federal grant billings. Liabilities also reflected approximately \$559,000 increase for the net pension obligation, an additional liability of approximately \$390,000 related to the deferred revenue for Federal grant activity, and additional accrual of approximately \$98,000 to capture the reduction to grant billings for adjusting the provisional indirect rates to the actual indirect rates.

COG's unrestricted net assets fund decreased overall by approximately \$605,000, from \$9.4 million to \$8.8 million primarily as a result of recording a pension liability of approximately \$559,000. Further, the decrease in changes in net assets of approximately \$46,000 also contributed to the decrease in unrestricted net assets. The decrease was mitigated by interest earnings from COG's investment portfolio and investment income received from the Center for Public Administration Services, Inc. (CPAS). COG is an equal shareholder in CPAS along with International City Management Association (ICMA) and the International City Management Association Retirement Corporation (ICMA-RC). CPAS is a real estate investment trust (REIT) that owns an office building located at 777 North Capitol Street, Washington DC. CPAS is a REIT; therefore, it must distribute most of its earnings to its owners each year.

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS, INC.

**Management's Discussion and Analysis
June 30, 2012**

Financial Highlights (continued)

**Comparative Statements of Revenue, Expenses and
Changes in Net Assets
For the Years Ended June 30,**

	<u>2012</u>	<u>2011</u>	<u>Variance</u>	<u>% Change</u>
Revenue				
Federal grants	\$ 21,491,797	\$ 18,685,356	\$ 2,806,441	15.02%
State and local grants	9,382,821	9,517,706	(134,885)	-1.42%
Member contributions	3,223,507	3,244,329	(20,822)	-0.64%
Other	2,336,479	2,982,273	(645,794)	-21.65%
Total Revenue	36,434,604	34,429,664	2,004,940	5.82%
Expenses				
Personnel	13,057,112	12,633,502	423,610	3.35%
Professional fees	15,503,587	13,878,331	1,625,256	11.71%
Other direct costs	3,231,573	3,126,234	105,339	3.37%
Indirect costs	4,688,453	4,526,324	162,129	3.58%
Total Expenses	36,480,725	34,164,391	2,316,334	6.78%
Changes in net assets	(46,119)	265,273	(311,392)	-117.39%
Net assets, beginning of year	14,823,825	14,558,552	265,273	1.82%
Net Assets, End of Year	\$ 14,777,706	\$ 14,823,825	\$ (46,119)	-0.31%

Revenue for the year ended June 30, 2012, was \$36.4 million, which was approximately \$2,000,000 higher than during the year ended June 30, 2011. Revenue increased primarily due to Federal pass-through funding, which increased costs by an equal amount.

Member contributions remained flat at \$3.2 million for both 2012 and 2011, in response to the economic recession.

Expenses increased overall by approximately \$2.3 million. Personnel costs increased 3% due to increases in salaries and related benefits. The increase in professional fees is primarily attributed to the corresponding increase in Federal pass-through revenue.

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS, INC.

**Management's Discussion and Analysis
June 30, 2012**

Financial Highlights (continued)

The economic forecast for COG is based on the outlook for its member governments and the Metropolitan Washington, DC region. COG does not expect any significant change in its operations for the next fiscal year. Questions concerning any of the information provided in this report or request for additional financial information should be addressed to: Metropolitan Washington Council of Governments, Inc. 777 North Capitol Street, NE, Washington, DC 20002.

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS, INC.

**Statement of Net Assets
As of June 30, 2012**

ASSETS

Current Assets

Cash	\$	2,979,242
Investments		9,137,016
Accounts receivable		11,228,368
Prepaid expenses and other current assets		215,561
Total Current Assets		<u>23,560,187</u>

Non-Current Assets

Capital assets, net		537,057
Total Assets	\$	<u>24,097,244</u>

LIABILITIES

Current Liabilities

Accounts payable	\$	5,182,545
Accrued expenses		607,714
Deferred revenue		1,518,273
Total Current Liabilities		<u>7,308,532</u>

Non-Current Liabilities

Accrued vacation		763,847
Net pension obligation		1,247,159
Total Liabilities		<u>9,319,538</u>

NET ASSETS

Invested in capital assets		537,057
Unrestricted Board Designated:		
Project funds		5,227,001
Capital plans		250,000
Unrestricted net assets		8,763,648
Total Net Assets	\$	<u>14,777,706</u>

The accompanying notes are an integral part of this financial statement.

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS, INC.

**Statement of Revenue, Expenses and Changes in Net Assets
For the Year Ended June 30, 2012**

Operating Revenues

Member contributions	\$ 3,223,507
Federal grants	21,491,797
State grants	7,052,678
Local grants	2,330,143
Foundation contributions	511,414
Other income	1,017,295
Total Operating Revenue	<u>35,626,834</u>

Operating Expenses

Transportation	20,690,410
Community planning and services	1,748,077
Public safety and health	4,567,599
Environmental	8,335,280
Member services	580,044
Additional required pension	559,312
Total Operating Expenses	<u>36,480,722</u>

Operating Loss	<u>(853,888)</u>
-----------------------	------------------

Non-Operating Revenue

Unrealized gain on investments	(10,609)
Interest income	191,220
Investment income	627,158
Total Non-Operating Revenue	<u>807,769</u>

Changes in net assets	(46,119)
Net assets, beginning of year	14,823,825
Net Assets, End of Year	<u>\$ 14,777,706</u>

The accompanying notes are an integral part of this financial statement.

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS, INC.

**Statement of Cash Flows
For the Year Ended June 30, 2012**

Cash Flows from Operating Activities

Revenue and other support	\$ 34,293,505
Payments to employees	(12,937,264)
Payments to vendors	(21,155,995)
Net Cash Flows from Operating Activities	<u>200,246</u>

Cash Flows from Investing Activities

Purchase of investments	(147,933)
Interest income	180,611
Investment income	627,158
Net Cash Flows from Investing Activities	<u>659,836</u>

Cash Flows from Capital Financing Activities

Purchase of furniture and equipment	<u>(96,118)</u>
-------------------------------------	-----------------

Net increase in cash	763,964
Cash, beginning of year	2,215,278
Cash, End of Year	<u>\$ 2,979,242</u>

**Reconciliation of Operating Loss to Net Cash
from Operating Activities**

Operating loss	\$ (853,888)
Adjustments to reconcile operating income to cash from operating activities:	
Depreciation and amortization	240,981
Effect of changes in non-cash operating assets and liabilities:	
Accounts receivable	(1,723,463)
Prepaid expenses and other current assets	136,699
Accounts payable	1,305,777
Accrued expenses	119,848
Accrued vacation	24,846
Net pension obligation	559,312
Deferred revenue	390,134
Net Cash Flows from Operating Activities	<u>\$ 200,246</u>

The accompanying notes are an integral part of this financial statement.

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS, INC.

Notes to the Financial Statements

June 30, 2012

1. ORGANIZATION

The Metropolitan Washington Council of Governments, Inc. (COG), is an organization comprised of 21 local governments of the Washington Metropolitan area, plus area members of the Maryland and Virginia legislatures, the U.S. Senate and the U.S. House of Representatives. COG's mission is to enhance the quality of life and competitive advantages of the Washington Metropolitan region in the global economy by providing a forum for consensus building and policy making; implementing intergovernmental policies, plans, and programs; and supporting the region as an expert information resource.

Through COG, individual counties and cities coordinate their efforts to maintain and improve the physical, economic, and social well being of the area. COG's funding is obtained from member jurisdictions' annual contributions and Federal, state, and other contracts for specified projects, which are designed to further COG's goals and objectives.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accounting and financial reporting for the accompanying financial statements follow the enterprise fund reporting model as defined by the Government Accounting Standards Board (GASB) which uses the economic-resources measurement focus and the accrual basis of accounting. The enterprise basis of accounting was used as COG is an entity formed to benefit governments and its members are governmental entities. As such, COG believes the enterprise fund reporting model more properly reflects its reporting entity. Revenue is recorded when earned and expenses are recorded when a liability is incurred regardless of the timing of the related cash flow. COG has elected to not adopt private sector accounting and reporting standards established by the Financial Accounting Standards Board's (FASB) pronouncement issued after November 30, 1989, unless required by the GASB.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities as of year-end and the changes therein and the disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investments

Investments are carried at fair market value. In February 1982, COG adopted a formal investment policy that authorizes staff to deposit funds not immediately needed for operating activities in short-term investment accounts, including money market funds, where such accounts or funds are invested in securities of the United States of America or insured by the Federal government.

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS, INC.

Notes to the Financial Statements June 30, 2012

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Accounts Receivable

Accounts receivable are primarily from grants and are recorded at their estimated net realizable value. Management believes all receivables are fully collectible as of June 30, 2012.

Capital Assets

Capital assets in excess of \$5,000 are recorded at cost. Capital assets are depreciated over their estimated useful lives on the straight-line method. Leasehold improvements are amortized over the shorter of the estimated useful life or the life of the lease. Furniture, equipment, computer hardware, and software are depreciated over three years.

Compensated Absences

Employees are allowed to accumulate unused vacation leave up to certain maximum hours. COG employees earn thirteen to twenty-six vacation days in a year, depending on the length of their employment. All employees receive thirteen sick days a year. Upon termination or retirement, employees are entitled to receive compensation at their current base salary for all unused vacation leave. Unused sick leave is canceled upon termination of employment, with no compensation to the employee.

Deferred Revenue

Funds advanced to COG before the satisfaction of program eligibility requirements are reflected as deferred revenue. The eligibility requirements applicable to COG relate to reimbursement or expenditure driven programs. COG must incur allowable costs under a program before the revenue can be recognized.

Fringe Benefit and Indirect Cost Allocations

Fringe benefit and indirect costs are allocated to each project based on approved allocation rates. Separate rates are determined for management and administrative personnel costs, fringe benefits (excluding leave), leave (vacation and sick), and indirect non-personnel costs. The rates are calculated as follows:

- The management and administrative (M&A) personnel costs rate is the ratio of M&A salaries over direct salaries;
- The leave rate is the ratio of leave expense over total salary costs less temporary salaries and intern costs;
- The fringe rate is the ratio of fringe benefit expense (excluding leave) over total personnel costs less temporary salaries and intern costs; and

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS, INC.

Notes to the Financial Statements June 30, 2012

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Fringe Benefit and Indirect Cost Allocations (continued)

- The indirect non-personnel rate is the ratio of total indirect costs over total personnel and temporary and fringe benefit costs.

The fringe benefit and indirect costs rates for the fiscal year ended June 30, 2012, were as follows:

M&A personnel costs	21.58%
Leave	18.09%
Fringe benefits	29.24%
Indirect non-personnel costs	33.84%

Reclassifications

Certain amounts related to fiscal year 2011 have been reclassified in the Management's Discussion and Analysis to conform to the 2012 presentation.

Recent Accounting Pronouncements

The Governmental Accounting Standards Board (GASB) issued GASB Statement No. 62, *Codification of Accounting and Financial Reporting Guidance Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements* and GASB No. 68, *Accounting and Financial Reporting for Pensions*. GASB No. 62 is intended to enhance the usefulness of the Codification of Governmental Accounting and Financial Reporting Standards by incorporating guidance that previously could only be found in certain FASB and AICPA pronouncements. GASB No. 68 requires governments providing defined benefit pensions to recognize their long-term obligation for pension benefits as a liability for the first time, and to more comprehensively and comparably measure the annual costs of pension benefits. GASB No. 68 also enhances accountability and transparency through revised and new note disclosures and required supplementary information. The provisions in GASB No. 62 are effective for financial statements for periods beginning after December 15, 2011. The provisions in GASB No. 68 are effective for fiscal years beginning after June 15, 2014. Management is currently evaluating the implications of GASB Statement No. 62 and No. 68, and the effect on the financial statements is unknown at this time.

Subsequent Events

COG evaluated the accompanying financial statements for subsequent events and transactions through October 17, 2012, the date these financial statements were available for issue and have determined that no material subsequent events have occurred that would affect the information presented in the accompanying financial statements or require additional disclosure.

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS, INC.

Notes to the Financial Statements

June 30, 2012

3. DEPOSITS

COG maintains its deposits at several financial institutions. The accounts are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000, for interest bearing accounts. As of June 30, 2012, COG's bank balance was \$4,033,424, and its book balance was \$2,979,242. The bank balance was fully insured.

4. INVESTMENTS

COG's investments are stated at fair value as determined by quoted market prices. As of June 30, 2012, the investment balance consisted of the following:

Certificate of deposits	\$ 7,457,440
Government backed securities	1,588,068
Money market	391,508
Net Unsettled Purchases	<u>(300,000)</u>
	<u>\$ 9,137,016</u>

COG's investments are subject to certain risks. Those risks are credit risk, concentration of credit risk, and interest rate risk.

Credit Risk is the risk that an issuer to an investment will not fulfill its obligations. COG limits its exposure by ensuring deposits with a financial institution do not exceed the \$250,000 FDIC insurance. In addition, financial institutions must have a satisfactory or outstanding Community Reinvestment Act rating, total capitalization of at least \$10 million, and a FDIC Capital Classification of "Well Capitalized" or Adequately Capitalized. As of June 30, 2012, COG's bonds with the Federal National Mortgage Association, Federal Home Loan Bank, and Federal Farm Credit Bank had a AAA rating by Moody and AA+ by S&P.

Concentration of Credit Risk is the risk of loss attributed to the magnitude of a government's investment in a single issuer. There is no limit on the amount that may be invested in any one issuer.

Interest Rate Risk is the risk that changes in interest rates will adversely affect the fair value of an investment. COG mitigates the interest rate risk by investing in callable bonds and segmenting its investments with various maturity dates. The segmented maturity of the Federal agency bonds are as follows:

One to five years	70%
Five to ten years	30%

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS, INC.

Notes to the Financial Statements June 30, 2012

5. CAPITAL ASSETS

Capital assets consisted of the following as of June 30, 2012:

	<u>June 30, 2011</u>	<u>Additions</u>	<u>Retirements</u>	<u>June 30, 2012</u>
Furniture and equipment	\$ 1,592,927	\$ -	\$ -	\$ 1,592,927
Leasehold improvements	298,906	43,935	-	342,841
Computer hardware	492,599	46,383	-	538,982
Computer software	669,220	5,800	-	675,020
Local area network	300,032	-	-	300,032
Total capital assets	<u>3,353,684</u>	<u>96,118</u>	<u>-</u>	<u>3,449,802</u>
Less: accumulated depreciation	<u>2,671,764</u>	<u>240,981</u>	<u>-</u>	<u>2,912,745</u>
Capital Assets, net	<u>\$ 681,920</u>	<u>\$ (144,863)</u>	<u>\$ -</u>	<u>\$ 537,057</u>

COG calculates depreciation expense each year based on its capital assets' estimated useful lives. The depreciation expense is then allocated to each of COG's projects through its indirect cost rate. Depreciation expense for the year ended June 30, 2012, was \$240,981.

6. PENSION PLAN

Plan Description

COG has a single employer defined benefit pension plan known as the Metropolitan Washington Council of Governments Pension Plan (the Plan), covering substantially all of its employees. The Plan is administered by the Pension Plan Administrative Committee of COG.

As a tax-exempt agent of general-purpose local governments, COG discontinued its participation in Social Security. Contributions, which would normally have gone to the Social Security Administration, are now added to COG's Plan, which provides retirement, disability, and death benefits to participants and beneficiaries. Cost of living adjustments (COLA) equaling 50% of the consumer price index, if any, up to a maximum of 3% are made each July 1. By action of the Board of Directors, COG may, at any time, amend, in any respect, or terminate the Plan, except that no amendment may reduce the accrued benefits of any participant or beneficiary. Participants are entitled to receive a summary of the Plan's financial reports upon written request to the Director of Human Resource Management.

Under the terms of the Plan, a participant may retire at 65 years with at least five years of service or at age 60 with at least 25 years of service. Normal retirement benefits are received on the first day of the month following the month the participant retires. Normal retirement benefits paid each year represent 80% of the average final compensation participants received from COG during the five calendar years in which participants received the highest compensation, multiplied by the ratio of service. In addition, effective July 1, 2004, a monthly supplemental insurance benefit of \$200 is payable to all retirees.

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS, INC.

Notes to the Financial Statements June 30, 2012

6. PENSION PLAN (continued)

Plan Description (continued)

The pension benefit is payable in monthly amounts from the normal retirement date until death, with at least 120 monthly payments guaranteed.

Participants who are disabled while working for COG will receive disability payments until the normal retirement date, unless they recover or die. Disability payments are two-thirds of the participant's salary up to a maximum of \$10,000 per month. Death benefits are equal to the greater of the present value of the participant's accrued benefit immediately before the date of death, or the amount of benefits that are paid under COG's group term life insurance policy. The policy will pay an amount equal to three times the annual salary (rounded up to the nearest thousand) at the time of death.

Participants who terminate employment with COG, other than by death or disability, before completing eight years of vesting services, are entitled to receive, beginning after the normal retirement date, a benefit equal in value to the sum of the participant's contributions to the Plan, plus interest at 5% per year compounded annually (or the applicable Federal rate for temporary employees), and the vested portion of the part of the accrued benefits that is not based on the contributions.

Funding Policy

The contribution requirements of the Plan participants are established and may be amended by COG's Board of Directors. Currently, participants are required to contribute 7.5% of their salary in bi-weekly installments to the Plan. COG's and the employee's contributions to the Plan for the year ended June 30, 2012, was \$843,651 and \$750,156, respectively.

Annual Pension Cost

For the year ended June 30, 2012, COG's estimated annual pension cost was \$1,402,963. The table below represents the funded status of the Plan as of June 30, 2012.

Three Year Trend Information

	Annual Pension Cost	Actual COG Contribution	Percentage of APC Contributed	Net Pension Obligation
June 30, 2010	\$ 759,697	\$ 759,697	100%	\$ -
June 30, 2011	1,467,847	780,000	53%	687,847
June 30, 2012	1,402,963	843,651	60%	1,247,159

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS, INC.

**Notes to the Financial Statements
June 30, 2012**

6. PENSION PLAN (continued)

Funding Status and Funding Progress

The actuarial valuations were determined using the entry age normal cost method.

	<u>June 30, 2012</u>
Net assets available for plan benefits	\$ 35,218,821
Actuarial accrued liability (AAL)	<u>37,518,882</u>
Unfunded AAL	<u><u>\$ (2,300,061)</u></u>

The actuarial value of the assets was determined using the techniques of the asset smoothing method that provides a cushion in case of a market correction.

	<u>June 30, 2012</u>
Estimated covered payroll	\$ 10,723,026
Unfunded AAL as a percentage of payroll	21.4%

Significant Assumptions

<u>Factor</u>	<u>Method</u>
Demographic	
I. Mortality	
a. Active employees and non-disabled retirees	The 1994 Uninsured Pensioners Mortality Table
b. Disabled retirees	No disability is assumed
II. Retirement	
	75% of members are assumed to retire when first eligible for normal retirement benefits, then 25% each year thereafter
Economic	
I. Assumed rate of return	7%
II. Cost of living benefit increase for actuarial valuation only	4% compound per annum
III. Across the board increase in salaries	4.50% compound per annum
IV. Administrative expenses	Equal to prior year's actual administrative expense

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS, INC.

Notes to the Financial Statements

June 30, 2012

7. RELATED PARTY TRANSACTIONS

COG owns one-third of the common stock of the Center for Public Administration and Services, Inc. (CPAS), which owns and operates the office building housing the COG's offices. The remainder of the CPAS stock is held equally by the International City Management Association Retirement Corporation (ICMA-RC) and the International City Management Association (ICMA). The owners occupy and/or sublease the majority of the building's rentable space. CPAS is a real estate investment trust (REIT) and must distribute most of its earnings to its owners each year. During the year ended June 30, 2012, CPAS distributed \$525,000 of income to COG.

CPAS's summarized financial information as of and for the year ended December 31, 2011, is as follows:

Total assets	\$ 20,886,034	\$ 21,980,771
Total liabilities	29,563,658	30,985,674
Total stockholders' deficit	<u>\$ (8,677,624)</u>	<u>\$ (9,004,903)</u>
Revenue	\$ 8,406,042	\$ 8,577,688
Expenses	6,488,138	6,735,726
Net Income	<u>\$ 1,917,904</u>	<u>\$ 1,841,962</u>

As of December 31, 2011, CPAS's assets included net rental property of \$12,345,268.

8. LEASE COMMITMENTS

COG is obligated under a ten year operating lease agreement with 777 North Capitol Corporation. The lease expires on December 31, 2016. The lease includes basic rent, a share of real estate taxes and operating expenses, and annual rental escalations based on the CPI. The future minimum lease payments for the next five years and thereafter required under the operating lease, excluding real estate taxes, operating expenditures and CPI adjustments is \$181,093.

COG is also obligated under various leases for equipment, the longest of which runs through April 30, 2014. The leases are for copy, scanning and printing services.

METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS, INC.

**Notes to the Financial Statements
June 30, 2012**

8. LEASE COMMITMENTS (continued)

The payments each fiscal year are as follows:

<u>For the Years Ending June 30,</u>	
2013	\$ 1,380,202
2014	1,200,428
2015	1,064,475
2016	1,064,475
2017	532,238
Total	<u><u>\$ 5,241,818</u></u>

Rent expense for the fiscal year ended June 30, 2012, was \$2,309,649, which included real estate taxes, operating expenses and CPI adjustments. COG subleases a portion of its office space. For the year ended June 30, 2012, rental income from the tenant was \$102,158.



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**REPORT OF INDEPENDENT PUBLIC ACCOUNTANTS
ON INTERNAL CONTROL OVER FINANCIAL REPORTING
AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT
OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH
GOVERNMENT AUDITING STANDARDS**

Board of Directors of the Metropolitan Washington Council
of Governments, Inc.

We have audited the financial statements of Metropolitan Washington Council of Governments, Inc. (COG), as of and for the year ended June 30, 2012, and have issued our report thereon dated October 17, 2012. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States.

Internal Control over Financial Reporting

In planning and performing our audit, we considered COG's internal control over financial reporting as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of COG's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of COG's internal control over financial reporting.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A *material weakness* is a deficiency, or combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis.

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over financial reporting that might be deficiencies, significant deficiencies or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses, as defined above.



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Compliance and Other Matters

As part of obtaining reasonable assurance about whether COG's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

This report is intended solely for the information and use of COG's management, the Board of Directors, others within the entity, Federal awarding agencies and pass-through entities and is not intended to be and should not be used by anyone other than these specified parties.

Washington, DC
October 17, 2012

SB & Company, LLC

**METROPOLITAN WASHINGTON COUNCIL
OF GOVERNMENTS, INC.**

**Report of Independent Public Accountants
On Applying Agreed Upon Procedures**

For the Year Ended June 30, 2012



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REPORT OF INDEPENDENT PUBLIC ACCOUNTANTS ON APPLYING AGREED UPON PROCEDURES

To the Management of the
Metropolitan Washington Council of Governments

We have performed the procedures enumerated below, which were agreed to by management of Metropolitan Washington Council of Governments (COG), solely to assist you in evaluating indirect cost rates used by COG for the year ended June 30, 2012. COG's management is responsible for the calculation and application of the indirect cost rates. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of those parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose.

The procedures performed and the related results were as follows:

1. We read the documented procedures prepared by management, outlining the methodology used to calculate the indirect cost rates. The methodology is as follows:
 - a. The management and administrative (M&A) personnel costs rate is the ratio of M&A salaries over direct salaries;
 - b. The leave rate is the ratio of leave expense over total salary costs less temporary salaries and intern costs;
 - c. The fringe rate is the ratio of fringe benefit expense (excluding leave) over total personnel costs less temporary salaries and intern costs; and
 - d. The indirect non-personnel rate is the ratio of total indirect costs over total personnel and temporary and fringe benefit costs.
2. We read the Federal grant agreements for 14 of the largest grants to identify the allowable costs according to the Federal guidelines included in the grant agreements. There were no exceptions noted.
3. We obtained and read the project status reports for 14 of the largest grants and agreed the indirect cost rates used were amounts to the approved rates outlined in step 4. There were no exceptions noted.



4. Summarized below are the rates presented to us by management that was calculated as listed below:

M&A personnel costs	21.58%
Leave	18.09%
Fringe benefits	29.24%
Indirect non-personnel costs	33.84%

M&A Personnel Rate

M&A salaries	\$ 1,519,944
Direct salaries	7,043,065
M&A rate	<u>21.58%</u>

Leave Rate

Leave expense	\$ 1,544,786
Total salary, less temporary salaries & intern cost	8,540,294
Leave rate	<u>18.09%</u>

Fringe Benefit Rate

Fringe benefit expense (excluding leave)	\$ 2,949,317
Total personnel costs, less temporary salaries & intern costs	10,085,080
Fringe rate	<u>29.24%</u>

Indirect Non-Personnel Rate

Total indirect costs	\$ 4,688,453
Total personnel costs, less temporary salaries & intern costs	13,856,659
Indirect rate	<u>33.84%</u>

Schedule of Fringe Expenses

Pension contribution	\$ 1,438,582
Health insurance	987,070
Payroll taxes	159,902
Public transportation assistance	130,133
Disability insurance	107,414
Life insurance	73,888
Deferred compensation	28,125
Workman's compensation	24,203
Total fringe benefits	<u>\$ 2,949,317</u>



Schedule of Indirect Costs

Rent	\$ 2,213,830
Information Technology and data processing	862,500
Consultants and professional services	546,467
Equipment and office maintenance	244,466
Copy and reproduction	133,724
Telephone	120,495
Conferences, meetings, and training	117,019
Temporary services	112,462
Audit services	76,000
Office and project supplies	64,669
Insurance	42,586
Auto and travel	41,606
Dues and periodicals	37,102
Delivery and postage	28,214
Miscellaneous expenses	19,462
Bank and service fees	15,080
Promotion and recruitment	12,771
Total indirect expenses	<u>\$ 4,688,453</u>

There were no mathematical errors noted.

We were not engaged to and did not conduct an examination, the objective of which would be the expression of an opinion on the indirect cost rates. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of the audit committee, board of directors, others within the entity, Federal awarding agencies and pass-through entities and is not intended to be and should not be used by anyone other than these specified parties.

Hunt Valley, Maryland
October 29, 2012

SB & Company, LLC

Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

The organization may have to use a copy of this return to satisfy state reporting requirements.

OMB No. 1545-0047

2011

Open to Public Inspection

A For the **2011** calendar year, or tax year beginning **JUL 1, 2011** and ending **JUN 30, 2012**

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization Metropolitan Washington Council of Governments		D Employer identification number 52-6060391
	Doing Business As		E Telephone number (202) 962-3200
	Number and street (or P.O. box if mail is not delivered to street address) Room/suite 777 North Capitol Street N.E. 300	G Gross receipts \$ 35,600,251.	
	City or town, state or country, and ZIP + 4 Washington, DC 20002-4239		H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) H(c) Group exemption number ▶
F Name and address of principal officer: David J. Robertson same as C above			
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			
J Website: ▶ www.mwcog.org			
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶			L Year of formation: 1957
M State of legal domicile: MD			

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: To improve the physical, economic, and social well being of the Metropolitan Washington area.		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3	Number of voting members of the governing body (Part VI, line 1a)	34
	4	Number of independent voting members of the governing body (Part VI, line 1b)	34
	5	Total number of individuals employed in calendar year 2011 (Part V, line 2a)	150
	6	Total number of volunteers (estimate if necessary)	0
	7a	Total unrelated business revenue from Part VIII, column (C), line 12	0.
	7b	Net unrelated business taxable income from Form 990-T, line 34	0.
Revenue	8	Contributions and grants (Part VIII, line 1h)	Prior Year: 32,109,182. Current Year: 34,609,539.
	9	Program service revenue (Part VIII, line 2g)	112,400. 99,354.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	881,646. 716,220.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	466,912. 175,138.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	33,570,140. 35,600,251.
	Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)
14		Benefits paid to or for members (Part IX, column (A), line 4)	0. 0.
15		Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	12,799,402. 13,057,112.
16a		Professional fundraising fees (Part IX, column (A), line 11e)	0. 0.
b		Total fundraising expenses (Part IX, column (D), line 25) ▶ 0.	
17		Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	20,414,193. 22,578,649.
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	33,213,595. 35,635,761.	
19	Revenue less expenses. Subtract line 18 from line 12	356,545. -35,510.	
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	Beginning of Current Year: 21,743,446. End of Year: 24,097,244.
	21	Total liabilities (Part X, line 26)	6,919,621. 9,319,538.
	22	Net assets or fund balances. Subtract line 21 from line 20	14,823,825. 14,777,706.

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer David J. Robertson, Executive Director		Date	
	Type or print name and title			
Paid Preparer Use Only	Print/Type preparer's name James E. Marshall, Jr.	Preparer's signature	Date 11/07/12	Check <input type="checkbox"/> if self-employed PTIN P00841360
	Firm's name ▶ SB & Company, LLC			Firm's EIN ▶ 20-2153727
	Firm's address ▶ 200 International Circle, Suite 5500 Hunt Valley, MD 21030			Phone no. (410) 584-0060

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III [X]

1 Briefly describe the organization's mission: Region Forward is our vision. It's a commitment by COG and its member governments, who together seek to create a more accessible, sustainable, prosperous, and livable National Capital Region. COG's mission is to make Region Forward happen by being a discussion forum,

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 31,116,283. including grants of \$) (Revenue \$ 274,492.) The Metropolitan Washington Council of Governments (COG) is the regional organization of the Washington area's major local governments and their governing officials. The Washington Metropolitan area is comprised of the District of Columbia, the Washington, D.C. suburbs in Maryland and northern Virginia. COG provides a focus for action on issues of regional concern such as comprehensive transportation planning, air and water quality management, environmental monitoring, tracking economic development and population growth and their effects on the region, coordinating public safety programs, and promoting child care and housing for the region. COG is supported by financial contributions from its participating member governments, grants and contracts.

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 31,116,283.

Metropolitan Washington Council of Governments

Part IV Checklist of Required Schedules

		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2	Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	X	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4	Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9	Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		X
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b	Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>	X	
c	Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e	Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>		X
12a	Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII</i>	X	
b	Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional</i>		X
13	Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?		X
b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17	Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a	Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Metropolitan Washington Council of Governments

Form 990 (2011)

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Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>		X
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O	X	

Form **990** (2011)

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable		
	1a 56		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable		
	1b 0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		
	1c		
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return		
	2a 150		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)	X	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O		
	3b		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
b	If "Yes," enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
	4a		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?		
	5c		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
	6b		
7	Organizations that may receive deductible contributions under section 170(c).		
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
d	If "Yes," indicate the number of Forms 8282 filed during the year		
	7d		
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
	7e		
	7f		
	7g		
	7h		
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
	8		
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the organization make any taxable distributions under section 4966?		
b	Did the organization make a distribution to a donor, donor advisor, or related person?		
	9a		
	9b		
10	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on Part VIII, line 12	10a	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	
11	Section 501(c)(12) organizations. Enter:		
a	Gross income from members or shareholders	11a	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b	
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.	13a	
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b	
c	Enter the amount of reserves on hand	13c	
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a	X
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b	

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
	34		
1b	Enter the number of voting members included in line 1a, above, who are independent		
	34		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
8a	The governing body?	X	
8b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?		X
10b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
11b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	X	
12b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?		X
12c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	X	
13	Did the organization have a written whistleblower policy?	X	
14	Did the organization have a written document retention and destruction policy?	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	The organization's CEO, Executive Director, or top management official		X
15b	Other officers or key employees of the organization		X
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
16b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed **None**
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request
- 19** Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **Metropolitan Washington Council of - (202) 962-3200**
777 North Capitol Street N.E., Suite 300, Washington, DC 20002-4239

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response to any question in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) Frank Principi Board Chair	1.00	X		X				0.	0.	0.
(2) Phil Mendelson Board Vice Chair	1.00	X		X				0.	0.	0.
(3) Karen Young Board Vice Chair	1.00	X		X				0.	0.	0.
(4) Candice Quinn Kelly Secretary/Treasurer	1.00	X		X				0.	0.	0.
(5) Vincent C. Gray Board Member	1.00	X						0.	0.	0.
(6) Michael Brown Board Member	1.00	X						0.	0.	0.
(7) Allen Lew Board Member	1.00	X						0.	0.	0.
(8) G. Frederick Robinson Board Member	1.00	X						0.	0.	0.
(9) Andrew Fellows Board Member	1.00	X						0.	0.	0.
(10) David P. Gray Board Member	1.00	X						0.	0.	0.
(11) Sidney A. Katz Board Member	1.00	X						0.	0.	0.
(12) Judith F. Davis Past Secretary-Treasurer	1.00	X						0.	0.	0.
(13) Isiah Leggett Board Member	1.00	X						0.	0.	0.
(14) Roger Berliner Board Member	1.00	X						0.	0.	0.
(15) Valerie Ervin Board Member	1.00	X						0.	0.	0.
(16) Rushern Baker Board Member	1.00	X						0.	0.	0.
(17) Andrea Harrison Past Board Chair	1.00	X						0.	0.	0.

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Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) Karen Toles Board Member	1.00	X					0.	0.	0.	
(19) Phyllis Marcuccio Board Member	1.00	X					0.	0.	0.	
(20) Bruce R. Williams Board Member	1.00	X					0.	0.	0.	
(21) Galen R. Clagett Board Member	1.00	X					0.	0.	0.	
(22) William D. Euille Board Member	1.00	X					0.	0.	0.	
(23) Walter Tejada Board Member	1.00	X					0.	0.	0.	
(24) Dan Drummond Board Member	1.00	X					0.	0.	0.	
(25) Sharon Bulova Board Member	1.00	X					0.	0.	0.	
(26) Penelope A. Gross Past Secretary-Treasurer	1.00	X					0.	0.	0.	
1b Sub-total							0.	0.	0.	
c Total from continuation sheets to Part VII, Section A							1,662,533.	0.	154,609.	
d Total (add lines 1b and 1c)							1,662,533.	0.	154,609.	

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **11**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual	3	X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	4	X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person	5	X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
ICF Consulting Group, Inc., PO Box 7777 - W510501, Philadelphia, PA 19175-0501	Health & med. planning consulting	2,933,839.
777 North Capitol Corp, 777 N Capitol St NE #600, Washington, DC 20002	Real Estate Management	2,185,126.
United Healthcare Ins 22703 Network Place, Chicago, IL 60673-1227	Insurance Carrier	1,642,489.
O'Donnell Company 760 Chapel Street, New Haven, CT 06510	Management Marketing project.	1,210,939.
Xerox Corp, P.O. Box 827598, Philadelphia, PA 19182-7598	Office Equipment supplier	962,788.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **5**

See Part VII, Section A Continuation sheets

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Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(27) John W. Foust Board Member	1.00	X					0.	0.	0.	
(28) Nader Baroukh Board Member	1.00	X					0.	0.	0.	
(29) Sheryl Bass Past Secretary-Treasurer	1.00	X					0.	0.	0.	
(30) Suhas Naddoni Board Member	1.00	X					0.	0.	0.	
(31) Pete Candland Board Member	1.00	X					0.	0.	0.	
(32) James M. Scott Board Member	1.00	X					0.	0.	0.	
(33) Scott York Board Member	1.00	X					0.	0.	0.	
(34) Matt Letourneau Board Member	1.00	X					0.	0.	0.	
(35) David Robertson Executive Director	40.00			X			196,085.	0.	32,688.	
(36) RAYMOND RAWLINS Chief Financial Officer	40.00			X			127,852.	0.	15,366.	
(37) IMELDA ROBERTS DIRECTOR OHRM	40.00			X			170,661.	0.	11,934.	
(38) STUART FREUDBERG DIRECTOR DEP	40.00				X		173,869.	0.	16,330.	
(39) RONALD KIRBY DIRECTOR DTP	40.00				X		181,871.	0.	7,588.	
(40) JEANNE SADDLER DIRECTOR OPA	40.00				X		153,901.	0.	16,302.	
(41) ROBERT GRIFFITH Director, Technical Services	40.00					X	140,410.	0.	7,356.	
(42) JOAN ROHLFS Chief, Environmental Resources	40.00					X	134,716.	0.	12,113.	
(43) RONALD MILONE Chief, Traveling Forecasting Prg Dir	40.00					X	129,218.	0.	16,107.	
(44) GERALD MILLER Chief, Program Coordination	40.00					X	128,794.	0.	12,136.	
(45) ANDREW MESSE Chief, Systems Management Planning D	40.00					X	125,156.	0.	6,689.	
Total to Part VII, Section A, line 1c							1,662,533.		154,609.	

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Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a					
	b Membership dues	1b	322,350.7.				
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e	30,874,618.				
	f All other contributions, gifts, grants, and similar amounts not included above	1f	511,414.				
	g Noncash contributions included in lines 1a-1f: \$						
	h Total. Add lines 1a-1f		34,609,539.				
	Program Service Revenue	2 a <u>Conference/Workshop Fee</u>	Business Code 900099	64,650.	64,650.		
b <u>Health Plan Admin. Fee</u>		900099	34,704.	34,704.			
c							
d							
e							
f All other program service revenue							
g Total. Add lines 2a-2f			99,354.				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		716,220.			716,220.	
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6 a Gross rents	(i) Real	102,158.				
		(ii) Personal	0.				
		b Less: rental expenses					
		c Rental income or (loss)	102,158.				
	d Net rental income or (loss)		102,158.	102,158.			
	7 a Gross amount from sales of assets other than inventory	(i) Securities					
		(ii) Other					
		b Less: cost or other basis and sales expenses					
		c Gain or (loss)					
	d Net gain or (loss)						
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a					
		b Less: direct expenses					
c Net income or (loss) from fundraising events							
9 a Gross income from gaming activities. See Part IV, line 19	a						
	b Less: direct expenses						
	c Net income or (loss) from gaming activities						
10 a Gross sales of inventory, less returns and allowances	a						
	b Less: cost of goods sold						
	c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Business Code					
11 a <u>Miscellaneous Revenue</u>	900099	72,980.	72,980.				
b							
c							
d All other revenue							
e Total. Add lines 11a-11d		72,980.					
12 Total revenue. See instructions.		35,600,251.	274,492.	0.	716,220.		

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Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Check if Schedule O contains a response to any question in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	1,089,071.	712,762.	376,309.	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	9,018,724.	8,774,146.	244,578.	
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions)	1,438,582.	1,417,003.	21,579.	
9 Other employee benefits	1,350,833.	1,330,571.	20,262.	
10 Payroll taxes	159,902.	157,503.	2,399.	
11 Fees for services (non-employees):				
a Management				
b Legal	131,400.	131,400.		
c Accounting	76,000.	76,000.		
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	105,829.	105,829.		
g Other	13,602,838.	13,221,959.	380,879.	
12 Advertising and promotion	1,290,724.	1,284,004.	6,720.	
13 Office expenses	692,605.	682,216.	10,389.	
14 Information technology	1,369,915.	931,542.	438,373.	
15 Royalties				
16 Occupancy	2,425,547.		2,425,547.	
17 Travel	124,871.	122,998.	1,873.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	518,642.	412,354.	106,288.	
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	240,980.	23,616.	217,364.	
23 Insurance	42,586.		42,586.	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a Other Expenses	1,470,169.	1,387,965.	82,204.	
b Temporary Services	486,543.	344,415.	142,128.	
c				
d				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	35,635,761.	31,116,283.	4,519,478.	0.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here if following SOP 98-2 (ASC 958-720)

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Part X Balance Sheet

		(A) Beginning of year		(B) End of year	
Assets	1 Cash - non-interest-bearing	2,215,278.	1	2,979,242.	
	2 Savings and temporary cash investments		2		
	3 Pledges and grants receivable, net		3		
	4 Accounts receivable, net	9,504,905.	4	11,228,368.	
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L			5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)			6	
	7 Notes and loans receivable, net			7	
	8 Inventories for sale or use			8	
	9 Prepaid expenses and deferred charges	352,260.	9	215,561.	
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	3,449,802.			
	b Less: accumulated depreciation	2,912,745.	10b	537,057.	10c
	11 Investments - publicly traded securities			11	
	12 Investments - other securities. See Part IV, line 11	8,989,083.	12	9,137,016.	
	13 Investments - program-related. See Part IV, line 11			13	
	14 Intangible assets			14	
	15 Other assets. See Part IV, line 11			15	
16 Total assets. Add lines 1 through 15 (must equal line 34)	21,743,446.	16	24,097,244.		
Liabilities	17 Accounts payable and accrued expenses	4,364,634.	17	5,790,259.	
	18 Grants payable		18		
	19 Deferred revenue	1,128,139.	19	1,518,273.	
	20 Tax-exempt bond liabilities			20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D			21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L			22	
	23 Secured mortgages and notes payable to unrelated third parties			23	
	24 Unsecured notes and loans payable to unrelated third parties			24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	1,426,848.	25	2,011,006.	
	26 Total liabilities. Add lines 17 through 25	6,919,621.	26	9,319,538.	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.				
	27 Unrestricted net assets		27		
	28 Temporarily restricted net assets		28		
	29 Permanently restricted net assets		29		
	Organizations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 30 through 34.				
	30 Capital stock or trust principal, or current funds	9,368,425.	30	8,763,648.	
	31 Paid-in or capital surplus, or land, building, or equipment fund	681,920.	31	537,057.	
	32 Retained earnings, endowment, accumulated income, or other funds	4,773,480.	32	5,477,001.	
33 Total net assets or fund balances	14,823,825.	33	14,777,706.		
34 Total liabilities and net assets/fund balances	21,743,446.	34	24,097,244.		

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Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	35,600,251.
2	Total expenses (must equal Part IX, column (A), line 25)	2	35,635,761.
3	Revenue less expenses. Subtract line 2 from line 1	3	-35,510.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	14,823,825.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	-10,609.
6	Net assets or fund balances at end of year. Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	14,777,706.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?		X
2b	Were the organization's financial statements audited by an independent accountant?	X	
2c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.		X
d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	X	
3b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.	X	

Form 990 (2011)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No. 1545-0047

2011

Open to Public Inspection

Name of the organization **Metropolitan Washington Council of Governments** Employer identification number **52-6060391**

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2 A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I b Type II c Type III - Functionally integrated d Type III - Other
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?		
(ii) A family member of a person described in (i) above?		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?		
- h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
Total									

Metropolitan Washington Council of Governments

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	28,575,962.	28,377,438.	31,767,560.	32,109,182.	34,609,539.	155,439,681.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	28,575,962.	28,377,438.	31,767,560.	32,109,182.	34,609,539.	155,439,681.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4.						155,439,681.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7 Amounts from line 4	28,575,962.	28,377,438.	31,767,560.	32,109,182.	34,609,539.	155,439,681.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	449,459.	508,297.	397,004.	900,414.	818,378.	3,073,552.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)	675,661.	659,357.	660,913.	448,144.	72,980.	2,517,055.
11 Total support. Add lines 7 through 10						161,030,288.
12 Gross receipts from related activities, etc. (see instructions)					12	331,385.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2011 (line 6, column (f) divided by line 11, column (f))	14	96.53	%
15 Public support percentage from 2010 Schedule A, Part II, line 14	15	96.45	%
16a 33 1/3% support test - 2011. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization			<input checked="" type="checkbox"/>
b 33 1/3% support test - 2010. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization			<input type="checkbox"/>
17a 10% -facts-and-circumstances test - 2011. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization			<input type="checkbox"/>
b 10% -facts-and-circumstances test - 2010. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization			<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions			<input type="checkbox"/>

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support (Add lines 9, 10c, 11, and 12.)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

15 Public support percentage for 2011 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2010 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2011 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2010 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2011. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2010. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No. 1545-0047

2011

Name of the organization Metropolitan Washington Council of Governments	Employer identification number 52-6060391
---	---

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)(3) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization Metropolitan Washington Council of Governments	Employer identification number 52-6060391
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Fairfax County Government 12000 Government Center Parkway Fairfax, VA 22035	\$ 720,514.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	Homeland Security and Emergency Management Agency 2720 Martin Luther King Jr. Ave, SE 2nd Floor Washington, DC 20032	\$ 6,575,636.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	U.S. Department of Transportation 1200 New Jersey Ave, SE Washington, DC 20590	\$ 14,616,190.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	Maryland Department of Transportation 7201 Corporate Center Drive Hanover, MD 21076	\$ 2,965,743.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	Virginia Dept of Transportation/Rail & Public Transportation 4975 Alliance Drive Fairfax, VA 22030	\$ 988,021.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6	DC Department of Transportation 2000 14th Street, NW Washington, DC 20009	\$ 701,847.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization Metropolitan Washington Council of Governments	Employer identification number 52-6060391
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Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization Metropolitan Washington Council of Governments	Employer identification number 52-6060391
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Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once.) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ **Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.**

▶ **Attach to Form 990. ▶ See separate instructions.**

OMB No. 1545-0047

2011

Open to Public Inspection

Name of the organization Metropolitan Washington Council of Governments

Employer identification number
52-6060391

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

Preservation of land for public use (e.g., recreation or education) Preservation of an historically important land area

Protection of natural habitat Preservation of a certified historic structure

Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

Yes No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?

Yes No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1

▶ \$ _____

(ii) Assets included in Form 990, Part X

▶ \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1

▶ \$ _____

b Assets included in Form 990, Part X

▶ \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

- 3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
- a Public exhibition
 - b Scholarly research
 - c Preservation for future generations
 - d Loan or exchange programs
 - e Other _____
- 4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV.
- 5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No
- b If "Yes," explain the arrangement in Part XIV and complete the following table:
- | | Amount |
|---------------------------------|--------|
| c Beginning balance | 1c |
| d Additions during the year | 1d |
| e Distributions during the year | 1e |
| f Ending balance | 1f |
- 2a Did the organization include an amount on Form 990, Part X, line 21? Yes No
- b If "Yes," explain the arrangement in Part XIV.

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

- 2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:
- a Board designated or quasi-endowment _____ %
 - b Permanent endowment _____ %
 - c Temporarily restricted endowment _____ %
- The percentages in lines 2a, 2b, and 2c should equal 100%.
- 3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:
- | | Yes | No |
|---|--------|----|
| (i) unrelated organizations | 3a(i) | |
| (ii) related organizations | 3a(ii) | |
| b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R? | 3b | |

Part VI Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements		342,841.	280,168.	62,673.
d Equipment		2,431,941.	2,014,003.	417,938.
e Other		675,020.	618,574.	56,446.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				537,057.

Metropolitan Washington Council of Governments

Schedule D (Form 990) 2011

52-6060391 Page 3

Part VII Investments - Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A) Federal Government Backed		
(B) Debt Instruments	1,588,068.	End-of-Year Market Value
(C) Money Market Fund	391,508.	End-of-Year Market Value
(D) Certificate of Deposits	7,457,440.	End-of-Year Market Value
(E) Net Unsettled Purchases	-300,000.	Cost
(F)		
(G)		
(H)		
(I)		
Total. (Col (b) must equal Form 990, Part X, col (B) line 12.) ▶	9,137,016.	

Part VIII Investments - Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Col (b) must equal Form 990, Part X, col (B) line 13.) ▶		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 15.) ▶	

Part X Other Liabilities. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) Non-current Accrued Vacation	763,847.
(3) Net Pension Obligation	1,247,159.
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 25.) ▶	2,011,006.

FIN 48 (ASC 740) Footnote. In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740).

132053
01-23-12

Metropolitan Washington Council of Governments

Part XI Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	35,600,251.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	35,635,761.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	-35,510.
4	Net unrealized gains (losses) on investments	4	-10,609.
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV.)	8	
9	Total adjustments (net). Add lines 4 through 8	9	-10,609.
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	-46,119.

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	36,434,603.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	-10,609.
b	Donated services and use of facilities	2b	844,961.
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV.)	2d	
e	Add lines 2a through 2d	2e	834,352.
3	Subtract line 2e from line 1	3	35,600,251.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	35,600,251.

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	36,480,722.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	844,961.
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV.)	2d	
e	Add lines 2a through 2d	2e	844,961.
3	Subtract line 2e from line 1	3	35,635,761.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	35,635,761.

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2011

Open to Public Inspection

Name of the organization **Metropolitan Washington Council of Governments**

Employer identification number
52-6060391

Part I Questions Regarding Compensation

	Yes	No								
<p>1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.</p> <table border="0"> <tr> <td><input type="checkbox"/> First-class or charter travel</td> <td><input type="checkbox"/> Housing allowance or residence for personal use</td> </tr> <tr> <td><input type="checkbox"/> Travel for companions</td> <td><input type="checkbox"/> Payments for business use of personal residence</td> </tr> <tr> <td><input type="checkbox"/> Tax indemnification and gross-up payments</td> <td><input type="checkbox"/> Health or social club dues or initiation fees</td> </tr> <tr> <td><input type="checkbox"/> Discretionary spending account</td> <td><input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)</td> </tr> </table>	<input type="checkbox"/> First-class or charter travel	<input type="checkbox"/> Housing allowance or residence for personal use	<input type="checkbox"/> Travel for companions	<input type="checkbox"/> Payments for business use of personal residence	<input type="checkbox"/> Tax indemnification and gross-up payments	<input type="checkbox"/> Health or social club dues or initiation fees	<input type="checkbox"/> Discretionary spending account	<input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)		
<input type="checkbox"/> First-class or charter travel	<input type="checkbox"/> Housing allowance or residence for personal use									
<input type="checkbox"/> Travel for companions	<input type="checkbox"/> Payments for business use of personal residence									
<input type="checkbox"/> Tax indemnification and gross-up payments	<input type="checkbox"/> Health or social club dues or initiation fees									
<input type="checkbox"/> Discretionary spending account	<input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)									
<p>b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain</p>	1b									
<p>2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?</p>	2									
<p>3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director. Explain in Part III.</p> <table border="0"> <tr> <td><input checked="" type="checkbox"/> Compensation committee</td> <td><input type="checkbox"/> Written employment contract</td> </tr> <tr> <td><input type="checkbox"/> Independent compensation consultant</td> <td><input checked="" type="checkbox"/> Compensation survey or study</td> </tr> <tr> <td><input type="checkbox"/> Form 990 of other organizations</td> <td><input type="checkbox"/> Approval by the board or compensation committee</td> </tr> </table>	<input checked="" type="checkbox"/> Compensation committee	<input type="checkbox"/> Written employment contract	<input type="checkbox"/> Independent compensation consultant	<input checked="" type="checkbox"/> Compensation survey or study	<input type="checkbox"/> Form 990 of other organizations	<input type="checkbox"/> Approval by the board or compensation committee				
<input checked="" type="checkbox"/> Compensation committee	<input type="checkbox"/> Written employment contract									
<input type="checkbox"/> Independent compensation consultant	<input checked="" type="checkbox"/> Compensation survey or study									
<input type="checkbox"/> Form 990 of other organizations	<input type="checkbox"/> Approval by the board or compensation committee									
<p>4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:</p> <p>a Receive a severance payment or change-of-control payment?</p> <p>b Participate in, or receive payment from, a supplemental nonqualified retirement plan?</p> <p>c Participate in, or receive payment from, an equity-based compensation arrangement?</p> <p>If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.</p>	4a	X								
	4b	X								
	4c	X								
<p>Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.</p> <p>5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:</p> <p>a The organization?</p> <p>b Any related organization?</p> <p>If "Yes" to line 5a or 5b, describe in Part III.</p>	5a	X								
	5b	X								
<p>6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:</p> <p>a The organization?</p> <p>b Any related organization?</p> <p>If "Yes" to line 6a or 6b, describe in Part III.</p>	6a	X								
	6b	X								
<p>7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III</p>	7	X								
<p>8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III</p>	8	X								
<p>9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?</p>	9									

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2011

Metropolitan Washington Council of Governments

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1 David Robertson	(i)	196,085.	0.	0.	0.	32,688.	228,773.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
2 IMELDA ROBERTS	(i)	170,661.	0.	0.	0.	11,934.	182,595.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
3 STUART FREUDBERG	(i)	173,869.	0.	0.	0.	16,330.	190,199.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
4 RONALD KIRBY	(i)	181,871.	0.	0.	0.	7,588.	189,459.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
5 JEANNE SADDLER	(i)	153,901.	0.	0.	0.	16,302.	170,203.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
6	(i)							
	(ii)							
7	(i)							
	(ii)							
8	(i)							
	(ii)							
9	(i)							
	(ii)							
10	(i)							
	(ii)							
11	(i)							
	(ii)							
12	(i)							
	(ii)							
13	(i)							
	(ii)							
14	(i)							
	(ii)							
15	(i)							
	(ii)							
16	(i)							
	(ii)							

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

OMB No. 1545-0047

2011

Open to Public
Inspection

Name of the organization

Metropolitan Washington Council of
Governments

Employer identification number

52-6060391

Form 990, Part III, Line 1, Description of Organization Mission:

expert resource, issue advocate, and catalyst for action.

Form 990, Part VI, Section B, line 11: The Form 990 is prepared after the audit is completed and the Form 990 is distributed to the Senior Staff and to all of the members of the Audit Committee for review. The Form 990 and the results of the Audit are reviewed by the Audit Committee and are presented to the Board during the monthly Board Meeting. Revisions are communicated to the CFO before the Form 990 is filed.

Form 990, Part VI, Section B, Line 12c: Presently, COG does not require that the officers, board members and key employees disclose their conflicts of interest and those of their family members on an annual basis. The process of disclosure is performed when the individual initially joins COG or its Board through the distribution and review of the Organization's policies and procedures. These guidelines require the individual to report matters of conflict before or as they occur.

All employees are covered under the policy, and all levels of employees are considered under the policies. Conflicts at all levels of staff are reviewed by Human Resources. COG's conflict of interest includes outside employment which conflicts with COG, participation in political activities, receipt of gifts or gratuities, and special restrictions for employees who work with elected officials.

Form 990, Part VI, Section B, Line 15:

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule O (Form 990 or 990-EZ) (2011)

132211
01-23-12

Name of the organization Metropolitan Washington Council of Governments	Employer identification number 52-6060391
---	---

Form 990, Part VI, Section B, Lines 15a and 15b:

COG operates like a government entity where the compensation of its employees is determined by a market study in combination with our member jurisdictions compensation structure to determine COG's pay rates, compensation, and benefits. The Executive Director's compensation salary is determined by a board assigned committee annually based on organization's performance.

Form 990, Part VI, Section C, Line 19: The Metropolitan Washington Council of Governments, Inc. makes its governing documents, conflict of interest policy, and financial statements available to the public upon request.

Form 990, Part XI, line 5, Changes in Net Assets:

Net unrealized losses on investments: -10,609.

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.

Name of the organization **Metropolitan Washington Council of Governments** Employer identification number **52-6060391**

Part I Identification of Disregarded Entities (Complete if the organization answered "Yes" to Form 990, Part IV, line 33.)

(a) Name, address, and EIN of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No

Metropolitan Washington Council of Governments

Part III Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportion- ate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

Part IV Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership
Center for Public Administration and Services, Inc. (CPAS) - 52-1655825, 777 North Capitol Street, N.E., Washington, DC 20002-4239	Office Space Leasing	DC		C CORP	632,908.		33.33%

Metropolitan Washington Council of Governments

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35, 35a, or 36.)

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

	Yes	No
a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity		X
b Gift, grant, or capital contribution to related organization(s)		X
c Gift, grant, or capital contribution from related organization(s)		X
d Loans or loan guarantees to or for related organization(s)		X
e Loans or loan guarantees by related organization(s)		X
f Sale of assets to related organization(s)		X
g Purchase of assets from related organization(s)		X
h Exchange of assets with related organization(s)		X
i Lease of facilities, equipment, or other assets to related organization(s)		X
j Lease of facilities, equipment, or other assets from related organization(s)	X	
k Performance of services or membership or fundraising solicitations for related organization(s)		X
l Performance of services or membership or fundraising solicitations by related organization(s)		X
m Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)		X
n Sharing of paid employees with related organization(s)		X
o Reimbursement paid to related organization(s) for expenses		X
p Reimbursement paid by related organization(s) for expenses		X
q Other transfer of cash or property to related organization(s)		X
r Other transfer of cash or property from related organization(s)		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of other organization	(b) Transaction type (a-r)	(c) Amount involved	(d) Method of determining amount involved
(1) Center for Public Administration and Services (CPAS)	J	2,309,649.	Fair Market Value
(2)			
(3)			
(4)			
(5)			
(6)			

Metropolitan Washington Council of Governments

Part VI Unrelated Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 37.)

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under section 512-514)	(e) Are all partners sec. 501(c)(3) orgs.?		(f) Share of total income	(g) Share of end-of-year assets	(h) Dispropor- tionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	

**METROPOLITAN WASHINGTON COUNCIL OF GOVERNMENTS
777 NORTH Capitol Street, N.E.
Washington, D.C. 20002-4239**

**RESOLUTION ACCEPTING THE FY-2012 AUDIT, AUTHORIZING THE EXTENSION OF THE INDEPENDENT
AUDIT FIRM'S CONTRACT TO PERFORM THE FY-2013 AUDIT, AND DIRECTING THE
EXECUTIVE DIRECTOR TO CONVENE A MEETING OF CERTAIN COMMITTEES
TO ADDRESS THE ISSUE OF UNFUNDED PENSION LIABILITY**

WHEREAS, in accordance with COG's procedures and in compliance with requirements established by the Federal Government for recipients of grants and other financial assistance programs, COG engages an independent certified public accounting firm to conduct an annual fiscal year-end audit; and

WHEREAS, on January 14, 2009, the Board of Directors approved Resolution R6-2009, authorizing the engagement of SB & Company, LLC (SBC) to perform the fiscal audit for the period from 2009 through 2012, at an initial cost of \$58,000 per year and would like to extend SBC's engagement to include the year 2013;

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

1. The Board hereby accepts the FY-2012 Audit prepared by SB & Company, LLC, as presented; and
2. The Executive Director, or his designee, is hereby authorized to engage SB & Company, LLC, to conduct the annual fiscal year-end audit for FY-2013 at a cost of \$59,200—no increase over the 2012 Audit; and
3. The Executive Director is hereby directed to convene a meeting of the Budget and Finance Committee, the Audit Committee, and the Pension Plan Administrative Committee early in 2013 to address the issue of unfunded pension liability.

One Region Moving Forward

November 5, 2012

*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: **David Robertson, Executive Director
Paul Beriault, Chief Financial Officer**
Subject: **Fiscal Year 2013 First Quarter Financial Report**

I am pleased to submit the first quarter (July through September) 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.

Balance Sheet - Schedule 1

Cash at September 30, 2012 was \$5,871,191, which allows COG to meet its cash requirements for its financial obligations to vendors, exceeding the amount of \$1,558,939 for accounts payable and \$887,194 for accrued liabilities by \$3,425,058.

For the fiscal year ended June 30, 2012, the unrestricted net reserve fund was \$8,763,649. The additional unrestricted net reserve for the three months from July 1 to September 30, 2012 is \$4,867,178 at gross net income, or \$42,339 if adjusted for deferrals and accruals (Schedule 2). The reserve funds are invested in certificates of deposit and are laddered in maturities to meet liquidity and average rate of returns requirements.

Income Statement - Schedule 2

COG's revenues for the three-month period exceeded expenses by \$4,867,178. When adjusting for deferrals and accruals, the amount is \$42,339. The primary deferral is that COG invoices its membership dues and a significant portion of its regional fund revenue in the first quarter; however, does not incur the expenses associated with the revenue until the 2nd, 3rd and 4th quarters. The income deferral was \$4,436,695. In addition to the income deferral, there was \$388,144 in payroll and related costs which were incurred in September, but paid and recorded in October.

Interest income from investments amounted to \$49,412 for the first quarter. The current average yield on the certificates of deposit is slightly below 2%, 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 1/2 % 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 September 30, 2012 was \$10,204,610. There has been significant progress in collecting amounts over 90 days in arrears. Of the \$424,091 over 90 days old, \$280,663 was collected in October. The remaining \$143,428 consists of three invoices, which we believe will be collectible.

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

**Adjunct Member*

Metropolitan Washington Council of Governments
Balance Sheet
September 30, 2012 *

SCHEDULE 1

<u>ASSETS</u>	Current FY 13 Qtr 1 <u>Sept. 30, 2012</u>	Comparative FY12 <u>June 30, 2012</u>
Cash	\$ 5,871,191	\$ 2,979,243
Investments	9,173,778	9,137,016
Accounts Receivable	10,204,610	11,228,368
Advances, Deposits and Prepaid Expenses	153,991	215,561
Furniture, Equipment and Leasehold Improvements (net)	<u>501,569</u>	<u>537,057</u>
TOTAL ASSETS	<u>\$ 25,905,139</u>	<u>\$ 24,097,245</u>
 <u>LIABILITIES AND FUND BALANCE</u>		
Accounts Payable	\$ 1,558,939	\$ 5,182,545
Accrued Leave and Expenses	887,194	1,371,561
Deferred Revenue	2,566,962	1,518,273
Net Pension Obligation	<u>1,247,159</u>	<u>1,247,159</u>
 Total Liabilities	 <u>\$ 6,260,254</u>	 <u>\$ 9,319,538</u>
Invested in Capital Assets	\$ 501,569	\$ 537,057
Project Funds	5,262,489	5,227,001
Capital Plans	250,000	250,000
Net Income or (Loss)	4,867,178	(46,118)
Unrestricted General Funds	<u>8,763,649</u>	<u>8,809,767</u>
 TOTAL LIABILITIES AND FUND BALANCE	 <u>\$ 25,905,139</u>	 <u>\$ 24,097,245</u>

* Unaudited

**Metropolitan Washington Council of Governments
Income Statement
Three Months Ended September 30, 2012 ***

SCHEDULE 2

	CURRENT	COMPARATIVE
	3 Months Ended	12 Months Ended
<u>REVENUE</u>	<u>Sept. 30, 2012</u>	<u>June 30, 2012</u>
Federal and State Revenue	\$ 6,694,555	\$ 28,835,535
Local Revenue (Regional Funds and Other)	2,502,114	2,039,083
Membership Assessments	3,413,480	3,223,507
Foundation Grants	79,000	511,414
Conference/Workshop Fees	87,000	64,650
REIT Income	131,250	525,000
Investment Income (CD's)	49,412	180,610
Miscellaneous Revenue (Sublet and Other)	264,926	1,054,805
	<hr/>	<hr/>
TOTAL REVENUE	\$ 13,221,737	\$ 36,434,604
	<hr/>	<hr/>
<u>EXPENSES</u>		
Salaries, Leave, and Fringe Benefits	\$ 3,013,339	\$ 13,057,112
Consultant Costs	4,113,363	15,503,587
Other Direct Costs	289,703	3,231,570
Indirect Costs	938,154	4,688,453
	<hr/>	<hr/>
TOTAL EXPENSES	8,354,559	36,480,722
	<hr/>	<hr/>
NET INCOME OR (LOSS) BEFORE ADJUSTING FOR DEFERRALS AND ACCRUALS	\$ 4,867,178	\$ (46,118)
	<hr/>	<hr/>
<u>DEFERRAL AND ACCRUAL ADJUSTMENTS</u>		
Local and membership revenue billed in 1st quarter which will be earned in 2nd, 3rd, and 4th quarters	(4,436,695)	0
Payroll and related costs incurred by September 30th, but recorded in October expenditures	(232,249)	0
Average quarterly net pension obligation projection based on past 24 months	(155,895)	0
	<hr/>	<hr/>
TOTAL DEFERRAL AND ACCRUAL ADJUSTMENTS	(4,824,839)	0
	<hr/>	<hr/>
NET INCOME OR (LOSS) ADJUSTED FOR DEFERRALS AND ACCRUALS	\$ 42,339	\$ (46,118)
	<hr/>	<hr/>

* Unaudited

**Metropolitan Washington Council of Governments
 FY 2013 Adopted Budget Versus Revised Budget
 September 30, 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	-
4.0 Housing Opportunities	465,182	465,182	-
5.0 Child Welfare	340,890	340,890	-
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
T o t a l	\$ 26,863,479	\$ 26,985,199	\$ 121,720

**Metropolitan Washington Council of Governments
Accounts Receivable Aging Schedule
September 30, 2012 ***

SCHEDULE 4

Department	Current	31 to 60	61 to 90	Over 90	Balance Due
<u>Transportation</u>					
Transportation Programs	\$ 5,847,801	\$ 112,512	\$ 91,391	\$ 348,873	\$ 6,400,577
Total	5,847,801	112,512	91,391	348,873	6,400,577
<u>Environmental</u>					
UASI	40,535	0	0	0	40,535
Environmental Programs	1,959,649	0	43,000	75,000	2,077,649
Total	2,000,184	0	43,000	75,000	2,118,184
<u>Public Safety and Health</u>					
UASI	821,929	12,583	5,495	218	840,225
Public Safety & Health Programs	173,682	0	0	0	173,682
Total	995,611	12,583	5,495	218	1,013,907
<u>Member & Other Services</u>					
Member Dues	0	407,915	0	0	407,915
Administrative/Other	145,772	59,599	58,656	0	264,027
Total	145,772	467,514	58,656	0	671,942
Grand Total	\$ 8,989,368	\$ 592,609	\$ 198,542	\$ 424,091	\$ 10,204,610

* Unaudited



AGENDA ITEM #10

MARKET ASSESSMENT OF HIGH-SPEED PASSENGER FERRY SERVICE



Northern Virginia Regional Commission

RESOLUTION

Resolution No. 13-03

PATRON: G. Mark Gibb
Executive Director
DATE: October 25, 2012

REQUEST TO DESIGNATE THE POTOMAC, ANACOSTIA AND OCCOQUAN RIVERS AS THE "M-495 MARINE HIGHWAY CROSSING"

WHEREAS, Interstates 95, 395, and 495 vehicular corridors in Virginia and Indian Head Highway in Maryland operate at or near capacity; and

WHEREAS, one-quarter of Virginia Railway Express (VRE) trains operate at capacity and 90 percent of VRE parking lots are full; and

WHEREAS, up to 20,000 military personnel have been relocated in Northern Virginia due to the 2005 Base Re-Alignment and Closure (BRAC) Act, for which Northern Virginia Regional Commission (NVRC) is involved in coordinating a regional response; and

WHEREAS, because of the relocation of military personnel, there will be substantial impacts to the Northern Virginia area including increased congestion, emissions, energy consumption, landside infrastructure maintenance costs, and safety and system resiliency due to an incident of regional significance; and

WHEREAS, affected military sites in the metropolitan area include Fort Belvoir and Marine Corps Base Quantico in Virginia on the Potomac River, Naval Support Facility Indian Head in Maryland on the Potomac River, and the Navy Yard in Naval District Washington on the Anacostia River; and

WHEREAS, Joint Force Headquarters National Capital Region has identified various demand management strategies including transit (which can include ferry) to reduce single occupancy vehicles by 30 percent; and

WHEREAS, NVRC facilitates a ferry stakeholder committee consisting of the City of Alexandria, Virginia; Town of Indian Head, Maryland; Charles County, Maryland; Town of Quantico, Virginia; Office of Prince William County (Virginia) Supervisor Frank Principi; Office of Intermodal Planning and Investment of the Secretary of Transportation, Virginia; U.S. DOT/ Maritime Administration; and District Department of Transportation; and

WHEREAS, a commuter ferry on the Potomac, Anacostia and Occoquan Rivers would offer another transit option to civilian and military personnel, connecting to landside transit options and alleviating traffic congestion (and other related impacts cited above) on Interstates 95, 395 and 495, Route 1, and Indian Head Highway; and


WHEREAS, a commuter ferry on the Potomac, Anacostia and Occoquan Rivers would offer morning and evening north-south service from the Town of Occoquan and City of Alexandria to Washington, D.C., and a regularly scheduled east-west service between Maryland and Virginia for both civilian and military personnel;

THEREFORE BE IT RESOLVED, that the Northern Virginia Regional Commission will request the U.S. Secretary of Transportation to designate the Potomac, Anacostia, and Occoquan Rivers as the "M-495 Marine Highway Crossing" under America's Marine Highway Program (Final Rule, MARAD-2010-0035, dated April 9, 2010).



CERTIFICATION

The undersigned certifies that the foregoing is a true and correct copy of a resolution adopted at a legally convened meeting of the Northern Virginia Regional Commission on October 25, 2012.



G. Mark Gibb, Certifying Officer



Northern Virginia Regional Commission

Market Analysis for Commuter Ferry Service on the Occoquan, Potomac, & Anacostia Rivers

Presented to Metropolitan Washington Council of Governments Board

November 14, 2012

Prepared by:



In association with:

- Foursquare Integrated Transportation Planning
- Gallop Corporation
- WB&A Market Research
- CJI Research
- Shapiro Transportation Consulting
- HR&A Advisors

Today's Briefing



- Introduce the Study and Stakeholders
- Project Outline and Progress
- What is happening in other places



PROJECT AND STAKEHOLDERS

- Determine the likely commuter and tourist passenger demand for a regional high-speed commuter ferry service between selected origin and destination locations on the Occoquan, Potomac, and Anacostia Rivers.

- Work builds on several preceding studies. Most recently:
 - VDOT – Passenger Ferry Boat Feasibility Study (2000)
 - Prince William County DOT – Potomac River Commuter Ferry Service Study and Route Proving Exercise (2009)

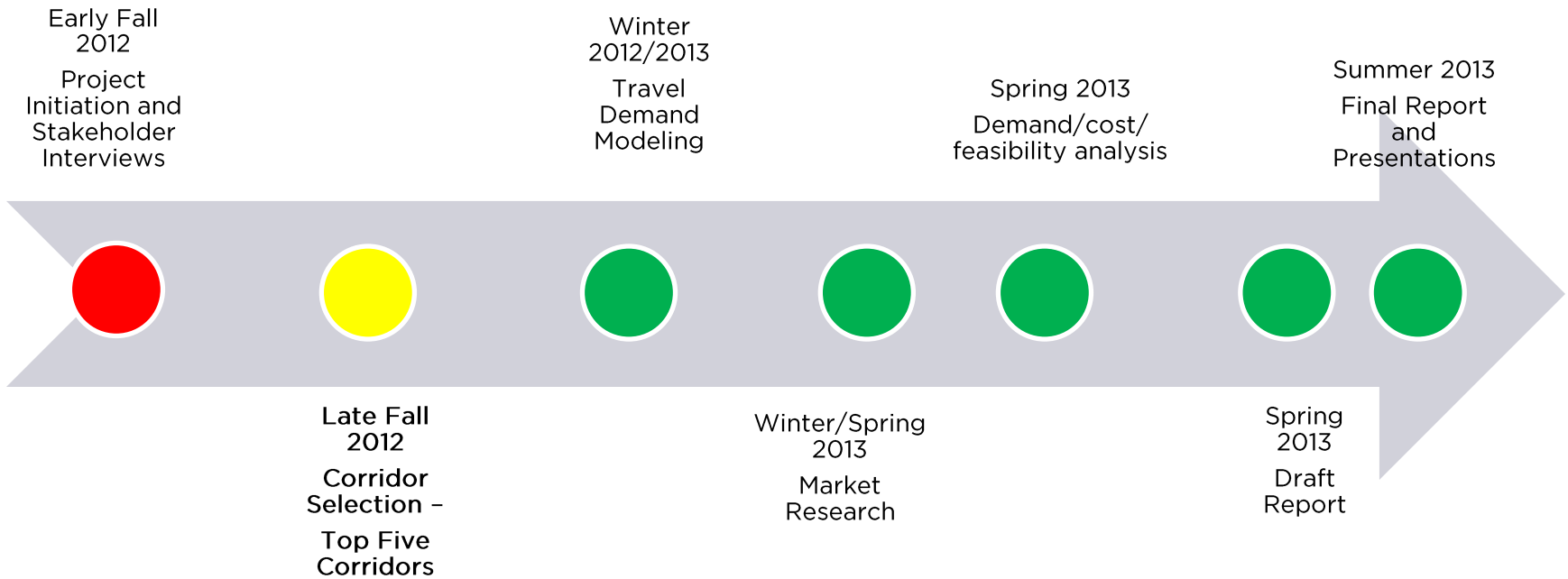
Project Stakeholders



- Study is being conducted by the Northern Virginia Regional Commission
- With financial commitments from:
 - Town of Indian Head, Maryland
 - Charles County, Maryland, Economic Development
 - City of Alexandria, Virginia
 - Town of Quantico, Virginia
 - Fairfax County Board of Supervisors
 - Prince William Board of County Supervisors
 - Office of Intermodal Planning and Investment, Office of Virginia Secretary of Transportation
 - District of Columbia Department of Transportation
 - Potomac Riverboat Company

PROCESS AND PROGRESS

Project Process and Timeline

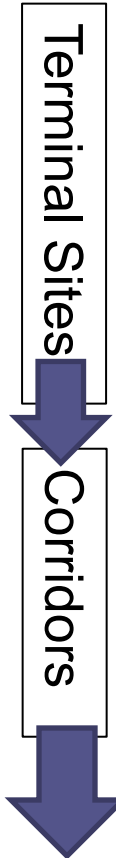


- Project progress reported to steering committee at scheduled meetings throughout project

- Interested Stakeholders
 - Group interviews
 - Share results of study

- September and October completed 17 interviews with more than 80 individuals:
 - Washington, DC, Council and DDOT
 - Southern Maryland counties: Prince George’s, Charles, Tri-County
 - Northern Virginia counties: Arlington, Fairfax, Prince William
 - All major military installations
 - Towns of Indian Head and Quantico
 - City of Alexandria
 - Office of Intermodal Planning and Investment, Office of Virginia Secretary of Transportation, Office of Public Private Partnerships, Department of Rail and Public Transportation.
 - PRTC, WMATA, National Airport, National Harbor
 - Federal Agencies - MARAD, National Park Service, National Capital Planning Commission, General Services Administration
 - Real Estate Developers, Navy Yard, Buzzard’s Point, The Wharf
 - Non-profits like Passenger Vessel Association, Earth Conservation Corps, Riverkeepers, and several others.

Terminal and Corridor Selection



- ❑ Adjacent population and employment
 - ❑ Landing site feasibility
 - physical
 - Environmental
 - Cost
 - ❑ Intermodal transfers
-
- Travel demand between terminal pairs
 - Relative travel time
 - Travel time reliability

RESULT: Five corridors for detailed evaluation and research

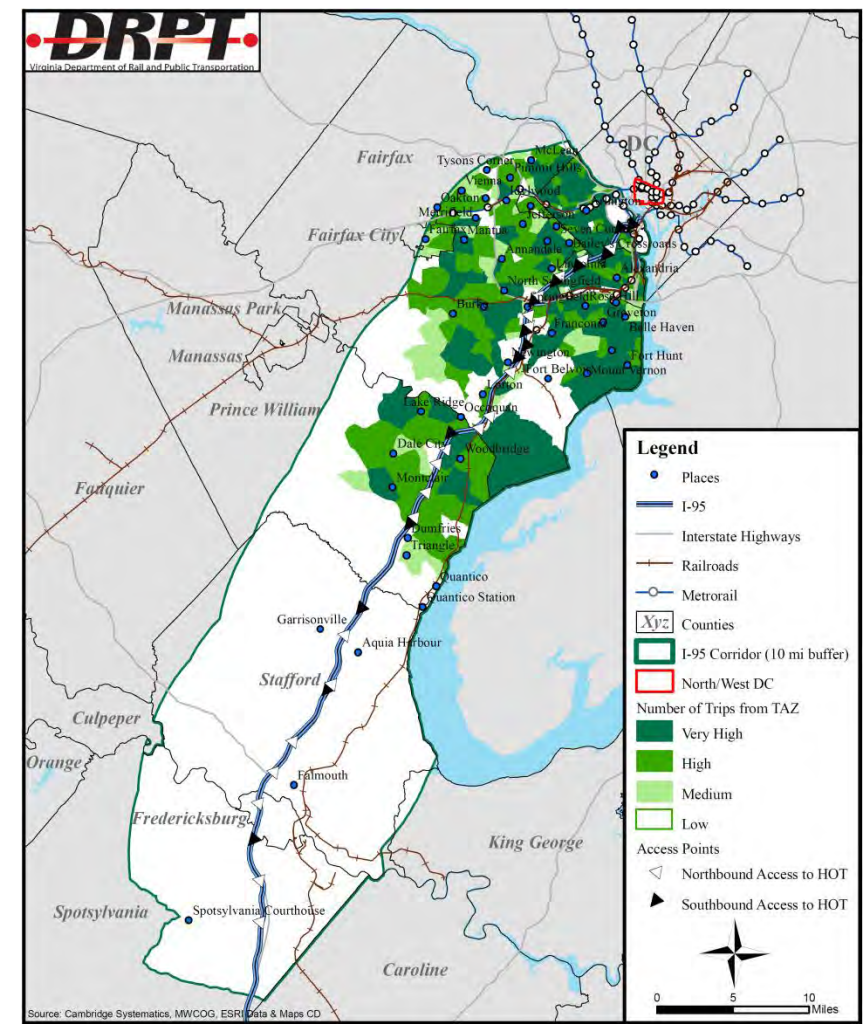


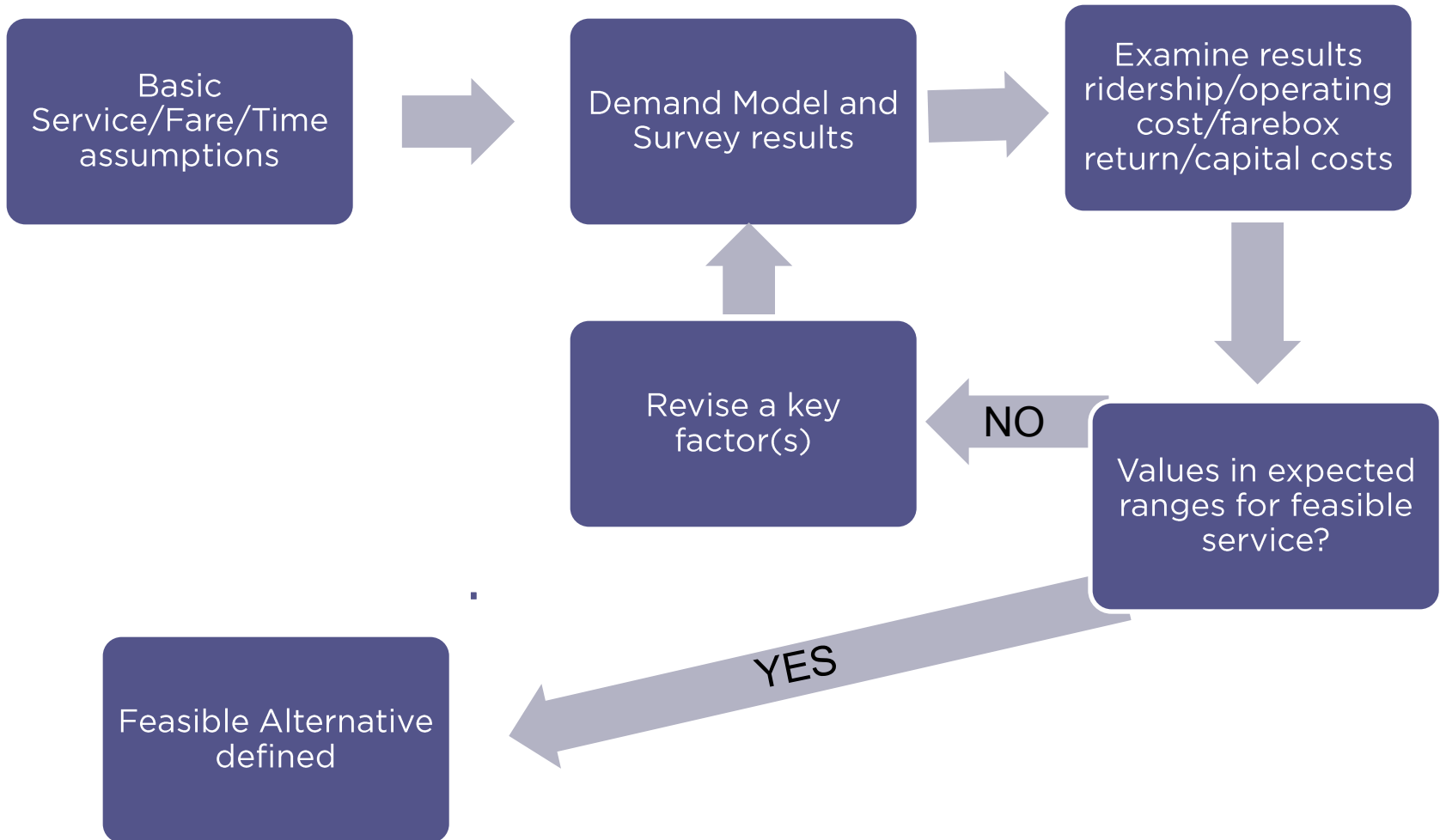
Figure 2
2015 PROJECTED HOME-BASED WORK TRIPS DURING AM PEAK PERIOD FROM I-95 CORRIDOR TO NORTH/WEST DC (without I-95/I-395 HOT Lanes)

- Model development and deployment
 - MWCOCG regional travel demand model and modal split model using “pivot-point” techniques

- Market research development and deployment
 - Random digit dial with cell phone supplement into target travel sheds
 - Direct e-mail survey for military installations



Demand and Service Model Cycle



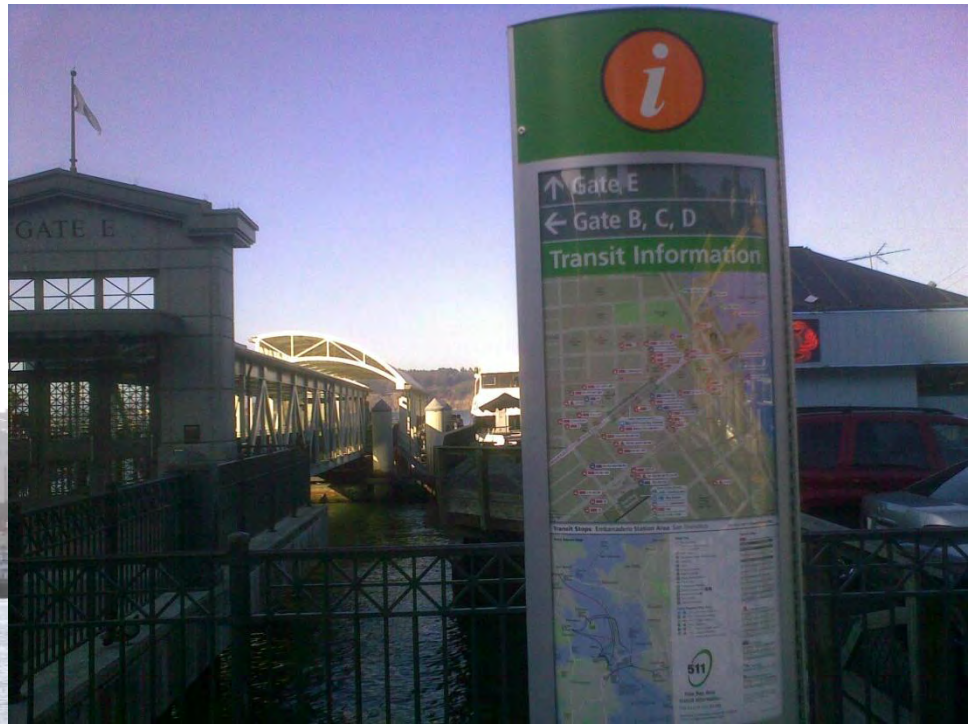


WHAT IS HAPPENING IN OTHER PLACES?

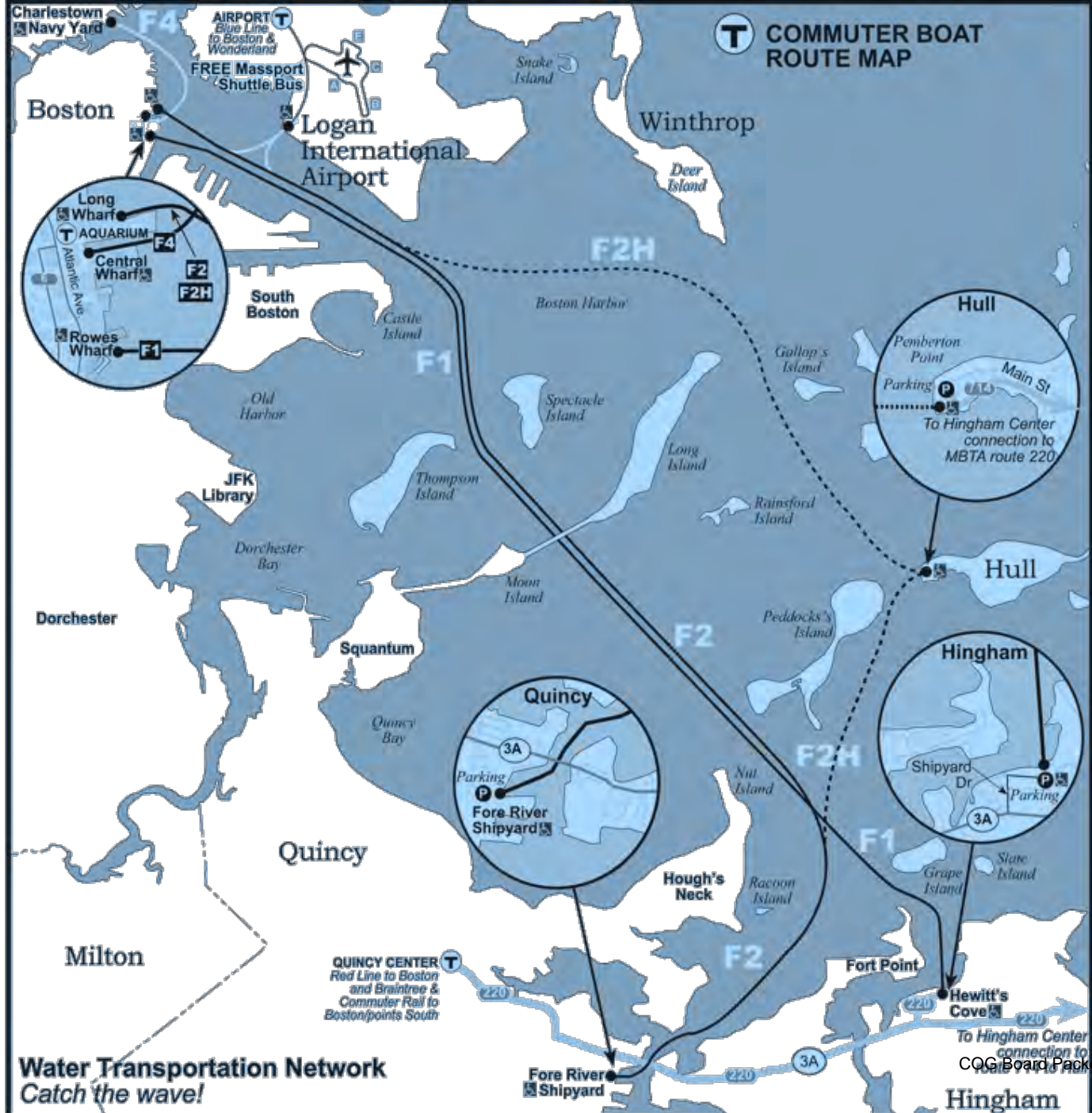
- Multiple ferry operators, private and public
- Commuter ferries are all public and are a mix of car/passenger and passenger only vessels.
- Terminals are a combination of simple to complex
- Daily ferry commuters on Puget Sound exceeds 20,000 per day.



- Multiple operators – all passenger only
- Commuter ferries and tourism ferries, some dual purpose.
- Integrated information system
- Variety of funding sources – most notable is resurgence of ferries following closure of earthquake damaged Bay Bridge and birth of WETA.



-
- Combination of commuter and visitor type services.
 - Well-established terminals on Boston Waterfront
 - Service from Boston waterfront to Logan Airport
 - Combination of public and privately funded operations
 - Some local townships to the north also operate vessels to the Boston waterfront.



T COMMUTER BOAT ROUTE MAP

Water Transportation Network
Catch the wave!

-
- Combination of commuter, water taxi, and visitor type services
 - Most extensive network of privately operated ferries in the US. Two major operators, NY Waterways and Seastreak
 - Largest publicly operated passenger ferry in US – Staten Island Ferry
 - Terminals developed as public infrastructure
 - Specialized bus transit systems to distribute passengers in Manhattan



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QUESTIONS?



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AGENDA ITEM #11

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UNDER SEPARATE COVER)**



AGENDA ITEM #12

RECONVENE PUBLIC SESSION



AGENDA ITEM #13

OTHER BUSINESS



AGENDA ITEM #14

ADJOURNMENT

NEXT MEETING: JANUARY 9, 2013