



NASHVILLE AREA

Metropolitan Planning Organization



AGENDA - Meeting #6

MPO/GNRC Joint Committee on Regional Coordination

Tuesday, April 11, 2017 @ 12:30 PM

Nashville MTA Music City Central Station | Second Floor Meeting Room

400 Charlotte Avenue | Nashville, Tennessee 37210

Start at 12:30 p.m.

1. **Welcome and Agenda Review**
2. **Recap of March 29 Joint Committee Meeting and April 10 Meeting with TDOT**
3. **Answers to Key Questions and Concerns ([attachment](#))**
4. **Two Options for Integrated MPO Decision-Making ([attachment](#))**
5. **Joint Committee Recommendation and Subsequent Board Actions ([attachment](#))**
6. **Joint Committee Discussion and *Action***
7. **Tentative Timeline for Major Steps and Milestones ([attachment](#))**
8. **Next Steps/ Other Business**

Adjourn by 1:45 p.m.

ARRIVAL & PARKING:

Parking will be available in the MTA garage, top floor. Mayors will be provided a parking pass to display in the windshield. Take the elevators on the 4th Avenue side of the building to the second floor.

More information including prior meeting notes, handouts, and other documentation available at COG.NashvilleMPO.org

Agenda Item 2.

March 29, 2017 Meeting Notes



NASHVILLE AREA

Metropolitan Planning Organization



Meeting #5 NOTES

MPO/GNRC Joint Steering Committee on Regional Coordination

Wednesday, March 29, 2017

- Mayor Reed welcomed and called the meeting to order. She revisited the Joint Committee's last meeting (February 2), reviewing the recommendation to integrate the MPO and GNRC. Mayor Reed asked committee members to engage and ask questions, stating that she wanted everyone to feel good about the discussion.
 - Mayor McMillan provided a more detailed recap of the February 2 meeting. She stated that the questions brought up during that meeting (and others) have been addressed by MPO and GNRC staff, and Michael Skipper and Michelle Lacewell will be reviewing those during this meeting.
 - Mayor Reed asked Michelle Lacewell to review activities since February 2 meeting.
 - Michelle Lacewell (MPO) provided an overview of activities since the February 2 meeting. She stated that staff has:
 - Held meeting on March 16 with state and federal agencies that fund the MPO or GNRC, including TDOT and FHWA, to solicit feedback on the answers provide in the packet today and to solicit feedback on additional concerns. (list of agencies included in packet)
 - Held meeting on March 16 with area non-profit organizations who work with either the MPO or GNRC to share with them the answers to common questions about integration. (list of non-profit organizations included in packet)
 - Corresponded with TDOT via letter on March 2 to address questions and concerns enumerated in TDOT letter dated 2/13.
 - Held joint staff meetings with MPO and GNRC staff discussing outcomes of the February 2 meeting;
 - Conducted a survey of staff to get further input;
 - Held several one-on-one meetings with various public and private sector partners;
 - Extended the timeline of the MOA through action of the MPO Board and GNRC Executive Committee.
 - Michael Skipper (GNRC) reminded the Committee that both the MPO and GNRC boards endorsed the Committee's initial recommendation in February. That recommendation was based on an analysis of four options to improve coordination. The proposal to fully integrate the MPO program into GNRC was chosen among those four as the committee's initial recommendation. The Joint Committee then asked staff to help illustrate what
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integration would look like and to provide answers to common questions and concerns about integration prior to the committee's finalizing their decision to recommend full integration to the boards. He stated after today's discussion, he hoped the Committee will feel comfortable enough to finalize their recommendation to integrate the two organizations.

- Skipper told the Committee that he and Lacewell would walk through the GNRC and MPO organizational charts, as well as the potential organizational chart for an integrated organization to give the Committee a sense of how the MPO's staff and responsibilities could be integrated with GNRC.
- Lacewell provided an overview of the MPO organizational chart.
- Skipper discussed the GNRC's current organizational chart, board makeup, and committee structure.
- Skipper presented potential organizational chart for the integrated organization.
- Lacewell provided the Committee with a look at where the MPO functions would exist in the integrated organizational chart.
- Skipper discussed potential committee structures, how a Joint Transportation Committee could provide a space for discussion and potentially region-wide transportation planning activities. He stated that this structure does not propose any changes to the MPO board, but simply a way for the MPO to work with the RPO and others on transportation planning.
- Vice Mayor Briley stated that the mechanics of the merged organization were unclear. For example, he pointed out that the MPO has an interim director now and asked who would be responsible for hiring the next Executive Director. He continued asking if the MPO would have a CEO.
- Skipper replied that in an integrated organization there would be an MPO coordinator to oversee the day to day functions of the MPO staff and to ensure the Unified Planning Work Program is executed as adopted, a similar structure to MPO's across the country. He stated that the GNRC executive director would be held accountable for performance of all the programs supported by the GNRC.
- Briley asked for clarity on how funds contributed by members of the MPO would be spent, specifically if MPO staff would still be working solely on MPO work.
- Skipper replied that given the significant amount of work associated with the MPO program, that it is highly likely that current MPO staff would continue to work exclusively on MPO products, but that they would also have an opportunity to work on other things as interest and availability were present. That said, Skipper, assured the Committee that time and funds would be tracked appropriately. He stated that it is not uncommon for MPOs (even in TN) to be staffed by people not working solely on MPO products. Skipper added that while the MPO is tasked with producing specific, required products, we can go above that, producing other products.

- Briley asked if there would be a document that outlines the acquisition of the MPO by the GNRC.
- Skipper replied that integration was probably a better word than acquisition. He stated that the MPO Board would simply have to agree to accepting GNRC as its staff support, as opposed to the Metro Planning Commission. Skipper added that the MPO would have to amend its Prospectus document, UPWP, and other federally-required documents in order to reflect the change in structure and/or planning process.
- Mayor Moore stated that he thought staff had done a nice job on the organizational chart, though it does seem complicated. He asked what input staff had on its development.
- Sabrina Davis (FHWA) asked how the MPO would function under the Joint Transportation Committee.
- Skipper restated that the MPO would still exist and that the prospectus, bylaws, and UPWP will be amended to spell out the specific roles. The Joint Transportation Committee is not intended to replace the MPO function, but to provide an opportunity for members of the two MPOs and RPO within the GNRC region to coordinate on transportation planning.
- Tanisha Hall (TDOT) asked for clarity as to the purpose of the meeting.
- Skipper stated that the meeting was not to work out all the procedural/operational details of an integration, but to confirm with the Joint Committee members that they still believe that integration is the best option for improving regional coordination, having now seen the potential organizational chart and answers to common questions and concerns.
- Tanisha Hall (TDOT) questioned how the Committee could make a decision today without more detail.
- Skipper replied that the decision before the Committee today would start the integration process which would be the result of several subsequent board actions over the next several months.
- Tanisha Hall (TDOT) suggested that the misunderstanding was perhaps semantics, but that TDOT still had some questions.
- Skipper replied that integration was a complex process and that there were likely going to be questions throughout the process that staff would be happy to address.
- Vice Mayor Briley stated that there are basic legal questions that should be addressed, such as changing the MPO bylaws.
- Skipper stated that the staff has brought examples from peers as to how agreements between a transportation policy board and a regional council could be constructed. An amendment to the bylaws would be necessary, but those changes would need to be discussed and agreed to by MPO board members during the process.
- Theresa Claxton (FHWA) stated that the Committee seems to be discussing two things -- just changing the fiscal agent of the MPO to GNRC as well as full integration of the MPO and

GNRC. She also asked if staff was talking about having a UPWP that covers the entire GNRC region.

- Lacewell stated that we are just discussing a move of the MPO program and staff to the GNRC, not an expansion of the Nashville Area MPO's planning area.
- Mayor Burgess asked if goal was to get one organization with one board.
- Lacewell replied that that was the goal -- one board and one organization, overseeing multiple programs.
- Skipper added that the goal is to integrate staff, planning efforts, and regional decision-making. He stated that he understood that not everything could be put on a definite timeline, such as TDOT contracting which is dictated by external factors. He said there are a lot of steps that will need to be taken after the decision to integrate.
- Vice Mayor Briley stated that he is in favor of integration, but it unclear as to the difference in today's decision and the decision made by the Committee to endorse integration in February. He added that he would like to see a contract.
- Lacewell stated that at the February meeting the Committee decided to pick one of the four options presented. Between now and that meeting staff addressed many outstanding questions specific to integration option selected by the Committee at the last meeting. There isn't necessarily a different outcome from the last meeting if the Joint Committee still feels comfortable with their prior recommendation. This was an opportunity to revisit that recommendation with the benefit of additional information before moving forward.
- Mayor Burgess asked if there has been a decision as to how the Boards would be integrated?
- Vice Mayor Briley asked if the Transportation Committee would report to the GNRC board.
- Lacewell stated that it would not. The committee would be comprised of a subset of GNRC council members who serve on the MPO now and will provided the authority to make MPO-related decisions.
- KB Aboagye (TDOT) asked how often the Joint Transportation Committee would meet.
- Lacewell replied that the committees would determine their meeting frequency and schedules.
- Mayor Reed suggested that the Committee should probably have another meeting to address some of these questions. She asked the Committee to please read the Q&A in their meeting packet and to email staff any specific questions. She stated that the Committee should try to meet again prior to April 19.
- Vice Mayor Briley stated that some members on the Committee needed to see the specific changes to the bylaws and other mechanics. He suggested that another meeting might not be necessary and that the Committee could endorse and let the MPO and GNRC Boards hash out details.

- Skipper confirmed that staff is happy to produce additional information and provide draft documents for review at the pleasure of the Committee.
- Mayor Carman stated that he hasn't changed his mind and that only the Boards have the powers to change the bylaws, etc. – the Joint Committee's role is only to make a recommendation.
- Mayor Kirkman (Westmoreland) agreed.
- Mayor Norman (Maury County) made a motion for the Committee move forward.
- Mayor Carman seconded the motion.
- Vice Mayor Briley questioned what was being asked in the vote and asked how the proposed vote would differ from that taken on February 2.
- Skipper replied that staff had tried to answer some of the questions that were outstanding, addressing those in the Q and A and the potential organization chart in the meeting packet.
- Mayor Burgess stated that he needed to better understand how the boards would function.
- Mayor Holt suggested that it might be good for the staff to provide the Committee with some different scenarios, specifically mentioning how the MPO would work.
- Mayor Reed reiterated the need to meet again.
- Mayor McMillan stated that the Committee needs to have a good understanding of what we are talking about before going back to our Boards.
- Vice Mayor Briley stated that he specifically needed to understand how the GNRC bylaws will need to be changed.
- Mayor Norman withdrew the motion to endorse the recommendation to integrate.
- Skipper asked the Committee to tell the staff what specific questions or documents they need to see.
- Lacewell said that staff will poll Committee members to find a meeting date.
- The meeting was adjourned.

Join Committee Members in Attendance:

- Howard Bradley, Robertson Co.
- David Briley, Metro Nashville
- Ernest Burgess, Rutherford Co.
- Jill Burgin, City of Brentwood
- Carroll Carman, Hartsville-Trousdale Co.
- Anthony Holt, Sumner Co.
- Randall Hutto, Wilson Co.
- Jerry Kirkman, Westmoreland
- Kim McMillan, Clarksville

- Ken Moore, Franklin
- Charlie Norman, Maury Co.
- Mary Esther Reed, Smyrna
- Jessie Wallace, Humphreys Co.

Agenda Item 3.

Answers to Key Questions & Concerns

Frequently Asked Questions

About the Proposed Integration of the Nashville Area MPO and the Greater Nashville Regional Council

FOR DISCUSSION BY THE JOINT COMMITTEE ON APRIL 11, 2017

General Information about the Integration

1. Who is overseeing the work related to the integration of the MPO and GNRC?

In August 2016, the Nashville Area Metropolitan Planning Organization (MPO) and the Greater Nashville Regional Council (GNRC) entered into a Memorandum of Agreement (MOA) that established a framework for the two organizations to explore ways to enhance coordination among local communities in Middle Tennessee. As part of that agreement, a Joint Committee comprised of mayors from each board was created to develop recommendations for improving the efficiency and effectiveness of regional decision-making and to better align transportation planning programs with other regional activities related to economic development, infrastructure investment, and livability.

2. What is the MPO?

The Nashville Area MPO is the federally-designated transportation planning agency for Davidson, Maury, Robertson, Rutherford, Sumner, Williamson, and Wilson counties. The MPO fulfills federal transportation planning requirements to ensure TDOT, local governments, and transit agencies remain eligible for federal transportation grants aimed at improving area roadways and transit systems. MPO policies, plans, and programs are adopted by an Executive Board which convenes city and county mayors with local, state, and federal transportation officials. The MPO board is staffed by professional planners and engineers who are housed at the Metropolitan Nashville-Davidson County Planning Department.

3. What is the GNRC?

The Greater Nashville Regional Council (GNRC) is one of nine regional development districts established by the General Assembly under the Tennessee Development District Act of 1965. GNRC, which operates as a council of governments (COG), represents 13 counties and 52 cities in Middle Tennessee. County members include Cheatham, Davidson, Dickson, Houston, Humphreys, Montgomery, Robertson, Rutherford, Stewart, Sumner, Trousdale, Williamson and Wilson counties.

GNRC's mission is to assist local communities and state agencies in the development of plans and programs that guide growth and development in the most desirable, efficient, and cost effective manner, while ensuring the continued long-term livability of the region. The GNRC is governed by a regional council comprised of 52 city mayors, 13 county mayors/ executives, 2 state legislators, 13 appointments representing business/industry, and 13 appointments representing minority populations. The full council delegates its monthly management duties to an executive committee, and employs nearly 70 full-time staff.

4. What organizational options were considered by the Joint Committee for improving the collaboration between the MPO and GNRC?

The Joint Committee evaluated the following options:

- Keeping the MPO housed at Metro, improve coordination with GNRC services and programming;
- Establishing the MPO as a free-standing legal entity, improve coordination with GNRC services and programming;
- Integrating MPO program staff into the GNRC, maintain separate board and committee structures;
- Fully integrating the MPO program and leadership structure into the GNRC.

5. What is the current position of the Joint Committee?

On February 2, 2017, the Joint Committee adopted an initial recommendation to pursue full integration of the MPO and GNRC to include staff, programming, and board leadership. Committee members expressed belief that integration will help streamline and improve regional coordination among local governments across Middle Tennessee, align infrastructure planning with economic development initiatives, and bring the Nashville area in line with the state of practice in peer regions across the nation.

The Joint Committee's recommendation was endorsed by the governing bodies of the MPO and GNRC on February 15. The following is the anticipated schedule of next steps:

- **February/March:** Illustrate how full integration would be enacted and develop a blueprint for overcoming challenges related to staffing, HR, legal, legislative, fiscal, or programmatic issues; Engage staff, partners, and funders to tailor the recommendation for formal approval.
- **March/April:** Endorse final recommendation along with the blueprint developed in Feb/March.
- **April/May:** Adopt an implementation plan with actions, timelines, roles, and budgets.
- **May through September:** Execute the implementation plan as adopted.

6. How common is it for MPOs and Development Districts/Regional Councils to be integrated as proposed by the Joint Committee?

Integrated MPOs and Development Districts are fairly common, especially in larger Metro areas like Nashville. In fact, about half of the MPOs across the nation are integrated into their region's development district/ regional council. These types of organizations have a shared history that dates back to the 1960's, but their evolution has varied across the nation. In Tennessee, MPO policy boards have historically been staffed and administered by the largest local government within its planning area, or by a joint city-county regional planning commission. In many other parts of the U.S., the federally-defined MPO functions/requirements are carried out by a regional organization, especially when the MPO planning area includes multiple counties and a diverse mix of larger cities, small towns, and rural areas.

In Middle Tennessee, the idea of integrating the Nashville Area MPO with the GNRC is not new and was last evaluated by the MPO executive committee in 2007.

7. What are the main benefits of the MPO and GNRC integration?

There are many benefits of an integrated MPO/GNRC. The three most significant include better comprehensive planning to prepare the region for growth and development; more efficient collaboration among mayors and community leaders with streamlined access to regional data, programs, and services; and the establishment of true regional ownership in the policy making and daily operations of regional planning programs and services.

8. What are the main challenges to the MPO and GNRC integration?

The biggest challenge associated with integration will be related to ongoing communication to ensure that members and key partners understand the game plan for achieving the shared vision. While there will be several important steps necessary to complete the process of integration, none of them are unreasonable or overly complicated. It also is important to note that the MPO and GNRC are not reinventing the wheel; there are several examples across the nation of similar efforts that provide important lessons learned to help our region avoid any unintended consequences. To aid in this communication and to ensure that all concerns are adequately addressed, the Joint Committee will oversee the development of a detailed implementation plan that will guide the integration process.

Many of the concerns that have been raised during the evaluation of options (e.g., office location, salaries and benefits, matching funds, program performance, communications) are issues that should be periodically addressed by any organization and are not unique to this integration.

9. What will the integrated organization be named?

The combined organization is expected to carry the name of the Greater Nashville Regional Council; however, a branding and marketing plan will be included as a significant component of the integration process. This work will lead to recommendations to improve the overall brand identity of the GNRC and to enhance everyone's awareness of regional collaboration, planning, and services offered by and through the regional council. That evaluation will provide specific recommendations for improvements to the website, social media channels, and collateral materials as well.

Stakeholder and Public Involvement

10. How are MPO and GNRC members being included in decisions related to integration?

The chairman of the MPO and GNRC governing bodies have each appointed representatives to a Joint Committee that is responsible for overseeing the process and developing recommendations for the full membership of each organization. Members of the MPO and GNRC boards are being updated by staff and Joint Committee leadership at regular monthly board meetings and periodically by email. All material generated through the work of the Joint Committee and their meeting notes are posted at COG.NashvilleMPO.org.

In addition, MPO members are briefed at the regular monthly meetings of the Technical Coordinating Committee which convenes staff representatives from local governments and state and federal agencies. Ultimately, the decision to integrate will be one made by the governing bodies of each organization at publicly noticed meetings.

11. How are staff of the MPO and GNRC involved?

Staff of the MPO (10 fulltime employees) and GNRC (65 fulltime employees) have been involved throughout the process and updated regularly through email communication, one-on-one meetings, and staff meetings. Staff meetings have consisted of regular departmental/ division meetings as well as larger joint staff meetings between GNRC and MPO employees. In addition, staff have been encouraged to complete anonymous on-line surveys to share their thoughts and concerns about the potential integration. The first survey was conducted among 64 GNRC staff and 9 MPO staffers (nearly 100% participation) at the beginning of the process. A second survey is now underway to capture shifts in attitudes and concerns as more information has become available. The following are results as of March 28, 2017.

- 54 GNRC and 5 MPO staff members responded (near 100% participation).
- 70% have attended at least one Joint Committee meeting to learn about the effort.
- 67% said they are excited about the potential outcome associated with integration; 12% said they had an open mind; 1 person had serious concerns; and 20% have not yet formed an opinion.
- Through open-ended questions, staff indicated excitement over the potential integration specifically related to coordination among programs and their overall visibility and effectiveness. Most of the concerns were associated with unknowns related to office space, salaries and benefits, and the current capacity of GNRC to manage the additional HR and legal needs of the MPO.

12. How are state/federal agencies being included in decisions related to integration?

There are numerous state and federal agencies that provide funding to the MPO and GNRC. The MPO receives grant funding from the Federal Highway Administration (FHWA) and Federal Transit Administration (FTA) through contracts issued by the Tennessee Department of Transportation (TDOT) to the Metropolitan Planning Commission of Nashville-Davidson County on behalf of the MPO. The GNRC receives funding through TDOT, Tennessee Department of Environment and Conservation, Tennessee Department of Economic and Community Development, Tennessee Commission on Aging and Disability, TennCare, Tennessee Department of Tourist Development, Tennessee Arts Commission, Tennessee Advisory Commission on Intergovernmental Relations, Tennessee Housing Development Agency, the U.S. Economic Development Administration, among others.

Throughout the process, staff of the MPO and GNRC have communicated with representatives of state and federal agencies individually, as well as through formal group meetings that have served to inform partners and solicit feedback. The first meeting with the group of funders was held on January 12, 2017, and the second on March 16.

13. How transparent is this process to interested stakeholders and members of the public?

Throughout the process, staff of the MPO and GNRC have communicated with representatives of its non-profit partners across the region including area chambers of commerce, Mid-Cumberland Human Resource Agency, Cumberland Region Tomorrow, Cumberland River Compact, Nashville Civic Design Center, The TMA Group, Leadership Middle Tennessee, Conexion Americas, among others. A group

meeting of these non-profit organizations was held on January 10, 2017 for the purposes of sharing information about and to solicit feedback. A second meeting was held on March 16.

In addition, regular reports on progress have been provided at publicly noticed meetings of the MPO Executive Board and Technical Coordinating Committee, and the GNRC Executive Committee. Materials associated with the effort including the Memorandum of Agreement, background information, and research findings are made available at <http://COG.NashvilleMPO.org>.

MPO Coordination and Planning Practices

14. What will happen to the MPO Executive Board?

The MPO Executive Board serves as the federally-required transportation policy board or TPB for the MPO planning area. Its role is to adopt the Regional Transportation Plan, the Transportation Improvement Program, and the Unified Planning Work Program according to federal regulations and in cooperation with the Tennessee Department of Transportation. The board does not have direct oversight of MPO staff, contracts, or operations, but instead designates a “sponsor agency” to hire an MPO director and staff to work with the board to develop the federally-required documents, and to execute contracts on its behalf. The Metropolitan Planning Commission (MPC) of Nashville-Davidson County serves as the sponsor agency.

The act of integrating the MPO into the GNRC will not in and of itself require any substantive changes to the MPO Executive Board membership or bylaws, but the MPO’s Prospectus will be updated to reflect the changes to the context for the development of plans and programs. There are two main changes that will occur as a result of integration.

First, the governing body of GNRC – which includes many of the current members of MPO Executive Board – will replace the MPC of Nashville-Davidson County as the contracting authority and fiduciary for MPO operations.

Second, while MPO Executive Board will continue to exist in its current form until such time that it decides to restructure through an amendment to the MPO bylaws, staff is proposing to establish a new GNRC Joint Transportation Policy Committee to bring together MPO and RPO members across the region to oversee the development of a Joint Regional Transportation Plan. This OPTIONAL action will allow for seamless planning across the region and ensure that GNRC’s overall transportation policy is integrated into its other planning and economic development initiatives. Specific MPO programming decisions will continue to be made by MPO Board.

15. What will happen to the MPO Technical Coordinating Committee?

The Technical Coordinating Committee (TCC) is an important and federally-required part of the MPO organizational structure. The TCC convenes planners, engineers, and administrators from local governments across the region with representatives of TDOT, TDEC, FHWA, and FTA to help MPO staff prepare recommendations for the MPO Executive Board and to assist with the implementation of MPO plans and programs. The TCC will continue to exist following the integration of the MPO/GNRC and no substantive changes are expected to its current operations. The GNRC may establish additional committees similar to the TCC in order to convene partners/stakeholders to collaborate on other issues

of regional importance (e.g., aging and disability, economic and community development, environmental quality, research and data, etc.).

16. What will happen to current MPO staff members?

MPO staff members are currently employees of the Metropolitan Planning Commission of Nashville-Davidson County and enjoy the full range of benefits provided by Metro Nashville Government. The costs of staff salaries and benefits are reimbursed to Metro by MPO federal planning grant funds. As part of the integration of the MPO/GNRC, all existing permanent MPO employees will be offered full employment by GNRC at comparable positions, salaries, and benefits. The GNRC participates in the Tennessee Consolidated Retirement System and offers state health insurance benefits. Accrued vacation time will be transferred on a 1 to 1 basis. Existing staff will continue to work on MPO-related programs, but also will be given the opportunity to expand or evolve their role as other positions within the organization become available.

17. Who will oversee MPO process and programs at GNRC?

MPO members will continue to be responsible for MPO policies, plans, and programs in a manner similar to that carried out by the existing MPO Executive Board. The GNRC executive director will be accountable for the quality of final products associated with all GNRC programs (including the MPO) and for ensuring that all federal requirements and grant contract conditions are met. GNRC's current executive director served as the MPO's director between 2007 and 2016 and has more than 15 years of experience working with MPOs across the nation. Day-to-day management of MPO program staff and functions will be carried out by an MPO program manager to be named/hired during integration. The program will continue to be supported by the existing MPO staff.

18. How will the MPO manage/administer planning activities studies during the transition?

The MPO will continue to operate as is during the transition. The most significant aspects of integration that will affect MPO operation will be related to grant contract reassignments, the onboarding of current MPO staff onto GNRC payroll and benefits systems, and the physical relocation of MPO staff, files and equipment to GNRC offices. The MPO/GNRC will work with TDOT and the Metropolitan Planning Commission of Nashville-Davidson County to develop a detailed plan of action to accommodate these changes in a way that minimizes disruption to MPO program activities.

GNRC Administration of the MPO Program

19. What additional administrative support will be needed at the GNRC as a result of integrating the MPO programs and staff?

Recent reorganization and internal process improvements at GNRC have ensured that the agency is well-equipped to administer the MPO program along with its existing portfolio. Should integration occur, the MPO program will be supported by GNRC legal, HR, and fiscal staff. As part of the planning for integration, the GNRC will evaluate the need for additional finance and legal staff, and begin the process to hire for its vacant deputy executive director position.

20. How will the GNRC ensure that federal planning grants intended for MPO programs are spent appropriately.

GNRC is set up very well to track MPO revenue and expenses. GNRC currently manages several grant programs under contract to various state and federal agencies, including TDOT. The agency has a sophisticated payroll system that includes a web-based timesheet for staff to track their hours by program. GNRC is accustomed to generating detailed invoices and progress reports for its grant funders and is regularly audited according to State of Tennessee guidelines established by the Office of the Comptroller.

GNRC will continue to develop an annual budget and work program to communicate upcoming program goals, proposed activities, and anticipated funding sources and expenditures. In addition, the GNRC will prepare the federally-required Unified Planning Work Program that details specific activities and expenditures associated with the MPO program.

21. Where will the offices of the integrated staff be located?

The MPO office space is currently located with the Metropolitan Planning Department of Nashville-Davidson County on the second floor of 800 Second Avenue South in downtown Nashville. The GNRC owns two floors of the office condo building at 501 Union Street in downtown Nashville. The GNRC is in the process of selling its office condo and will be looking for temporary space to house staff until its permanent offices can be constructed. The integration of the MPO into GNRC is occurring at an ideal time as the GNRC has begun looking for temporary space in Metro Center and in downtown Nashville that would be suitable for the combined GNRC/MPO staff.

Geography and Membership

22. Will the official metropolitan planning area (MPA) of the Nashville MPO be revised as a result of integration?

Federal law requires all Census-defined Urbanized Areas (UZA) of 50,000 or more in population be part of an MPO in order to access federal transportation funds, therefore, the UZA is the basic building block of an MPO's metropolitan planning area (MPA). In addition, the MPO must also include areas outside of the UZA that are expected to urbanize over the next 20 years. Federal code also encourages adjacent UZAs or communities across the entire Metropolitan Statistical Area to consider participation in the same MPO or at the least in the development of joint transportation plans.

The definition of the MPA is important, as it establish the geographic area for MPO membership and sets the limits for where federal funds suballocated to the MPO can be used on planning activities and transportation project development. The MPO's MPA has expanded a handful of times since its inception in the late 1960s. Initially, the MPO's footprint was contained wholly within Davidson County. The most recent expansion, in 2014, brought Robertson and Maury counties into the MPA.

The MPO is not proposing a formal change to the MPA as a result of integration. The GNRC service area will continue to include the footprint of the Nashville Area MPO, Clarksville Urbanized MPO, and the Middle Tennessee RPO. Though separate planning areas will exist, it is the goal to support the development of a joint transportation plan that positions growth and development forecasts, transportation needs, and project priorities for both rural and urbanized areas across its region.

23. Maury County is included in the MPO planning area, but is not a member of the GNRC.

How will this be handled?

Maury County and each of its municipalities with a population of 5,000 as of the last decennial U.S. Census (Columbia and Spring Hill) will have voting privileges on the integrated MPO Board and the new GNRC Joint Transportation Policy Committee, and will serve in the same capacity as they do now on the existing MPO Executive Board. Maury County and its municipalities will continue to be a voting member of the South Central Tennessee Development District while also being invited to sit on the full governing body of the GNRC as a non-voting member.

It is not unprecedented in Tennessee for one development district to provide programs and services to a county in another. Currently, Trousdale County, a GNRC member, is provided Rural Planning Organization services by the Upper Cumberland Development District. This arrangement is also not uncommon across the country. For example, the MPO planning area of the Atlanta Regional Commission is larger than the footprint of the formal Commission boundaries. In such cases, there is usually a written agreement between the Transportation Policy Board (TPB) and the governing body of the regional council to ensure that TPB policy and programming decisions will be enacted by the Council.

24. How will the new integrated GNRC relate to the Clarksville Urbanized Area MPO and the Middle Tennessee RPO?

While this effort is focused specifically on the integration of the Nashville Area MPO into GNRC, it is important to note that the ultimate goal is to develop strong regional capacity to support comprehensive planning efforts across the entire GNRC footprint. To that end, it makes sense to ensure that these transportation planning organizations work together to develop a comprehensive and seamless transportation plan for the entire Middle Tennessee region, and that transportation planning is done in coordination with other regional planning efforts aimed at improved economic opportunity and regional infrastructure enhancements.

The GNRC statutory and organizational framework provides a great opportunity to do this in a way that will be successful and mutually beneficial to TDOT, local governments, and the regional planning organizations. The current thinking on this subject is that it makes sense for the GNRC to staff the Middle Tennessee RPO in the near future. The RPO is currently staffed by the Mid-Cumberland Human Resource Agency, but was previously staffed by the GNRC. The issues that led to the RPO's departure from GNRC have long since been resolved. Most, if not all, other RPOs in Tennessee are staffed by their development district. There is no proposal to integrate the staff of the Clarksville Urbanized Area MPO at this time, but members of the Clarksville MPO board and technical coordinating committee will be provided an opportunity to coordinate with members of the Nashville Area MPO and Middle Tennessee RPO through the forum provided by the integrated GNRC.

Funding and Membership Dues

25. What will happen with the federal transportation planning grants that fund MPO operations and consultant studies?

One of the most important steps in the process to integrate the MPO into GNRC will be the transfer or reassignment of federal transportation planning grants. Currently, those grant dollars are provided

through contracts between TDOT and the Metropolitan Planning Commission of Nashville-Davidson County. Upon the formal decision by the MPO and GNRC to integrate the organizations, the MPO Executive Board will have an opportunity to request that grants be reassigned to GNRC. Until such time those grant contracts are reassigned, grant funding may be passed through Metro Nashville to GNRC via subcontract. Such pass-thru may require an amendment to existing grant contracts and the MPO's Unified Planning Work Program.

26. Who will provide the revenue for the required non-federal match to the MPO's federal transportation planning grants?

Non-federal matching funds for MPO federal transportation planning grants are the responsibility of the MPO membership who benefit from access to project funding through the MPO's Transportation Improvement Program. Since 2008, the MPO has had membership dues in place to generate matching funds for federal grants used for consultant studies identified in the Unified Planning Work Program. Currently, federal grant dollars used to pay for MPO staff salaries and other direct costs are matched by an in-kind donation of the indirect cost (overhead) incurred by the Metropolitan Government of Nashville-Davidson County for the office space and administrative (HR, legal, finance, IT, etc) support of the MPO operations. This in-kind support from Metro is not a long-term arrangement and could cease at any time. Most host agencies charge grant contracts for their allowable indirect costs. Regardless of Metro's decision to continue this practice or not, the integration of the MPO into GNRC will necessitate that the full amount of required matching funds is generated by MPO dues.

27. How will MPO membership dues be affected by the integration?

Regardless of integration, MPO dues likely will need to be increased to generate sufficient revenue to provide the required non-federal matching funds for federal planning grants. MPO membership dues were established by the MPO Executive Board on April 26, 2007 to ensure adequate local matching funds are available to draw down federal transportation planning grants. Dues are currently collected to match federal funds used for MPO regional studies, with Metro Nashville providing an in-kind donation of its overhead rate in support of MPO staff salaries and benefits. Metro's in-kind donation was put into place as a short-term arrangement to help offset the full cost of dues. The per capita rate has not increased since its inception, in part due to the recent economic recession, however the per capita rate was lowered for county members in 2013, down to 11 cents per capita.

Currently, regional dues generate nearly \$190,000 annually of the approximate \$450,000 needed to match the \$2 million in federal/state planning grants. The value is significant to members of the MPO as they collectively benefit from approximately \$700 million in federal transportation grants from the current FYs 2017-2020 Transportation Improvement Program.

28. How will GNRC membership dues be affected by the integration?

GNRC dues are not directly affected by the integration of the MPO program. Upon the integration of the program, the MPO dues will be incorporated into the dues structure of the GNRC at the rate established by the MPO Executive Board. Only those GNRC members who are also part of the MPO planning area will be charged MPO dues. GNRC dues will be itemized during invoicing so that members understand how their contribution is being utilized by the agency.

29. How will the management of non-MPO state and federal grant funds at GNRC be affected by the integration?

There will be no direct impact to the management of other grant programs at GNRC as a result of the integration, however, the GNRC will evaluate the need for additional finance and legal staff as it grows in order to benefit all programs and services it administers.

State Legislation and Federal Designations

30. Will integration trigger the federal redesignation process for the MPO?

The act of integrating the MPO into GNRC will not itself require the formal redesignation of the MPO, but other changes to the structure of the MPO decision-making process carried out by the GNRC could trigger such action.

According to 23 CFR 450.310, a redesignation would be required whenever an existing MPO proposes to make a substantial change in the proportion of voting members representing the largest incorporated city, other local governments, and the state, OR a substantial change in the decision-making authority or responsibility of the MPO or in the decision-making procedures established under the MPO by-laws.

The relevant U.S. Code is available at <https://www.law.cornell.edu/cfr/text/23/450.310>

31. What does federal MPO redesignation entail?

Should the proposal to integrate the MPO into the GNRC carry with it changes that would require redesignation, those proposed changes would need to be approved by the Governor and local governments representing at least 75 percent of the MPO's population (including the largest incorporated city).

32. Will GNRC require any additional state enabling legislation to serve as the MPO?

No, the act of integrating the MPO into the GNRC will not itself require any additional state enabling legislation, but other structural changes to the GNRC could require an amendment to the GNRC statute.

The GNRC was established in 1967 (TCA 64-7-101) for the "purpose of regional planning, economic development, promotion of interlocal cooperation and agreements for the counties, municipalities and metropolitan governments." Furthermore, TCA establishes that GNRC's role in regional planning, economic development and interlocal agreements and cooperation includes the coordination of these activities and programs with those of other federal, state and local planning and development agencies. MPO programming is complementary to this authorized scope of work.

33. What type of changes would require state legislation?

Since the Council's voting membership, board and executive committee structure, and official geographic footprint are explicitly detailed in TCA 64-7-103 and 104, respectively, any formal modifications to those aspects of the Council will require changes to the Statute, along with any programming deemed inconsistent with the powers and duties outlined in TCA 64-7-110. Note, the MPO program is well within the limits of the existing powers and duties of the GNRC. Any proposed changes to the GNRC governance structure which requires additional legislation will be deferred until a subsequent legislative session.

34. Will integration make the MPO vulnerable to sunset provisions of state law?

While any department, commission, or agency created by the Tennessee General Assembly is subject to possible sunset review, the GNRC, like the other regional development districts, is not currently enumerated in TCA 4-29-101 et. seq. as an agency that is subject to a regular review period. Should the GNRC be evaluated for sunset, it is important to note that many of its programs would need to continue in order for the state and local governments to be eligible for a variety of federal funding sources aimed at aging and disability services, economic and community development, and transportation improvements (MPO). Regardless of the sunset potential for GNRC, MPO plans and programs are required by federal law.

35. Will MPO/GNRC integration address the representational equity issues born out of the 2015 state legislation that prohibited the use of weighted voting on the MPO policy board?

The discussion about integrating the MPO into GNRC will include conversations about representational equity on the integrated MPO Board and the new GNRC Joint Transportation Policy Committee, though no specific decisions have been made up to this point about how the MPO bylaws should be amended in the future. Based on conversations between staff and board members, the prevailing preference among current MPO leadership and members is to seek a repeal of the statute prohibiting the use of population proportionate voting. Staff has developed and discussed alternative methods for ensuring representational equity with the MPO Executive Committee and Executive Board.

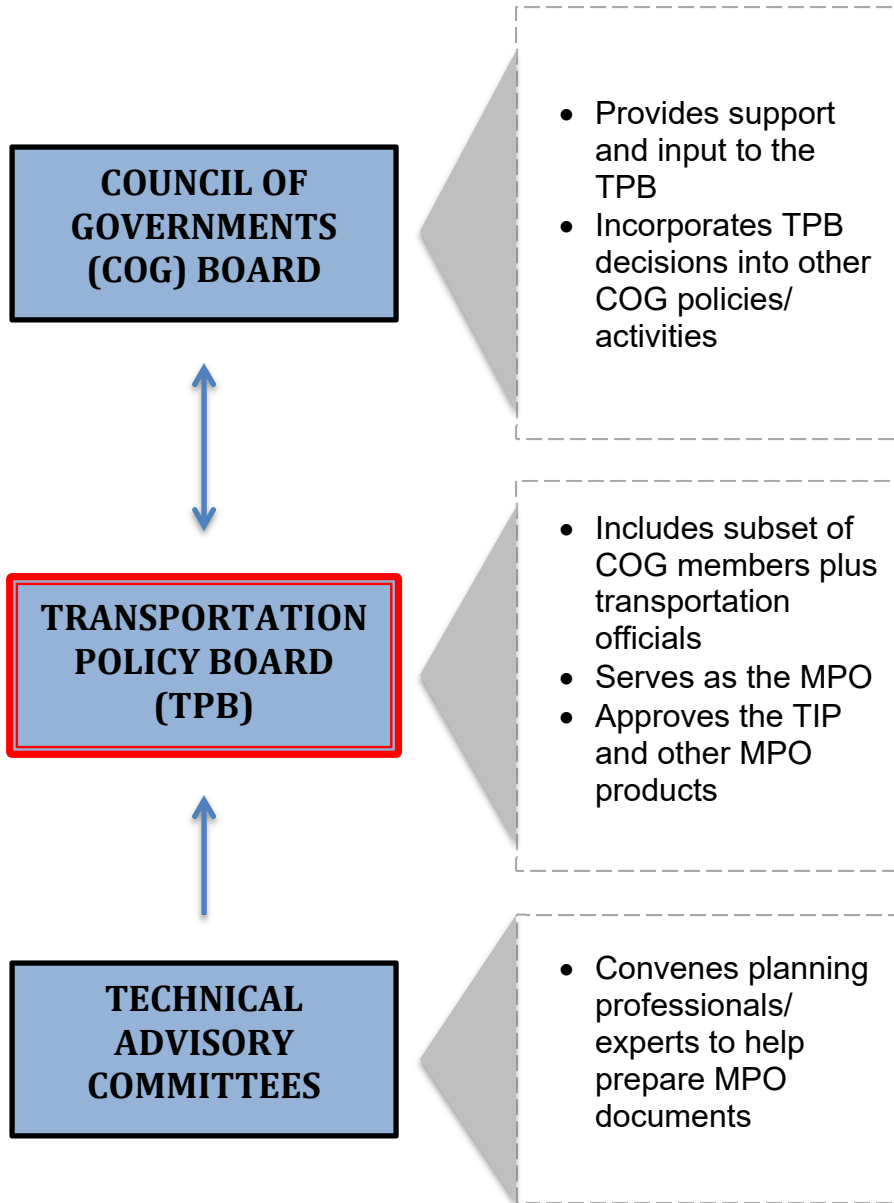
36. How will the MPO and GNRC communicate with members of the Tennessee General Assembly during the development and implementation of integration plans.

The MPO chairman has been in communication with the Tennessee Lt. Governor and the GNRC president has been in communication with the two members of GNRC's full council who serve in the Tennessee General Assembly. Both members on the Council, Rep. Susan Lynn and Senator Steve Dickerson, are supportive of integration and have committed to serving as champions in the legislature for the Council. GNRC staff will continue to reach out to the Middle Tennessee delegation and other key members of the legislature as integration proceeds. Moreover, the GNRC submits its annual work program and annual report to the Senate and House Government Operations Committee. This work program will explain the organizational structure and scope of work of the GNRC.

Agenda Item 4.

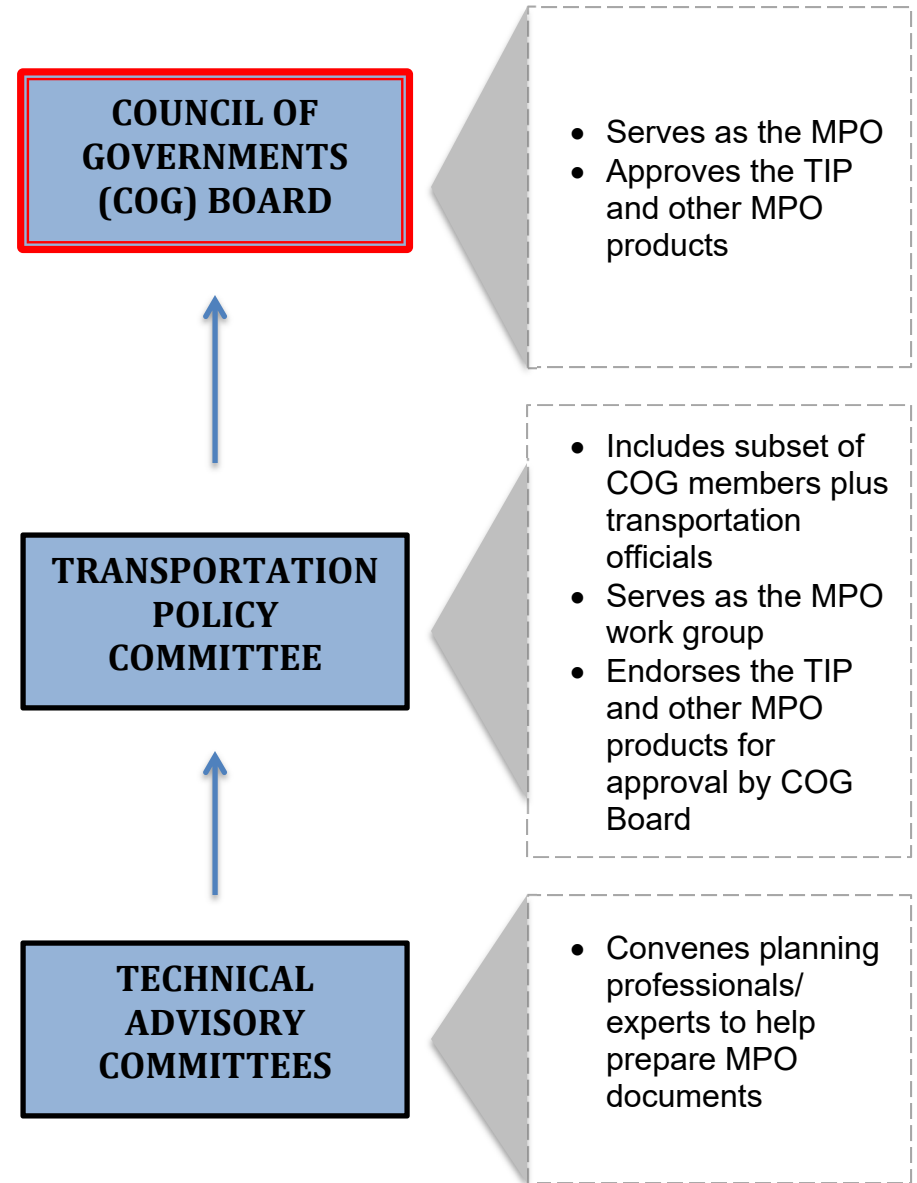
Two Options for Integrated MPO Decision-Making

TPB OF COG AS MPO AUTHORITY



Examples: Chicago, Louisville

COG BOARD AS MPO AUTHORITY



Examples: Kansas City, Denver

Agenda Item 5.

**Joint Committee Recommendation and Preview of
Subsequent Board Actions**

MPO/GNRC Joint Committee Recommendation and Proposed Action by Boards For Discussion on April 11, 2017

Joint Committee Recommendation to MPO and GNRC Boards

After considering the goals established by the MPO/GNRC Memorandum of Agreement, the Joint Committee recommends that the Nashville Area MPO program be integrated into the GNRC. Doing so would help streamline and improve regional coordination among local governments across Middle Tennessee, align infrastructure planning with economic development initiatives, and bring Middle Tennessee in line with the state of practice in peer regions.

Requested Actions of the MPO and GNRC Boards in April/ May

1. **Formal adoption of recommendation through a joint resolution** which signifies a commitment of each organization to integrate the MPO program into the Regional Council and calls upon TDOT to begin the process to reassign the federal planning grant contracts which fund MPO operations and studies from Metro Nashville to GNRC. (**APRIL**)
2. **Execution of a newly drafted Memorandum of Agreement (MOA)** that identifies the roles of the respective boards in implementing the recommendation, to include the subsequent actions detailed in the sections below. (**MAY**)

Subsequent Actions of the MPO Board - May through October

1. **Adopt or amend federally-required documents** including the *Prospectus*, *Unified Planning Work Program*, and *Public Participation Plan* to reflect the integration of the MPO program into GNRC.
 - a. Identify role of GNRC as the staffing support, contracting authority, and fiscal agent to the federally-required transportation policy board for Davidson, Maury, Robertson, Rutherford, Sumner, Williamson, and Wilson counties (known now as the Nashville Area MPO),
 - b. Update the MPO Sponsorship Policy contained in the *Prospectus* to reflect the change in sponsor from Metro Nashville to GNRC,
 - c. Update the organization structure of the MPO board and committees and relate their functions to the organizational structure of the Regional Council.
2. **Amend the organizational bylaws** to reflect changes resulting from integration:
 - a. Update changes in board composition (remove GNRC as a voting member) and address the recent elimination of population-proportionate voting weights of local governments,
 - b. Rename the MPO executive director position to MPO coordinator (to be consistent with other MPOs in TN),
 - c. Address any changes in the duties of the board, chairman, and finance and audit committee.
3. **Execute a “Transportation Policy and Planning Agreement”** with the GNRC to formalize the relationship between the MPO board and the Regional Council in the development, adoption, and amendment of federally-required MPO plans and programs including the Regional Transportation Plan, the Transportation Improvement Program, and the Unified Planning Work Program.

Subsequent Actions of the GNRC Board – May through October

1. **Amend the Regional Council bylaws** to reflect changes resulting from integration:
 - a. Delineate regional transportation planning as a role of the GNRC,
 - b. Establish/ recognize the MPO/ Transportation Policy Board, its ability to establish its own set of organizational bylaws, and its authority to act independently in order to adopt/ amend federally-required transportation plans and program.
2. **Delineate a process with Metro Nashville** to transfer MPO program staff, consultant contracts, capital assets/ equipment, and financial books from Metropolitan Planning Commission to Regional Council.
3. **Review and update agency policies and procedures** related to personnel and procurement, as necessary.
4. **Execute a “Transportation Policy and Planning Agreement”** with the MPO board to formalize the relationship between the MPO and the Regional Council in the development, adoption, and amendment of federally-required MPO plans and programs including the Regional Transportation Plan, the Transportation Improvement Program, and the Unified Planning Work Program.
5. **Incorporate MPO activities into the GNRC Annual Work Program and Budget.**
6. **Execute federal planning grant contracts with TDOT** to begin administering the MPO program.

Additional Considerations for the GNRC Board related to Transportation Planning

1. **Work with the RPO Board, TDOT, and Mid-Cumberland HRA** to evaluate the integration of the rural transportation planning functions into the Regional Council.
2. **Work with the Clarksville Urbanized Area MPO and TDOT** to identify the preferred method to coordinate on the development of a regional transportation plan and regional funding strategies.

Agenda Item 7.

Tentative Timeline for Major Steps and Milestones

Tentative Timeline

Major Steps and Milestones for the Proposed Integration of the Nashville Area MPO and the Greater Nashville Regional Council

FOR DISCUSSION BY THE JOINT COMMITTEE ON APRIL 11, 2017

The following represents a tentative schedule for major steps towards full integration of the MPO and GNRC. The information is provided to illustrate a process for the Joint Committee members and is intended for discussion purposes only. A formal implementation plan, to include additional actions, will be developed in cooperation with Metro Nashville, TDOT, FHWA, and FTA prior to execution.

Action	Date/ Period	Status	Who
1. Formal Agreement to Study Potential Integration	August 17, 2016	Complete	MPO and GNRC Boards
2. Initial Recommendation to Integrate	February 2, 2017	Complete	Joint Committee
3. Final Recommendation to Integrate	March 29, 2017	Pending	Joint Committee
4. Formal Decision to Integrate the Organizations	April 19, 2017	Scheduled	MPO and GNRC Boards
5. Release Detailed Implementation Plan	May 10, 2017	Underway	Joint Committee
6. Formal Request to Metro to Begin Transfer MPO Fiscal Role and Contracting Authority to GNRC	May 17, 2017		MPO Board
7. Formal Request to TDOT to Re-Assign Federal Grant Funding from Metro to GNRC	May 17, 2017		MPO Board
8. Draft Appropriate Edits to MPO's Unified Planning Work Program and Prospectus to Reflect Integration	April/ May 2017		MPO Staff
9. Sale of Existing GNRC Office Space at 501 Union Ave	May 26, 2017	Pending	GNRC President/ Exec. Staff
10. Relocate GNRC and MPO Staff to New Space	July 1, 2017		MPO and GNRC Staff
11. Formal Adoption of MPO's Unified Planning Work Program	August 16, 2017		MPO Board
12. Formal Adoption of GNRC FY 2017-18 Work Program and Budget Including MPO Activities	September 2017		GNRC Board
13. Start of MPO Planning Grant Contracts between TDOT and GNRC for Federal FY 2018	October 1, 2017		TDOT, GNRC
14. Finalize Transition of MPO Staff to GNRC Payroll/ Benefits	October 1, 2017		Metro, GNRC
15. Re-Assign Active MPO Consultant Contracts from Metro to GNRC	October 1, 2017		Metro, GNRC
16. Implement Desired Changes to MPO Board and Technical Committee Structure and Process/ Amend MPO Bylaws	May 2017 to July 2018		MPO Board, GNRC Staff