

**Intergovernmental Agreement
Creating the
Grand Valley Regional Transportation Committee
And Adopting Rules and Bylaws**

THIS AGREEMENT creating the GRAND VALLEY REGIONAL TRANSPORTATION COMMITTEE (hereinafter referred to as "GVRTC") and adopting bylaws and process rules is agreed to, made and entered into this 17 day of December 2002, by and between THE COUNTY OF MESA, COLORADO, (hereinafter referred to as "County"), THE CITY OF GRAND JUNCTION, COLORADO, (hereinafter referred to as "Grand Junction"), THE CITY OF FRUITA, COLORADO (hereinafter referred to as "Fruita"), and the TOWN OF PALISADE, COLORADO, (hereinafter referred to as "Palisade").

RECITALS.

- A. The Federal Transit Act (49 USC 5301 *et seq.*), and federal laws dealing with federal aid highways (23 USC §§134 and 135) require the County and Grand Junction, as members of the Grand Junction/Mesa County MPO, to develop and implement transportation plans within their respective jurisdiction.
- B. As a result of the 2000 Census, the lands within Palisade and areas between Palisade and Grand Junction are now defined as part of the "urban" area that makes up the federally designated "Grand Junction/Mesa County Metropolitan Planning Organization" ("MPO").
- C. As a result of the 2000 Census, the lands within and nearby to Fruita are defined as an "urban cluster."
- D. The parties conclude that, notwithstanding federally mandated Census tracts and boundaries, and federally directed definitions, the part of the Grand Valley from Palisade to Fruita, including the lands in each municipality (for this Agreement hereinafter referred to as the "Grand Valley"), actually operates and should be treated as one inter-related and integrated whole, at least for transit and transportation planning purposes.
- E. Regardless of the boundary of the federally defined Grand Junction Urbanized Area, each party recognizes that its transportation policy and improvement decisions affect the other parties, and that each party has a stake in the administration, policies and activities of the MPO.

- F. Both because of federal mandates, and because it is the correct thing to do, the parties recognize the need to involve property owners and residents of Mesa County in transportation planning and the priority-setting of which projects should be built and in what sequence, and similar transportation and transit questions.
- G. The parties agree that it is in their best interests to work together to continue past efforts to meaningfully involve each entity and their citizens in transportation planning and management processes.
- H. Currently each party has been interested in, and has funded at least in part, the management and operations of the Grand Valley's transit system. That transit system, known as Grand Valley Transit ("GVT"), is owned and directed by Mesa County, and operated through a contract between Mesa County and a contractor.
- I. Mesa County desires, and the parties are willing, to include the policy aspects, and other "big picture" issues to be addressed by the four parties hereto, otherwise as part of the work of the GVRTC leaving unchanged the current transit arrangement, including Mesa County's relationship with its contractor/operator.
- J. The parties desire that the new structure provided for in this Agreement will provide a regional decision-making structure that can implement the federal and state mandated (and encouraged) planning, coordination, operating and funding "missions," while recognizing that each party must retain its fiscal decision making and each must continue to comply with its individual constitutional and statutory requirements.
- K. One of the purposes of this Agreement is to create one body and process to meet federal and state requirements and to speak with one "regional voice" regarding the matters dealt with in this Agreement. The parties do so with full appreciation that "regional" means different things for different purposes. For MPO purposes, "regional" means the Grand Valley, as defined herein. For state law relating to transportation planning "regional" means all of Mesa County.
- L. The parties acknowledge that federal law requires that the MPO and other planning efforts require the consideration, if not direct participation, of other entities and businesses involved in the federally mandated "multi-modal" view of modern transportation planning and funding. Examples of other entities whose interests must be considered are railroads, freight carriers, airport, private bus companies, pedestrians and bicyclists.
- M. The parties agree to name the new forum or group that is being created by this Agreement the "Grand Valley Regional Transportation Committee" ("GVRTC").

- N. The parties agree to integrate the work, plans and decisions of the GVRTC into the master plans, growth plans, and similar planning efforts of each party. For example, the 20 year planning that is contemplated by various federal laws and regulations will be the planning efforts (typically evidenced by a master or growth plan) of each party. Such efforts are intended to make sure that the planning done by the GVRTC is integrated into and with other planning processes in the Grand Valley for each party.
- O. State law requires that all regions of the state adopt short- and long-term transportation plans. § 43-1-1101, *et seq.*, C.R.S. Mesa County is one of such regions (hereinafter termed the Transportation Planning Region (“TPR”)). The local government planning for Mesa County’s TPR has been performed by the MPO and the local staff of Mesa County’s Transportation Planning Office.
- P. This Agreement is authorized by §29-1-203, C.R.S.

NOW, THEREFORE, in consideration of their mutual promises contained herein, and other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, THE PARTIES AGREE as follows:

1. THE PURPOSE OF THE GVRTC IS:

- A. To insure that the TPR represents the parties’ priorities, issues and concerns with one voice to other, including Colorado Department of Transportation (“CDOT”). [§§ 43-1-1102, CRS and 2 CCR 604-2].
- B. To assist the CDOT, the Federal Highway Administration (“FHWA”) and the Federal Transit Administration (“FTA”) in prioritizing the many requests for funding in Mesa County, the Grand Valley, and the local CDOT Region.
- C. To promote active involvement by each party in the planning, development and implementation of the long range plan for the TPR.
- D. To promote on-going consultation among the parties in transportation and transit planning from a regional perspective.
- E. To establish a mechanism for the administration of GVT.
- F. To establish a decision-making mechanism for the MPO, in light of the purposes of this Agreement, consistent with federal requirements. [23 USC §§134 and 135].

- G. To present a clear regional voice to the public on transportation and transit issues. [23 USC §§ 134 and 135; 23 CFR 450.300 and 23 CFR 450.200].
- H. To define the relationship between the GVRTC and the staff of the County that has been doing the work of: the MPO; the state required planning for this region pursuant to § 43-1-1102, C.R.S. (termed the TPR plan); transit support and planning [49 USC 5301 *et seq.*] and transportation planning for the Grand Valley ever since the MPO was first formed in the 1980s. Such staff is termed the “Regional Transportation Planning Office” staff.

2. THE OBJECTIVES OF THE GVRTC ARE TO:

- A. Consistent with the different needs, resources and populations of each, consider the differences of each party while continuing the cooperative and comprehensive coordination of their respective transportation planning activities and transportation projects.
- B. Use the forum established by the creation of the GVRTC to achieve maximum benefits from available resources, to reduce duplication of effort and to obtain better overall coordination of transportation planning and management.
- C. Create one decision-making clearinghouse for TPR regional transportation “plans” or “planning”, the MPO plans and GVT issues and policies.
- D. Grant sufficient authority to the GVRTC so that the other objectives can be met, without unlawfully usurping the decisions and functions of each individual party.
- E. Speak “with one voice” regarding regional transportation, planning and transit issues to CDOT, federal agencies (including the FTA and the FHWA), Mesa County’s federal and state legislative delegations and other interested parties.
- F. Facilitate active communication between and among the parties and their citizens, and other “stakeholders,” regarding transportation, planning and transit issues and policies.
- G. Provide needed policies for the administration of the GVT, in accordance with the transit element of the Regional Transportation Plan.
- H. Coordinate local funding efforts for regional transportation projects.
- I. Coordinate the study and initiation of regional transportation funding mechanisms.

- J. Through open information sharing, provide regional coordination and funding of transportation projects.

3. THE PROCEDURES AND BYLAWS FOR THE GVRTC ARE AS FOLLOWS:

- A. The GVRTC is to act as a regional transportation planning committee that sets and recommends transportation policy for regional initiatives, regional priorities and regional projects, as contemplated by 23 USC §§ 134 and 135.
- B. The GVRTC will seek the advice and technical support of the respective staffs of the parties, which staffs together are called the Technical Advisory Committee (“TAC”), for technical analysis in all decisions. Until separate rules or bylaws are adopted for the TAC, the TAC shall continue to operate on the informal basis that has been the case for many years.
- C. The GVRTC shall adopt:
 - 1. Annual Unified Planning Work Program (UPWP) and any amendments. [23 CFR 450.310]
 - 2. Annual Transportation Improvement Program (“TIP”). [23 CFR 450.324]
 - 3. The 20 year long range transportation plans, as required by federal and state law. [23 USC §§ 134 and 135; 43-1-1101 *et seq.* C.R.S.].

4. THE GVRTC HAS THE AUTHORITY TO:

- A. Recommend such day-to-day and other administrative decisions and plans of the RTPO staff that would not usurp the policy and fiscal decisions reserved to the parties.
- B. Develop and communicate with federal, state and other interested parties regarding the adopted plans and policies of the parties, such as are listed in (C), above.
- C. Act as the administrative head and recommending authority for:
 - 1. Non-policy decisions and work relating to the MPO, TPR, and GVT.

2. The annual contracts with CDOT to execute the Consolidated Planning Grant (CPG).
 3. The Regional Planning contracts (RPC) that fund the execution of the UPWP. [23 CFR 450.200, *et seq.* and 23 CFR Section 450.300 *et seq.*]
- D. Act as the policy-making authority for the GVT including having recommendation authority over budget, operations and administration of the GVT to the Board of Commissioners.
 - E. Recommend levels of local match for administration, capital projects and operations of the GVT to the Members. "Members" shall hereinafter mean "the parties hereto."
 - F. Recommend to the Members levels of match for CDOT Consolidated Planning Grant contracts to the Members.

5. MEMBERSHIP AND RELATED RULES:

Each party to this Agreement is a Member of the GVRTC. The Members may allow other entities, persons and stakeholders to fully participate in all or a portion of the activities and functions of the GVRTC, but to add a voting Member, this Agreement must be amended. The GVRTC shall act by majority vote of its Members.

6. MEMBERSHIP RULES

- A. The GVRTC may impose such conditions upon each new Member as it deems necessary to preserve the structure and integrity of the GVRTC, including, but not limited to, requiring financial support for its continued operation.
- B. A Member may withdraw from the GVRTC (and thereby terminate this Agreement with regard to such Member) upon the giving of not less than sixty (60) days written notice to the Chair of the GVRTC. No such withdrawal shall serve to excuse the payment of any sums or performance of any obligations agreed to be paid prior to the withdrawal.
- C. Each Member shall act through its designated representative, a designated alternate who shall act in the absence of the representative, or in the absence of both the representative and the alternate, another designee. Each Member shall determine, pursuant to each Member's own rules and requirements, the qualifications and designations of such Member's representative, alternate and designee.

D. Representation by Others:

1. The GVRTC may approve state, federal and other public or private members upon a unanimous vote of the GVRTC. Such memberships may be granted for one or more issues, subjects or other particular purposes. The GVRTC may terminate any such membership at any time without cause being stated.
2. Other public or private entities involved in transportation or transit may participate in meetings as determined by the majority vote of the members of the GVRTC. A majority of the Members of the GVRTC may terminate such participation at any time without cause being stated.
3. The Chair of the GVRTC or the TAC or other officer may require that any person who desires to participate as a Member or other member must provide written evidence of authority from the Member.

E. Officers, Meetings.

1. The officers of the GVRTC shall consist of a Chair and a Vice Chair who shall not be representatives of the same Member.
2. Each officer will serve a term of one (1) year, with the term to run from June 1 through May 31. Nominations and election of officers will be held during the first meeting held in June. The majority vote of the Members present at the time of the vote will determine the officers.
3. Vacancies in any office may be filled by a majority vote of the Members at any regular meeting of the GVRTC.
4. The duties of the officers shall be as follows:
 - a. The Chair shall preside at all meetings of the GVRTC.
 - b. The Vice Chair shall serve in the absence of the Chair, and, in addition, shall assist the Chair and perform such other duties as may be assigned by the GVRTC, or Chair.
 - c. The Chair will represent the GVRTC on the State Transportation Advisory Committee to review Regional and State transportation plans, amendments, and updates to the State Plan. [2 CCR 604-2]
 - d. The Chair will advise CDOT on the needs of the transportation system in Colorado.

e. The Chair, or in the Chair's absence, the Vice Chair, may designate another to act in his/her stead.

5. The Director of the RTPO, and his/her staff, shall act as the secretary and treasurer for the GVRTC. The secretary and treasurer shall not be considered "officers" for the purposes of this Agreement.

F. Meetings and Voting.

1. The GVRTC shall meet monthly, at a time and place established at the previous meeting of the GVRTC, or at a time and place determined by an officer, with reasonable notice to all Members and to the public. Public notices for the GVRTC shall be given by the Director at the RTPO offices.

2. An officer may call meetings at other times and locations as may be needed.

3. All meetings will be open to the public and each Member shall post in conformity with the open meetings laws. § 24-6-401 and §24-72-101, *et seq.*, C.R.S.

4. The GVRTC may vote to go into executive session for any purpose authorized and consistent with the Colorado Open Meetings Law. §24-6-401, *et seq.*, C.R.S.

5. All votes must be performed in person by the Representative, Alternate or designee of a Member.

6. Three or more Members shall constitute a quorum.

G. Appeals.

1. Any Member can veto any GVRTC decision or action by a majority vote of the Member's governing board if such vote is within 30 days of the GVRTC decision or action.

2. If a veto occurs, the Member shall notify the Chair and RTPO Director within two (2) business days (in case the veto occurs on a Friday) twenty-four (24) hours of the veto, and shall thereafter forthwith consult in good faith with the other Members, to obtain a reasonable remedy or resolution.

3. The issue will not be resolved, and the decision or action shall be held in abeyance, until all Members have reached agreement, at which point the Members shall vote again to decide the issue or to take action.
4. Any other objections to items of consideration by the GVRTC will be handled through the procedures established by the Members from time-to-time.

H. Technical Advisory Committee.

1. A Technical Advisory Committee (TAC) comprised of the staff of the Members, and other experts and persons with expertise, is established.

The TAC shall provide technical recommendations and policy advice to the GVRTC. [2 CCR 604-2].

2. The Members shall determine from time-to-time, by either formal or informal means, who shall serve and participate as a member of the TAC. Normally, the members of the TAC would include staff from counties, municipalities, state and federal agencies and/or from any public and private entities involved in transportation or transit.
3. The TAC shall be responsible for reviewing and recommending for approval by the GVRTC the following:
 - a. Unified Planning Work Program and amendments. [23 CFR 450.314].
 - b. Transportation Improvement Programs and amendments consisting of projects utilizing federal and state funds and reflective of the jurisdiction they represent.
 - c. Long range regional transportation and transit plans.
 - d. Policies and programs as may be directed by the GVRTC.
 - e. Any CDOT requests for ranking of regional transportation projects.
4. The TAC shall conduct its business within the guidelines established by GVRTC from time-to-time. The TAC shall make its recommendations to the GVRTC, based on a majority of the members attending the TAC meeting.
5. Meeting locations of the TAC will be determined by the TAC members. Notice thereof shall be given by the Director and shall be posted at the RTPPO offices.

6. The TAC shall conduct meetings at least quarterly.
7. The Director of the RTPO, or his or her designee, shall serve as Chair of the TAC.

I. Sub-Committees.

1. The GVRTC may establish working sub-committees as is necessary and shall provide for the appointment of the membership of said committees. These appointments shall be in accordance with state and/or federal requirements.

J. Staffing and Support.

1. The administration and coordination of the needs of the GVRTC shall be provided by the RTPO staff.
2. To provide for the operation of the GVRTC activities, the RTPO Director shall act as staff support of the GVRTC. The Director shall appoint and assign titles and duties to the RTPO staff for the completion of GVRTC activities.
3. The RTPO Director will be appointed and supervised by the Mesa County Administrator.
4. Mesa County will enter into contracts with CDOT for planning funding and with a transit operator for operations of GVT.
5. Mesa County shall act as the budget authority for the GVRTC and the RTPO.
6. The Director shall be the custodian of records for the GVRTC.

K. Budget, Finance and Administrative Services.

1. Each year the GVRTC shall recommend to the Mesa County Board of Commissioners ("BOCC"), a budget for the operation of the GVRTC.

2. Administrative costs related to the GVRTC and RTPO operations and costs for activities shown below shall be clearly separate from costs for technical studies or activities which benefit particular Members.
3. The GVRTC shall recommend to its Members joint funding for the administrative costs of the GVRTC, after appropriate federal and state grants are spent.
4. Examples of administrative activities of the RTPO are:
 - a. Maintain and distribute the GVRTC meeting minutes.
 - b. Make necessary meeting arrangements.
 - c. Compile information for GVRTC consideration.
 - d. Prepare applications and contracts for “pass-through” federal and/or state grants.
 - e. Prepare billings under federal and state grants.
 - f. Conduct audits as indicated by federal and state laws and regulations.
 - g. Maintain financial records adequate to sustain such audits.
 - h. Provide administrative support for the GVRTC in its role as an MPO, TPR and as the contract transit service administrator.
 - i. Participation in the State Transportation Advisory Committee, as directed by GVRTC.
 - j. Coordinate information exchange between the Members and their staff, CDOT, FHWA, FTA, State and federal legislators.
 - k. Other administrative duties as needed by the GVRTC.
 - l. Prepare a recommended budget through the Unified Planning Work Program, for review by the GVRTC. The budget year shall follow timelines required by federal and state contracts.
5. No Independent Powers.
 - a. The GVRTC is not empowered to contract for, or accept grants, funds, gifts or services from any federal, state, local public or private source or in connection with any program or purpose of which the GVRTC exists.
 - b. For contracts and purchases other than described above, the GVRTC shall work through the Mesa County Purchasing Department, as approved by the BOCC.
 - c. GVRTC shall have no power to neither borrow any money nor pledge any assets.

6. Mesa County shall provide the GVRTC with the financial, auditing and other services required by law including an annual audit of GVRTC's financial transactions and expenditures, or as otherwise required by law.
7. Project costs not deemed by the GVRTC to be administrative in nature shall be paid by the Member benefiting from the project.
8. The benefiting Members shall pay any local match required by a state or federal grant. The GVRTC shall decide which Members benefit by agreement between the GVRTC and the benefiting Members.
9. Mesa County shall be the financial, human resources, purchasing, and budgetary authority for the GVRTC.

L. Repeal of prior agreements and resolutions.

1. All other resolutions and agreements adopted by Grand Junction and Mesa County which are in conflict herewith, including but not limited to the Memorandum of Agreement between the City of Grand Junction and Mesa County signed on July 2, 1984, are hereby repealed.

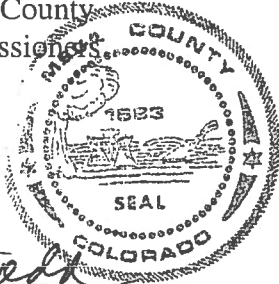
IN WITNESS WHEREOF, this Agreement has been executed the day and year first above written.

THE COUNTY OF MESA, COLORADO

By:

Kathryn H Hall 12-17-2002

Kathy Hall, Chair, Mesa County Board of County Commissioners



ATTEST:

Melissa Todd

THE CITY OF GRAND JUNCTION, COLORADO

By:

Cindy Enos - Matty

Cindy Enos Martinez, Mayor Grand Junction City Council

ATTEST:

Stephanie Lunn

THE CITY OF FRUITA, COLORADO

By:

E. James Adams

E. James Adams, Mayor City of Fruita City Council

ATTEST:

Margaret Eubank

THE TOWN OF PALISADE, COLORADO

By:

Seraldine L. Burdick

~~Dean Smith~~, Mayor pro tem Town of Palisade, Board of Trustees

ATTEST:

Judy Lockwood

