Transportation Policy and Planning Agreement
between the
Transportation Policy Board of the Nashville Area MPO
and the
Greater Nashville Regional Council

Part A. Purpose of Agreement

The purpose of this document is to formalize an agreement between the Transportation Policy Board of the Nashville Area Metropolitan Planning Organization (MPO) and the Greater Nashville Regional Council (GNRC) for the administration of the federally-required metropolitan planning process across the designated Metropolitan Planning Area in accordance with the provisions of Title 23, Part 450 of the Code of Federal Regulations.

Part B. Terms of the Agreement

1. Authority of the Transportation Policy Board

   a. The MPO was established in 1970 by the Tennessee Highway Department and the Metropolitan Government of Nashville-Davidson County in response to requirements set forth by the Federal-Aid Highway Act of 1962 mandating that the nation's urban areas carry-out a comprehensive, cooperative, and continuing transportation planning process as a condition of federal transportation funding.

   b. The Transportation Policy Board (TPB) is the policy-making body of the MPO and serves as a central forum for cooperative transportation decision-making in accordance with the provisions of Title 23, Part 450 of the Code of Federal Regulations.

   c. The TPB, as empowered by federal law, has the authority to oversee the development and adoption of regional transportation plans and improvement programs for the metropolitan planning area which it represents and to use the staff resources of other agencies, non-profit organizations, or contractors to develop metropolitan transportation plans and programs.

   d. The authority of the TPB is limited to the adoption of plans and programs and to the oversight of the metropolitan planning process, and relies on a partnership with a Sponsor Agency for professional staffing services, fiscal management, and contracting authority.

   e. The TPB, to the extent provided for in this agreement and as bound by statute or contract, designates the GNRC to serve as the MPO's Sponsor Agency to provide the necessary capacity to carry-out the metropolitan transportation planning process.
2. Designation of GNRC as the MPO Sponsor Agency

a. The GNRC is a public body corporate and politic created pursuant to Title 64, Chapter 7, Part 1, Tennessee Code Annotated, as amended (the Act). The powers and duties of the Council are established by the Act and include regional transportation planning and coordination to prepare for expected growth and development.

b. The GNRC, to the extent provided for in this agreement and as bound by statute or contract, shall administer the metropolitan planning program on behalf of the TPB of the MPO to include the development of the following plans and programs, and any others required by federal or state law.

i. Regional Transportation Plan (RTP) - A financially balanced 25-year multimodal transportation plan that leads to the development of an integrated intermodal transportation system that facilitates the efficient movement of people and goods. The plan is developed/updated and approved by the MPO at least every four years. (23 CFR 450.322)

ii. Transportation Improvement Program (TIP) - A financially balanced, staged, multi-year intermodal program of transportation projects covering a metropolitan planning area which is consistent with the RTP. The TIP is developed in cooperation with the State and any affected public transportation operators. The TIP must be updated at least every four years and must cover a period or not less than four years. The TIP must be approved by the MPO transportation policy board and Governor. The TIP must then be incorporated directly or by reference into the State TIP. (23 CFR 450.324, 450.326(b))

iii. Unified Planning Work Program (UPWP) - A document developed annually and adopted by the MPO describing planning activities to be performed in the next fiscal year; in sufficient detail to indicate who will perform the work, the schedule for completion, associated budget and the products that it will produce. (23 CFR 450.308(c))

iv. Public Participation Plan (PPP) – A document that provides the general public and interested parties with an overview of the public involvement process involved in carrying out the metropolitan transportation planning process. This includes information about the strategies deployed to engage the public and stakeholders, and the specific timelines and requirements for public comment during the development and adoption of the MPO’s plans and programs.

v. Transportation Planning Prospectus – A document that presents an overview of the MPO, its organizational structure and responsibilities, and the procedures used to carry out the federally-mandated transportation planning process in the Nashville region. The prospectus also provides a summary of other agencies involved in regional planning activities and includes the Bylaws of the MPO’s governing body known as the Transportation Policy Board.
c. In administering the metropolitan planning process on behalf of the Transportation Policy Board, the GNRC shall provide the following services:

   i. Executive management and administration,

   ii. Professional planning and engineering,

   iii. Legal counsel,

   iv. Fiscal management,

   v. Procurement and contracting,

   vi. Required reporting.

3. Approval Process for MPO Plans and Programs

   a. All MPO plans and programs shall be approved by the TPB in accordance with the procedures outlined in the adopted Public Participation Plan to include the participation of the Technical Coordinating Committee, interested stakeholders, and members of the general public.

   b. In no instance shall the governing body of the GNRC act on behalf of the TPB in the adoption of MPO plans and programs, however GNRC shall be permitted to incorporate such plans and programs into other regional documents.

4. Staffing Services

   a. The GNRC management team, working in coordination with the MPO’s Planning Oversight Committee (POC), shall be responsible for ensuring that the MPO program is sufficiently staffed, subject to federal funding availability, to carry-out the MPO planning activities outlined in the adopted UPWP. In meeting this requirement, the GNRC shall present a staffing plan to the POC during the development of the annual UPWP in order to negotiate any necessary changes prior to its adoption.

   b. The GNRC shall employ a qualified professional to serve as the MPO Coordinator to manage the day-to-day operations of the MPO program as directed by the adopted Unified Planning Work Program (UPWP).

   c. The GNRC shall ensure that members of the POC are provided an opportunity to participate in the standard performance evaluations conducted by GNRC management, no less than annually, of the staff member serving as MPO Coordinator. Any decision to terminate the staff member serving as MPO Coordinator on the basis of unsatisfactory professional performance shall be made by GNRC in cooperation with the POC. As the employer, the GNRC is authorized to terminate the person serving as MPO Coordinator independent of the POC in instances involving illegal activity or for continued non-compliance with GNRC personnel policies and procedures.
d. In the event that the staff member serving as MPO Coordinator is no longer available to fulfill those duties, the GNRC shall be responsible for working with the POC to prepare a job posting to be advertised to internal and external candidates according to GNRC hiring policies and procedures.

e. GNRC will evaluate resumes to identify qualified candidates and ensure that members of the POC are provided an opportunity to participate in interviews with the selected finalists. The GNRC shall obtain approval from the Committee prior to offering employment to the selected candidate. The compensation package will be defined based on the GNRC pay and benefit plan, with the starting salary level determined by level of experience and funding availability.

f. The staff member serving as MPO Coordinator and all other staff providing services in support of the MPO program are considered employees of the GNRC and shall abide by all GNRC personnel policies and procedures including those related to compensation, time and attendance, professional conduct, non-discrimination, drug and alcohol abuse, outside employment, among others.

g. The administrative support services needed to sustain the business of the MPO including legal services, human resources, finance and accounting services, and information technology shall be provided by GNRC and reimbursed from available state and federal grants for MPO activities and/or local revenue generated through MPO membership contributions. The costs of such services may be included in the calculated indirect cost rate charged to planning grant contracts.

5. Procurement and Contracts

a. GNRC is authorized to enter into contracts on behalf of the TPB in order to accept federal and state grants that fund MPO planning activities identified in the adopted Unified Planning Work Program (UPWP).

b. GNRC is authorized to enter into contracts and legal agreements on behalf of the TPB in order to procure consultant services to carry out activities identified in the UPWP. Such contracts shall meet all applicable state and federal laws and regulations imposed on programs funded with state and federal grants.

c. Any professional services contract using federal grant funds for MPO purposes must be associated with activity listed in the UPWP prior to execution. An amendment to the UPWP may be required prior to the procurement of services.

d. All contracts or legal agreements made on behalf of the TPB shall carry the signature of the chair of the TPB in addition to any signatures required by GNRC contracting and procurement policies and the policies.

e. Procurement of professional services, vendors, or tangible goods shall be carried out in accordance with the relevant policies and procedures of the GNRC and comply with the applicable federal and State law or regulations.
f. GNRC shall provide members of the TPB an opportunity to participate on the selection committee for procurements made on a competitive basis through a formal request for proposals.

6. Equipment and Property

a. Office equipment and technology hardware and software purchased solely with MPO federal planning grant funds and/or MPO membership dues shall be identified in the GNRC inventory as the property of the MPO.

b. Real property, furniture and fixtures, and other equipment purchased by funds outside of the MPO program shall remain under the ownership of the GNRC even if used for the benefit of the MPO program and regardless of any cost-sharing arrangement made with the MPO.

7. Financial Management and Program Monitoring

a. GNRC shall prepare an annual budget for the MPO program as part of the development of the Unified Planning Work Program (UPWP). The budget shall include anticipated staff and consultant expenses for the upcoming federal fiscal year (OCT-SEPT) and the revenue generated from membership dues. The draft UPWP shall be presented to the Transportation Policy Board in May, with adoption scheduled for August.

b. GNRC shall provide MPO members notice of proposed dues in February, along with any justification for changes in rates. GNRC will seek approval of MPO dues rates in May as part of its presentation of the draft UPWP. MPO dues will be billed in July and included as an itemized line item on the invoice for GNRC membership dues. Dues shall be payable by October 1 of the same calendar year to coincide with the beginning of the federal fiscal year.

c. GNRC will account for cash generated by MPO membership dues as a separate line item in the GNRC financial system. Any interest earned on MPO cash shall be retained by GNRC in order to offset the cost of any interest paid by GNRC to cover costs incurred on behalf of the MPO in advance of reimbursement by MPO planning grant contracts.

d. In order to ensure consistency with the adopted UPWP, all consultant invoices billed to GNRC for MPO activities shall be reviewed and approved by the POC prior to GNRC payment.

e. In addition to providing monthly financial reports to the GNRC Executive Committee for all GNRC-hosted programs, the GNRC Finance Department shall also provide monthly financial reports on MPO activities to the POC. All GNRC monthly financial reports are made available on the GNRC website.

f. GNRC shall maintain and make available to the POC upon request, financial records pertaining to the MPO program including employee timesheets, cost allocations to the MPO program funds for payroll and other direct expenses, and invoices paid for professional service contracts issued on behalf of the MPO.
g. The GNRC shall provide to the POC a copy of the annual independent audit filed with the 
Tennessee Comptroller and the annual indirect cost rate proposal submitted for approval 
by its cognizant agency.

h. GNRC shall provide the POC copies of all programmatic and financial audits of the MPO 
program conducted by the state or federal agencies including the federal certification 
review conducted by the Federal Highway Administration and the Federal Transit 
Administration every four years. Such audits shall be used by the POC for the purposes 
of monitoring the quality and effectiveness GNRC’s administration of the MPO program.

Part C. Effective Period

This Agreement shall remain in effect until either party notifies the other in writing that the Agreement is 
no longer suitable. If or when this occurs, the parties agree to meet as soon as practicable to discuss 
possible modifications to the Agreement, or to develop a plan to transition the role of Sponsor Agency to 
another organization.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement, effective as of the 
20th day of September, 2017.

NASHVILLE AREA METROPOLITAN PLANNING ORGANIZATION:

Chair, Transportation Policy Board

Chair, Planning Oversight Committee

GREATER NASHVILLE REGIONAL COUNCIL:

President

Executive Director & Secretary

Approved as to Form and Legality:

Chief Legal Counsel

Transportation Policy and Planning Agreement as endorsed on August 30, 2017