

**MPO MEMORANDUM OF UNDERSTANDING  
FOR  
CONTINUING, COOPERATIVE AND COMPREHENSIVE TRANSPORTATION  
PLANNING**

Between

THE TOWN OF BERMUDA RUN, TOWN OF BETHANIA, VILLAGE OF CLEMMONS,  
TOWN OF KERNERSVILLE, CITY OF KING, TOWN OF LEWISVILLE, TOWN OF  
MIDWAY, TOWN OF RURAL HALL, VILLAGE OF TOBACCOVILLE, TOWN OF  
WALKERTOWN, TOWN OF WALLBURG, CITY OF WINSTON-SALEM, DAVIDSON  
COUNTY, DAVIE COUNTY, FORSYTH COUNTY, STOKES COUNTY, THE  
WINSTON-SALEM TRANSIT AUTHORITY (WSTA), AND THE NORTH CAROLINA  
DEPARTMENT OF TRANSPORTATION (hereinafter collectively, "the parties"),  
IN COOPERATION WITH THE UNITED STATES DEPARTMENT OF  
TRANSPORTATION

WITNESSETH;

THAT WHEREAS, the parties desire to enter into a Memorandum of Understanding for Cooperative, Comprehensive, and Continuing Transportation Planning, regarding the Winston-Salem Area Transportation Planning Organization (MPO); and

WHEREAS, each MPO is required to develop a Metropolitan Transportation Plan in cooperation with NCDOT and in accordance with 23 U.S.C., Section 134, and a Comprehensive Transportation Plan as per Chapter 136, Article 3A, Section 136-66.2(a) of the General Statutes of North Carolina, and any subsequent applicable amendments to these statutes and any implementing regulations; and

WHEREAS, these transportation plans, once adopted by the MPO and NCDOT, shall be the basis for future transportation improvements within the MPO; and

WHEREAS, it is the desire of these parties that all prior MPO Memoranda of Understanding between the parties be superseded and replaced by this Memorandum of Understanding.

NOW THEREFORE, the following Memorandum of Understanding is made:

**Section 1:** Establishment of Winston-Salem Area Transportation Planning Organization

It is hereby agreed that the parties, in cooperation with the UNITED STATES DEPARTMENT OF TRANSPORTATION, will participate in a continuous planning process as related in the following paragraphs:

1. The area involved, the Winston-Salem Area Transportation Planning Organization Metropolitan Planning Area, will be the Winston-Salem Urbanized Area as defined by the United States Department of Commerce, Bureau of the Census, including that area beyond the existing urbanized area boundary that is expected to become urban within a twenty-year planning period. This area is hereinafter referred to as the Metropolitan Planning Area (MPA).
2. The MPA will be periodically reassessed and revised in the light of new developments and basic data projections.
3. Transportation planning will be a continuing, comprehensive, and cooperative process and all planning discussions will be reflective of and responsive to the programs of the NCDOT, and to the comprehensive plans for growth and development of the Davidson, Davie, Forsyth and Stokes Counties, and the municipalities of Bermuda Run, Bethania, Clemmons, Kernersville, King, Lewisville, Midway, Rural Hall, Tobaccoville, Walkertown, Wallburg, Winston-Salem, and any municipalities added to this document per Section 6 of this document, with attention being given to cooperative planning with adjacent MPOs (Greensboro and High Point), adjacent RPOs (Northwest Piedmont and Piedmont Triad), the Piedmont Authority for Regional Transportation (PART) and Winston-Salem Transit Authority (WSTA).
4. The continuing transportation planning process will be in accordance with the intent, procedures, and programs of Title VI of the Civil Rights Act of 1964, as amended.
5. Transportation policy decisions within the planning area are the responsibility of the MPO in cooperation with the Bermuda Run Town Council, Bethania Town Council, Clemmons Village Council, Kernersville Town Council, King City Council, Lewisville Town Council, Midway Town Council, Rural Hall Town Council, Tobaccoville Town Council, Walkertown Town Council, Wallburg Town Council, Winston-Salem City Council, Davidson County Board of Commissioners, Davie County Board of Commissioners, Forsyth County Board of Commissioners, Stokes County Board of Commissioners, Winston-Salem Transit Authority (WSTA) Board, and the NCDOT.
6. Transportation plans and programs and land use policies and programs, for the MPA, having regional impacts will be coordinated with MPOs and RPOs that share a boundary with the MPO, the Piedmont Authority for Regional Transportation (PART), and other municipalities and counties in the region.

## **Section 2:** Establishment of a Transportation Advisory Committee

A Winston-Salem Area Transportation Planning Organization Transportation Advisory Committee, hereinafter referred to as the TAC, is hereby established with the responsibility for serving as a forum for cooperative transportation planning decision making for the MPO. The TAC is the policy board of the MPO. By definition, in 23 U.S.C. §134(b)(2), the TAC is the MPO.

1. The TAC shall consist of representatives appointed by member Boards of Local Government and a member of the North Carolina Board of Transportation (BOT). Each member Board of Local Government and the BOT may also, at its sole discretion, appoint an alternate member to serve in the member's absence. The TAC representative and the alternate member appointed by Boards of Local Government must be an elected official of the appointing Board of Local Government.
2. Every voting TAC member and alternate shall comply with the State Government Ethics Act as per Chapter 138A of the NC General Statutes and the Ethics provisions of Chapter 136-200.2 of the NC General Statutes.
3. The TAC members shall have the responsibility for keeping their respective Boards of Local Government informed of the status and requirements of the transportation planning process; assisting in the dissemination and clarification of the decisions, inclinations, and policies of the boards; and ensuring meaningful public participation in the transportation planning process.
4. The TAC, in cooperation with NCDOT, will be responsible for carrying out the provisions of 23 U.S.C. 134 and NC General Statutes, Chapter 136, including, but not limited to:
  - a. Review and approval of the MPO Unified Planning Work Program, which defines work tasks and responsibilities for the various agencies participating in the transportation planning process;
  - b. Review and approval of changes to the Urbanized Area Boundary and the Metropolitan Planning Area Boundary;
  - c. Review and approval of the MPO's Transportation Improvement Program (TIP) for multi-modal capital and operating expenditures and to ensure coordination between local and State capital and operating improvement programs;

- d. Endorsement, review and approval of changes to the MPO's adopted Metropolitan Transportation Plan and Comprehensive Transportation Plan. As required by the North Carolina General Statutes Section 136-66.2(d), revisions to the Comprehensive Transportation Plan must be adopted by both the MPO and the NCDOT;
  - e. Review and approval of the Public Participation Plan to ensure the public is given ample opportunity to participate in the transportation planning process.
  - f. Development and approval of the Congestion Management Process, the regionally-accepted approach for identifying and implementing strategies to manage congestion that meet State and local needs.
  - g. Endorsement, review and approval of changes to the Federal-Aid Functional Classification System and the Winston-Salem adjusted urbanized area;
  - h. Establishment of goals and objectives for the transportation planning process;
  - i. Provide local input to North Carolina's transportation project prioritization process; and
  - j. Adoption of Bylaws for the purpose of establishing operating policies and procedures.
  - k. Any other NCDOT, State, and/or Federal required plans and/or documentation, including amendments or modifications to these documents
5. TAC Members will vote on matters pursuant to the authority granted by their respective governmental body. The voting membership of the TAC shall include: three (3) elected officials from the City of Winston-Salem, one of whom shall be the Mayor, two (2) elected officials from Forsyth County Board of Commissioners, one (1) elected official from the Davidson County Board of Commissioners, one (1) elected official from the Davie County Board of Commissioners, one (1) elected official from the Stokes County Board of Commissioners, one (1) member of the North Carolina Board of Transportation (NCBOT), one (1) member of the Board of Directors for the Winston-Salem Transit Authority (WSTA), and one (1) elected official from each of the following municipalities: Town of Bermuda Run, Town of Bethania, Village of Clemmons, Town of Kernersville, City of King, Town of Lewisville, Town of Midway, Town of Rural Hall, Village of Tobaccoville, Town of Walkertown, Town of Wallburg, and any municipalities joining the MPO by becoming party to this agreement. Voting members shall each have one vote, except in cases where weighted voting has been called. A majority vote of the quorum present shall be sufficient for approval of matters coming before the TAC

with the exception that any voting member may invoke weighted voting provisions on any matter. When a weighted vote is taken, a majority of the total weighted votes present at the meeting will be required for a motion to pass. A weighted vote may not be split by the representative casting the vote. A weighted voting schedule shall be adopted as part of the TAC by-laws. Weighted votes shall be apportioned based on population as the most recent decennial census with a minimum of one (1) vote per voting member.

<b>Governmental Body</b>	<b>Voting Status</b>	<b>Number of Votes (unweighted)</b>	<b>Weighted votes (remove if not applicable)</b>
City of Winston-Salem	Yes	3	45
Town of Bethania	Yes	1	1
Town of Bermuda Run	Yes	1	1
Village of Clemmons	Yes	1	5
Town of Kernersville	Yes	1	6
City of King	Yes	1	2
Town of Lewisville	Yes	1	3
Town of Midway	Yes	1	1
Town of Rural Hall	Yes	1	1
Village of Tobaccoville	Yes	1	1
Town of Walkertown	Yes	1	1
Town of Wallburg	Yes	1	1
Davidson County	Yes	1	6
Davie County	Yes	1	3
Forsyth County	Yes	2	12
Stokes County	Yes	1	4
Winston-Salem Transit Authority Board	Yes	1	2
NCDOT Board of Transportation	Yes	1	5
<b>Total number of voting members</b>		<b>21</b>	<b>100</b>

Representatives from each of the following bodies will serve as non-voting members of the TAC:

<b>Organization</b>	<b>Voting Status</b>
Federal Highway Administration (FHWA) North Carolina Div.	No
Chairman of City-County Planning Board (CCPB)	No
Chairman of the Forsyth County Airport Commission	No
Assistant Director of Transportation / TPO Administrator (TAC Secretary)	No

6. On the basis of majority vote, the TAC may appoint a member of the Committee to act as Chairperson with the responsibility for coordination of the Committee's activities. A staff member of the City of Winston-Salem/Winston-Salem Area Transportation Planning Organization will serve as Secretary to the Committee. A member of any local elected board may serve as an alternate to the designated TAC member for each member. The MPO staff shall be notified of changes in TAC members and TAC alternate members each year and/or as changes are made. As established in its Bylaws, the TAC may create subcommittees to assist it in carrying out its responsibilities. TAC will meet with the necessary regularity to ensure adequate performance of duties as described herein.

### **Section 3:** Establishment of a Technical Coordinating Committee

**A Technical Coordinating Committee (TCC)** shall be established with the responsibility of general review, guidance, and coordination of the transportation planning process for the planning area and with the responsibility for making recommendations to the respective local and State governmental agencies and the TAC regarding any necessary actions relating to the continuing transportation planning process.

1. The TCC shall be responsible for development, review and recommendation for approval by the TAC of the Unified Planning Work Program, Transportation Improvement Program, Metropolitan Planning Area Boundary, Metropolitan Transportation Plan, Comprehensive Transportation Plan, Public Participation Plan, and any other NCDOT, State, and/or Federal required plans and/or documentation, including amendments or modifications to these documents.

2. Membership of the TCC shall include technical representatives from all local and State governmental agencies directly related to and concerned with the transportation planning process for the planning area. The TCC shall be comprised of the following members (or their designee):

<b>TCC Member Organization</b>	<b>Voting Status</b>	<b>No. of Votes</b>
City of Winston-Salem Department of Transportation (WSDOT)	Yes	1
City of Winston-Salem	Yes	1
Winston-Salem/Forsyth County City-County Planning Board	Yes	2
Winston-Salem Area TPO Administrator	Yes	1
Forsyth County Office of Environmental Assistance and Protection	Yes	1
NCDOT Transportation Planning Division	Yes	1
NCDOT Division Nine	Yes	1
Town of Bermuda Run	Yes	1
Town of Bethania	Yes	1
Village of Clemmons	Yes	1
Town of Kernersville	Yes	1
City of King	Yes	1
Town of Lewisville	Yes	1
Town of Midway	Yes	1
Town of Rural Hall	Yes	1
Village of Tobaccoville	Yes	1
Town of Walkertown	Yes	1
Town of Wallburg	Yes	1
Davidson County	Yes	1
Davie County	Yes	1
Forsyth County	Yes	1
Stokes County	Yes	1
Piedmont Authority for Regional Transportation (PART)	Yes	1
Winston-Salem Transit Authority (WSTA)	Yes	1
Northwest Piedmont Rural Planning Organization	Yes	1
Smith Reynolds Airport	Yes	1
Municipalities joining the MPO by becoming party to Memorandum of Understanding (MOU)	Yes	1
<b>Total number of voting members</b>		<b>27</b>

Representatives from each of the following bodies will serve as non-voting members of the Technical Coordinating Committee:

<b>TCC Non-Voting Member Organization</b>	<b>Voting Status</b>
Integrated Mobility Division, NCDOT	No
North Carolina Division, Federal Highway Administration (FHWA)	No
High Point Metropolitan Planning Organization	No

In addition to the voting and non-voting membership listed above, the TCC shall invite officials responsible for other types of planning activities that are affected by transportation in the area (including State and local planned growth, economic development, environmental protection, and freight movement) to coordinate their planning process, to the maximum extent practicable, with MPO planning activities. Such organizations may include, but are not limited to:

- Federal Transit Administration
  - Federal Railroad Administration
  - NCDOT Rail Division
  - North Carolina Trucking Association
3. The TCC shall meet when it is deemed appropriate and advisable, but will meet with the necessary regularity to ensure adequate performance of duties as described herein. On the basis of majority vote of its membership, the TCC may appoint a member of the Committee to act as Chairperson with the responsibility of coordination of the Committee's activities. On the basis of majority vote of its membership, the TCC may also appoint a Vice-Chair to lead meetings in the absence of the Chair. Membership to the TCC may be altered on the basis of a majority vote of its membership, provided all agencies with TAC membership are represented. TCC membership changes must be approved by TAC.

#### **Section 4:** MPO Meetings

The TAC and TCC, as well as any established subcommittees, are responsible for carrying out the provisions of North Carolina General Statute Chapter 143, Article 33C regarding open meetings, and Chapter 132 regarding public records. In addition:

1. A quorum is required for transaction of all business, including conducting meetings or hearings, participating in deliberations, or voting upon or otherwise transacting public business. A quorum consists of 51% of the members of the TAC or TCC, plus as many additional members as may be required to ensure that 51% of possible votes are present. Vacant seats will not count against the quorum.

2. Members or alternates should be identified by name on the meeting attendance log.
3. Per NCGS 143-318.13, regarding TCC and/or TAC meetings that are held by use of conference telephone or other electronic means, the LPA shall provide a location and means whereby members of the public may listen to the meeting.
4. Electronic meetings and voting are allowed as long as proper public notice is given and meeting materials are available to the public upon request. Minutes of meetings at which remote participation occurs should reflect which members are physically present and which are not. They should also reflect when members are excused from voting or are excused to leave or rejoin the meeting, just as they would for members who are physically present.
5. Any member who does not attend two consecutive TAC/TCC meetings will not be included as part of the membership needed to obtain a quorum after the second meeting. Membership, however, is immediately reinstated by the presence of the most recently appointed member (or his alternate) at any future meeting.

#### **Section 5:** Lead Planning Agency Responsibility

The City of Winston-Salem Department of Transportation shall serve as the Lead Planning Agency and will provide the staff of the MPO, including a Secretary to the TAC and the TCC. As such, City of Winston-Salem Department of Transportation staff will maintain the official records of the MPO and all state and federal reporting and budgetary requirements in cooperation with the NCDOT staff. The City of Winston-Salem Department of Transportation will further assist in the transportation planning process by providing planning assistance, data and inventories in accordance with the Unified Planning Work Program. Additionally, the City of Winston-Salem Department of Transportation shall coordinate zoning and subdivision approvals within its jurisdiction in accordance with the adopted Comprehensive Transportation Plan.

The City of Winston-Salem Department of Transportation will be responsible for initially expending locally derived funds and seeking reimbursement from NCDOT in accordance with the respective funding source.

The City of Winston-Salem Department of Transportation will be responsible for the following functions:

1. Providing a secretary for the TAC and the TCC

2. Arranging meetings and agenda
3. Maintaining minutes and records
4. Preparing a Prospectus and Unified Planning Work Program
5. Serving as custodian of all MPO plans and documents
6. Collecting from local governments minutes and resolutions that document transportation plan revisions, and submitting these for mutual adoption by the NCDOT
7. Monitoring the transportation planning process to ensure its execution is in accordance with the MPO goals and objectives
8. Performing other coordinating functions as assigned by the TAC as needed
9. Lead responsibility for structuring public involvement in the transportation planning process
10. Preparation of the PL Expenditure Report and other grant/fund management.

The NCDOT will assist in the transportation planning process by providing planning assistance, data and inventories in accordance with the Unified Planning Work Program. The Transportation Planning Division will designate a Winston-Salem Area Transportation Planning Organization Coordinator to serve as Staff liaison and participant in the Winston-Salem Area Transportation Planning Organization planning process.

#### **Section 6:** Cost Sharing

Activities of the MPO, as set forth in the annually adopted Unified Planning Work Program, are funded with Federal Planning funds distributed through the North Carolina Department of Transportation. These funds require a twenty percent (20%) local match. Local government members that are parties to the Memorandum of Understanding agree that the local match for Metropolitan Planning (PL) will be shared among the City of Winston-Salem, and the counties of Davidson, Davie, Forsyth, and Stokes in direct proportion to their share of the total population contained in the approved Metropolitan Planning Area, consistent with the Local Match Invoice Process Adopted by the Transportation Advisory Committee (TAC) on March 29, 2007. Population figures for determination of local match contribution shall be determined based on the most recent Federal Decennial Census. This funding share shall be invoiced on a regular basis by the City of Winston-Salem Department of Transportation, acting as Lead Planning Agency, and as recipient of the Federal Planning funds distributed by the North Carolina Department of Transportation. Annual local match funds are non-refundable.

As of the 2020 Census, the percentages are as follows:

<b>Local Government</b>	<b>Percent of Population</b>
City of Winston-Salem	55%
Davidson County	7%
Davie County	4%
Forsyth County	29%
Stokes County	5%

**Section 7:** Withdrawal from Winston-Salem Area Transportation Planning Organization

Parties to this Memorandum of Understanding may terminate their participation in the continuing transportation planning process by giving 180 days written notice to the other parties prior to the date of termination. If the party is included in the original 2020 Census Urban Area (UA) for the MPO, then the entity's geography will still remain within the MPO and the MPO shall make transportation decisions for the area. However, if the party is outside of the 2020 Census UA for the MPO, and have been invited and accepted to join the MPO, then they have the option to terminate the agreement and join the RPO or have the County represent them. Any changes to membership will require an updated MOU.

**Section 8:**

In witness whereof, the parties of this Memorandum of Understanding have been authorized by appropriate and proper resolutions to sign the same, City of Winston-Salem by its Mayor, Town of Bermuda Run by its Mayor, Town of Bethania by its Mayor, Village of Clemmons by its Mayor, Town of Kernersville by its Mayor, City of King by its Mayor, Town of Lewisville by its Mayor, Town of Midway by its Mayor, Town of Rural Hall by its Mayor, Village of Tobaccoville by its Mayor, Town of Walkertown by its Mayor, Town of Wallburg by its Mayor, Davidson County by its Chairman of the Board of Commissioners, Davie County by its Chairman of the Board of Commissioners, Forsyth County by its Chairman of the Board of Commissioners, Stokes County by its Chairman of the Board of Commissioners, the Winston-Salem Transit Authority (WSTA) by its Board of Directors, and the North Carolina Department of Transportation by the Secretary of Transportation. This Memorandum of Understanding becomes effective as of the last day signed. The following pages comprise the signature pages from each party to this Memorandum.