

**FIRST AMENDMENT TO
CHELAN-DOUGLAS TRANSPORTATION COUNCIL
GOVERNANCE AGREEMENT**

THIS FIRST AMENDMENT TO CHELAN-DOUGLAS TRANSPORTATION COUNCIL GOVERNANCE AGREEMENT (the "Amendment") is entered into by and between Chelan County, Douglas County, City of Bridgeport, City of Cashmere, City of Chelan, City of East Wenatchee, City of Entiat, City of Leavenworth, City of Rock Island, City of Wenatchee, Town of Mansfield, Town of Waterville, Chelan-Douglas Regional Port Authority (f/k/a/ Port of Douglas County and Port of Chelan County), Chelan-Douglas Public Transit Benefit Area, d/b/a Link Transit (Link Transit), and the Washington State Department of Transportation (WSDOT) (collectively referred to herein as the "Original Members") and the Confederated Tribes of the Colville Reservation ("Tribes"). The Original Members and Tribes may be collectively referred to herein as the "Parties".

RECITALS

- A. The Original Members previously entered into that certain Interlocal Agreement Establishing the Chelan-Douglas Transportation Council, effective June 2014 (the "Agreement"), which formed and established the Chelan Douglas Transportation Council ("Council" or "CDTC") as a metropolitan and regional planning organization for Chelan and Douglas County. Pursuant to the Agreement, the Council was established to provide coordinated transportation planning and resource allocation throughout the two-county area consisting of the metropolitan planning area and regional transportation planning area (i.e. Council boundaries or MPA and RTPO)
- B. In August 2019, the Washington state legislature adopted EHB 1584 (codified at RCW 47.80.050), which requires a Regional Transportation Planning Organizations (i.e., the Council) to offer federally recognized tribes that have reservation or trust lands within the planning area of the RTPO an opportunity for voting membership in the RTPO
- C. Pursuant to RCW 47.80.050, the Tribes have been offered to become a voting member of the Council. The Tribes have likewise expressed an interest in becoming a voting member of the Council. As a voting member, the Tribes acknowledge they would have a voice in transportation issues in Chelan and Douglas counties, however, their membership would not result in a change in the Council's territory or boundaries (i.e. RTPO as defined in the Agreement), meaning that the Council would not be required to address transportation issues on the Tribes' reservations located in Okanogan and/or Ferry county.
- D. The Parties now desire to amend the Agreement to include the Tribes as a voting member of the Council and other terms related to such membership, including planning authority and payment of dues, as further set forth herein.

NOW, THEREFORE, in light of the foregoing Recitals, which are incorporated herein as part of the agreement of the Parties, the Parties agree as follows:

AGREEMENT

1. The Recitals set forth above are adopted herein as binding commitments of the Parties as if set forth in full.

2. Section 1 of the Agreement is hereby amended to read as follows:

1.01 A regional body comprising representatives of Chelan County, Douglas County, all cities and towns within those counties, the Washington State Department of Transportation (WSDOT), Link Transit, the Chelan Douglas Regional Port authority (f/k/a the port districts of Chelan and Douglas Counties), and the Tribes is hereby created and shall be known as the Chelan-Douglas Transportation Council.”

3. Unless otherwise specifically set forth in this Amendment, the defined term “Member,” as used in the Agreement, is hereby amended to include the Tribe; provided however, the Tribe shall not be included in the reference to “Members” set forth in the second “Recital” on Page 1 of the Agreement to the extent that the Tribe is a sovereign entity and not covered by RCW 39.34.

4. Section 6 of the Agreement is hereby amended to read as follows:

6.01 Membership on the Council is established by execution of this Interlocal Cooperation Agreement and shall be open to Chelan County, Douglas County, City of East Wenatchee, City of Wenatchee, Chelan-Douglas Regional Port Authority (f/k/a Port of Chelan County and Port of Douglas County), Link Transit, the Washington State Department of Transportation, the Tribes, City of Bridgeport, City of Cashmere, City of Chelan, City of Entiat, City of Leavenworth, City of Rock Island, Town of Mansfield, and Town of Waterville. For purposes of voting membership, the phrase “Small Cities and Towns” includes the City of Bridgeport, City of Cashmere, City of Chelan, City of Entiat, City of Leavenworth, City of Rock Island, Town of Mansfield, and Town of Waterville. Membership may also include agencies, sovereign entities, or political subdivisions as authorized or required by law and approved by the Governing Board. Each such membership shall either be a Voting Membership or an Ex-Officio Membership as set forth below.

(a) Voting representation on the Governing Board of the Council shall be open to Chelan County, Douglas County, City of Wenatchee, City of East Wenatchee, Chelan-Douglas Regional Port Authority (f/k/a Port of Chelan County and Port of Douglas County), Link Transit, the Tribes, the North Central Region division of the Washington State Department of Transportation (WSDOT), one (1) rotating representative of the Small Cities and Towns of Chelan County, one (1) rotating representative for the Small Cities and Towns of Douglas County, and any other agency, sovereign entity, or political subdivision as authorized or required by law and approved by the Governing Board. Voting membership for each entity requires maintaining good standing through payment of annual dues; however, voting membership of the Small Cities, Towns and/or Tribes (or other sovereign entities) may not require payment of dues. All Voting Members shall designate and notify CDTC of their representative to the Governing Board. Periodically the Small Cities and Towns within each county will self-determine their representative to serve as the voting

Member, and shall notify CDTC as such for proper record keeping, but if the Small Cities and Towns fail to self-determine their representative or fail to notify CDTC of the same, then such voting position shall remain vacant until such self-determination and notification have taken place. Such notification shall be in writing and shall set forth the signatures of at least a simple majority of the mayors of the Small Cities and Towns within that county. In the years where any representative of a Small City or Town does not serve as a voting Member they will be able to participate on the Council as an Ex-Officio member.

(b) Ex-Officio Membership is automatically granted to a representative of the Washington State Transportation Commission, as well as any members of the House of Representatives or the State Senate whose districts are wholly or partly within the boundaries of the RTPO. All Small Cities and Towns, when not designated by their peers to serve as voting members, shall participate on the Governing Board with Ex-Officio membership status. At the Governing Board's discretion Ex-Officio membership shall also be open to other governmental and non-governmental entities when elected to membership by a majority of the Governing Board, and shall be effective upon their delivery of their written assurance that they will comply with this Agreement and the CDTC bylaws. Ex-Officio members of the Council are non-voting.

5. Section 7.01 of the Agreement is hereby amended to read as follows:

7.01 The Council shall be governed by a Governing Board composed of ten (10) voting Members., Each voting Member shall be represented on the Governing Board by an elected or appointed official designated by the governing body of the member. Each voting Member shall have one vote on the Governing Board. Ex-Officio members may participate in Governing Board meetings, but do not vote.

6. Section 14.01 is hereby amended to read as follows:

14.01 Compliance with All Laws. Each Member shall comply with applicable federal, state, tribal, and local laws, rules, regulations and ordinances applicable to the performance of this Agreement.

7. Section 15.05 is hereby amended to read as follows:

Governing Law and Venue. This Agreement shall be governed exclusively by the laws of the State of Washington. The Chelan County Superior Court shall be the sole proper venue for any and all suits brought to enforce or interpret the provisions of this Agreement. Nothing in this Agreement is intended to limit the inherent sovereign immunity of the Tribes.

8. Except as set forth in this Amendment, the Parties hereby reaffirm and ratify the terms and conditions of the Agreement. In the event of any conflict between the terms of this Amendment and the Agreement, the terms of this Amendment shall be controlling.

9. Pursuant to RCW 39.34.040, this Amendment shall be filed with the Chelan and Douglas County Auditors, or alternatively, listed by subject on the Council website or other electronically retrievable public source. To the extent any state officer or agency has control over the operations which may be the subject of this Amendment, then this Amendment shall be submitted to such state officer or agency for approval pursuant to RCW 39.34.050 prior to its entry into force.

10. This Amendment may be signed in counterparts, each of which shall be an original, but all of which shall constitute one and the same document.

APPROVED BY THE BOARD OF
DIRECTORS OF THE CHELAN-DOUGLAS
TRANSPORTATION COUNCIL AT AN
OPEN PUBLIC MEETING THE 11th DAY
OF March, 2021.

By:



Jeff Wilkens
Executive Director

Attest:



Chad Daggett, Board Clerk

[The remainder of this page left blank; Member signatures on next pages]

THE FIRST AMENDMENT TO CHELAN-DOUGLAS TRANSPORTATION COUNCIL GOVERNANCE AGREEMENT IS HEREBY APPROVED BY THE COMMISSIONERS OF THE CHELAN-DOUGLAS REGIONAL PORT AUTHORITY AT AN OPEN PUBLIC MEETING ON THE 23rd DAY OF March, 2021.

APPROVED:



Jim Kuntz, CEO


ATTEST:



Cami Harris, Executive Assistant

THE FIRST AMENDMENT TO CHELAN-DOUGLAS TRANSPORTATION COUNCIL GOVERNANCE AGREEMENT IS HEREBY APPROVED BY THE CITY COUNCIL OF THE CITY OF CHELAN AT AN OPEN PUBLIC MEETING ON THE 23rd DAY OF March, 2021.

APPROVED:

A handwritten signature in blue ink, appearing to read "Bob Goedde", written over a horizontal line.

Bob Goedde, Mayor

ATTEST:

A handwritten signature in blue ink, appearing to read "Peri Gallucci", written over a horizontal line.

Peri Gallucci, City Clerk

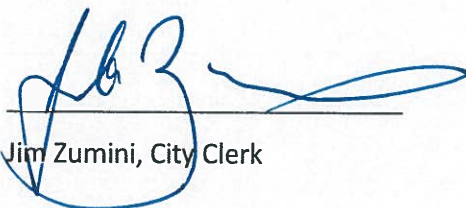
THE FIRST AMENDMENT TO CHELAN-DOUGLAS TRANSPORTATION COUNCIL GOVERNANCE
AGREEMENT IS HEREBY APPROVED BY THE CITY COUNCIL OF THE **CITY OF ROCK ISLAND** AT AN
OPEN PUBLIC MEETING ON THE 25th DAY OF March, 2021.

APPROVED:



Randy Agnew, Mayor

ATTEST:



Jim Zumini, City Clerk

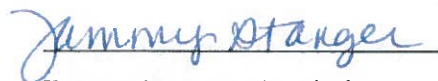
THE FIRST AMENDMENT TO CHELAN-DOUGLAS TRANSPORTATION COUNCIL GOVERNANCE AGREEMENT IS HEREBY APPROVED BY THE CITY COUNCIL OF THE CITY OF WENATCHEE AT AN OPEN PUBLIC MEETING ON THE 25 DAY OF March, 2021.

APPROVED:



Frank Kuntz, Mayor

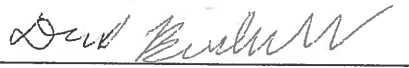
ATTEST:



Tammy Stanger, City Clerk

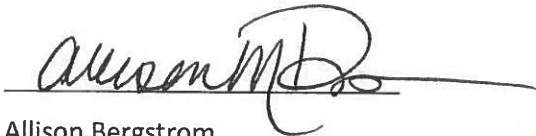
THE FIRST AMENDMENT TO CHELAN-DOUGLAS TRANSPORTATION COUNCIL GOVERNANCE
AGREEMENT IS HEREBY APPROVED BY THE WASHINGTON STATE DEPARTMENT OF
TRANSPORTATION ON THE 2nd DAY OF April, 2021

APPROVED:



David Bierschbach
Region Administrator
WSDOT-North Central Region

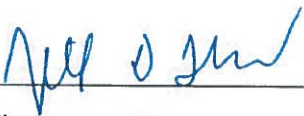
ATTEST:



Allison Bergstrom
Executive Assistant to the Region Administrator
WSDOT-North Central Region

THE FIRST AMENDMENT TO CHELAN-DOUGLAS TRANSPORTATION COUNCIL GOVERNANCE
AGREEMENT IS HEREBY APPROVED BY THE TOWN COUNCIL OF THE TOWN OF WATERVILLE AT
AN OPEN PUBLIC MEETING ON THE 5th DAY OF April, 2021.

APPROVED:



Jill Thompson, Mayor

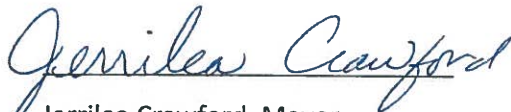
ATTEST:



Marsha Peterson, Town Clerk

THE FIRST AMENDMENT TO CHELAN-DOUGLAS TRANSPORTATION COUNCIL GOVERNANCE
AGREEMENT IS HEREBY APPROVED BY THE CITY COUNCIL OF THE CITY OF EAST WENATCHEE AT
AN OPEN PUBLIC MEETING ON THE 6th DAY OF April, 2021.

APPROVED:


Jerrilea Crawford, Mayor

ATTEST:



Maria Holman, City Clerk

THE FIRST AMENDMENT TO CHELAN-DOUGLAS TRANSPORTATION COUNCIL GOVERNANCE AGREEMENT IS HEREBY APPROVED BY THE BOARD OF COMMISSIONERS OF CHELAN COUNTY AT AN OPEN PUBLIC MEETING ON THE 6th DAY OF April, 2021.

APPROVED:



Chelan County Board of County Commissioners Chair

ATTEST:



Anabel Torres, Deputy Clerk of the Board

THE FIRST AMENDMENT TO CHELAN-DOUGLAS TRANSPORTATION COUNCIL GOVERNANCE AGREEMENT IS HEREBY APPROVED BY THE CITY COUNCIL OF THE CITY OF ENTIAT AT AN OPEN PUBLIC MEETING ON THE 8th DAY OF April, 2021.

APPROVED:



Michael Buckingham, Mayor

ATTEST:



Debbie de la Mora, City Clerk

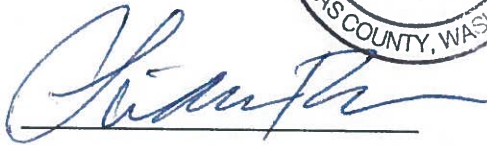
THE FIRST AMENDMENT TO CHELAN-DOUGLAS TRANSPORTATION COUNCIL GOVERNANCE AGREEMENT IS HEREBY APPROVED BY THE BOARD OF COMMISSIONERS OF **DOUGLAS COUNTY** AT AN OPEN PUBLIC MEETING ON THE 12th DAY OF April, 2021.

APPROVED:



Douglas County Board of County Commissioners Chair

ATTEST:

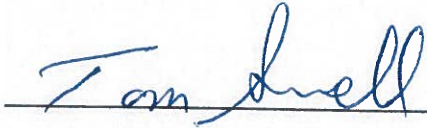


Tiana Rowland, Clerk of the Board



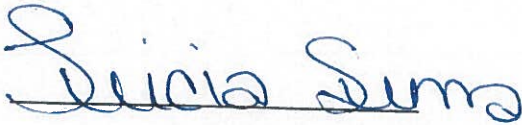
THE FIRST AMENDMENT TO CHELAN-DOUGLAS TRANSPORTATION COUNCIL GOVERNANCE AGREEMENT IS HEREBY APPROVED BY THE TOWN COUNCIL OF THE TOWN OF MANSFIELD AT AN OPEN PUBLIC MEETING ON THE 13th DAY OF April, 2021.

APPROVED:

A handwritten signature in blue ink that reads "Tom Snell". The signature is written in a cursive style and is positioned above a horizontal line.

Tom Snell, Mayor

ATTEST:

A handwritten signature in blue ink that reads "Tricia Sima". The signature is written in a cursive style and is positioned above a horizontal line.

Tricia Sima, Town Clerk

FIRST AMENDMENT TO CHELAN-DOUGLAS TRANSPORTATION
COUNCIL GOVERNANCE AGREEMENT
(Member Signatures for City of Leavenworth)

APPROVED this 13th day of April, 2021.

CITY OF LEAVENWORTH

By 
Carl Florea, Mayor

ATTEST:


Chantell Steiner, City Clerk

APPROVED AS TO FORM:


Thom H. Graafstra, City Attorney

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THE FIRST AMENDMENT TO CHELAN-DOUGLAS TRANSPORTATION COUNCIL GOVERNANCE AGREEMENT IS HEREBY APPROVED BY THE BOARD OF DIRECTORS OF THE CHELAN-DOUGLAS PUBLIC TRANSIT BENEFIT AREA (LINK TRANSIT) AT AN OPEN PUBLIC MEETING ON THE 20th DAY OF April, 2021.

APPROVED:

A handwritten signature in blue ink, appearing to read "Richard DeRock", written over a horizontal line.

Richard DeRock, General Manager

ATTEST:

A handwritten signature in blue ink, appearing to read "Anna Guesá Leon", written over a horizontal line.

Laura Leon, Clerk of the Board

THE FIRST AMENDMENT TO CHELAN-DOUGLAS TRANSPORTATION COUNCIL GOVERNANCE AGREEMENT IS HEREBY APPROVED BY THE CITY COUNCIL OF THE CITY OF BRIDGEPORT AT AN OPEN PUBLIC MEETING ON THE 26th DAY OF April, 2021

APPROVED:

A handwritten signature in blue ink that reads "Janet Conklin". The signature is written in a cursive style and is positioned above a horizontal line.

Janet Conklin, Mayor


ATTEST:

A handwritten signature in blue ink that reads "Judy Brown". The signature is written in a cursive style and is positioned above a horizontal line.

Judy Brown, City Clerk

THE FIRST AMENDMENT TO CHELAN-DOUGLAS TRANSPORTATION COUNCIL GOVERNANCE AGREEMENT IS HEREBY APPROVED BY THE CITY COUNCIL OF THE CITY OF CASHMERE AT AN OPEN PUBLIC MEETING ON THE 26th DAY OF April, 2021.

APPROVED:

A handwritten signature in black ink, appearing to read "Jim Fletcher", written over a horizontal line.

Jim Fletcher, Mayor

ATTEST:

A handwritten signature in blue ink, appearing to read "Kay Jones", written over a horizontal line.

Kay Jones, City Clerk

THE FIRST AMENDMENT TO CHELAN-DOUGLAS TRANSPORTATION COUNCIL GOVERNANCE AGREEMENT IS HEREBY APPROVED BY THE COLVILLE BUSINESS COUNCIL OF THE COLVILLE CONFEDERATED TRIBES AT AN OPEN PUBLIC MEETING ON THE 20th DAY OF May, 2021.

APPROVED:


Rodney Cawston, Chairman

ATTEST:


Neeka Somday, Legislative Assistant/Policy Analyst