

**AGREEMENT RELATING TO MUTUAL RESPONSIBILITIES
IN CARRYING OUT THE METROPOLITAN TRANSPORTATION PLANNING PROCESS IN THE
CHELAN-DOUGLAS TRANSPORTATION COUNCIL METROPOLITAN PLANNING AREA**

GCB 1360

This AGREEMENT is entered into by the WASHINGTON STATE DEPARTMENT OF TRANSPORTATION (WSDOT), Chelan-Douglas Transportation Council (CDTC), and the Chelan-Douglas Public Transportation Benefit Area (Link Transit), collectively referred to as the "Parties" and individually as "Party" in this AGREEMENT.

RECITALS

WHEREAS, CDTC, as the Metropolitan Planning Organization (MPO) designated for the CDTC Metropolitan Planning Area (MPA) or (CDTC MPA), is charged with the responsibility of carrying out transportation planning and programming processes that lead to the development and operation of an integrated, intermodal transportation system; and

WHEREAS, WSDOT is the state highway agency as referenced in Title 23 CFR and Title 49 CFR with the responsibility to preserve, manage, and operate the state-owned transportation system's facilities and services including, but not limited to, highways, ferries, airports, and rail; and

WHEREAS, Link Transit, as a public transportation benefit area pursuant to RCW 36.57A, is the sole public transit operator within the MPA and a designated recipient of federal transit funding within the Wenatchee-East Wenatchee, WA, Urbanized Area (UZA); and

WHEREAS, the Parties desire to ensure a continuing, cooperative, and comprehensive transportation planning process ("3-C" Process) for the CDTC MPA that involves cooperation and coordination between and among CDTC, WSDOT, and Link Transit; and

WHEREAS, WSDOT is responsible for carrying out a statewide transportation planning process as defined by 23 CFR 450.206, and is the administrator of all federal planning funds received, or to be received, for carrying out the planning processes as defined in 23 USC 104(f)(4)(A) and 49 USC 5305(d)(2); and

WHEREAS, WSDOT is responsible for delivering a federally compliant statewide transportation plan, engaging in the metropolitan and non-metropolitan planning processes as both a network asset manager and a compliance and fiduciary agent of the Federal Highway Administration (FHWA) and the Federal Transit Administration (FTA), by administering federal pass-through funds to the MPOs in Washington, including CDTC; and

WHEREAS, it is mandated and consistent with federal requirements to formalize the roles and responsibilities of CDTC, WSDOT, and Link Transit, in order to cooperatively carry out their respective metropolitan and statewide transportation planning and programming requirements to support regional and state transportation plan implementation; such cooperation being agreed and understood in this AGREEMENT to mean where lawful, practicable, and in good faith.

NOW, THEREFORE, pursuant to the Washington Interlocal Agreement Act RCW 39.34, and the above recitals that are incorporated herein, it is mutually agreed as follows:

SECTION 1: PURPOSE

The purpose of this AGREEMENT is to cooperatively define the Parties' mutual responsibilities in carrying out the metropolitan planning process, according to the requirements of 23 CFR 450.314. The AGREEMENT defines the processes for cooperation, consultation, coordination, communication, and exchanging information among the Parties to carry out the metropolitan transportation planning processes consistent with 23 CFR 450 (Subpart C). This AGREEMENT includes specific provisions for cooperatively developing and sharing of information related to financial plans that support the Metropolitan Transportation Plan (MTP), the Metropolitan Transportation Improvement Program (TIP), as MTP and TIP are defined in 23 CFR 450, and the annual listing of obligated projects.

SECTION 2: DEFINITIONS

For purposes of this AGREEMENT the following terms as used in this AGREEMENT are defined as follows:

Consideration means that one or more Parties takes into account the opinions, actions, and relevant information from other Parties in making decisions or determining a course of action.

Consultation means that one or more Parties confers with other identified Parties in accordance with an established process and, prior to taking action(s), considers the views of the other Parties and periodically inform them about action(s) taken.

Cooperation means that the Parties involved in carrying out the transportation planning and programming processes work together to achieve a common goal or objective.

Coordination means the cooperative development of plans, programs, and schedules among agencies and entities with legal standing and adjustment of such plans, programs, and schedules to achieve general consistency, as appropriate.

SECTION 3: AUTHORITY

3.1 Compliance with Applicable Laws and Regulations

CDTC, WSDOT, and Link Transit shall comply with all applicable local, state, and federal laws and regulations in effect at the time of execution of this AGREEMENT. Nothing contained herein shall modify an existing duty or responsibility of any Party, except to the extent expressly set forth herein and as permitted by law.

3.2 CDTC

The Parties agree that CDTC, a voluntary cooperative association administered by a joint board in accordance with RCW 39.34.030, is the single MPO designated by the Governor of Washington for the CDTC MPA. CDTC is organized through an Interlocal Agreement of its members, and is responsible for fulfilling the federal metropolitan planning requirements as prescribed in the current Federal Surface Transportation Act, 23 USC 134, 23 CFR 450, and 49 CFR 613.

3.3 Link Transit

Link Transit is a public transportation benefit area and municipal corporation pursuant to RCW 36.57A. In the creation of Link Transit, component cities and the counties of Chelan and Douglas transferred all rights to construct and operate public transit to Link Transit. Consistent with authority granted by the Legislature, Link Transit has contracted with the Federal Transit Administration, an agency of the United States Department of Transportation, through a Master Agreement as amended periodically, to enable Link Transit to be an eligible recipient of certain federal funds.

3.4 WSDOT

WSDOT is the steward of a large and robust transportation system, and is responsible for ensuring that people and goods move safely and efficiently. In addition to building, maintaining, and operating the state highway system, WSDOT is responsible for the state ferry system, and works in partnership with others to maintain and improve local roads, railroads, airports, and multi-modal alternatives to driving.

3.4.1 WSDOT tracks, reports, and manages its programs and projects according to the six transportation policy goals adopted by the Legislature in RCW 47.04.280. The six (6) policy goals are safety, preservation, mobility (congestion relief), environment, stewardship, and economic vitality. These goals are interdependent and support the overall vision for all transportation agencies in the state (which includes WSDOT).

SECTION 4: POLICY DEVELOPMENT AND REGIONAL COORDINATION

4.1 Scope of Metropolitan Transportation Planning Process

CDTC, in cooperation with WSDOT and Link Transit, conducts a metropolitan planning process that is continuous, cooperative, and comprehensive and provides for the consideration of projects, strategies, and services that will address the eight planning factors as specified in 23 CFR 450.306 and MAP-21 national

policy goals. This planning process will be carried out in coordination with the statewide transportation planning processes conducted by WSDOT as required by 23 CFR 450 (Subpart B) and 49 USC 5303.

4.2 CDTC Board and Committee Structure

CDTC operates through a Board that has adopted Bylaws establishing its officers, voting procedures, committees, public participation, and related matters (CDTC Board). WSDOT and Link Transit participate as voting members of the CDTC Board.

4.2.1 CDTC has established a Board of Directors, the purpose of which is to hold meetings, appoint committees, and generally carry out the cooperative and coordinated transportation planning/programming processes, to adopt a Metropolitan Transportation Plan, to select and program transportation grant funds as directed by federal and state law, and perform other duties pursuant to applicable federal and state laws.

4.2.2 Such Board of Directors has established a Regional Transportation Advisory Committee (RTAC), which coordinates and guides the regional transportation planning program in accordance with Board policy. CDTC is responsible for coordination and administration of the RTAC. WSDOT and Link Transit agree to participate as regular and active members of the RTAC and to provide information and updates to the RTAC about their respective policy goals, plans, studies, and programs.

4.3 CDTC Unified Planning Work Program

On an annual or biennial basis, CDTC develops a Unified Planning Work Program (UPWP) consistent with 23 CFR 450.308, that describes, to the extent practicable, all major transportation and related public transportation planning activities in the MPA for the next one (1) or two (2) year period. The UPWP shall include a budget that outlines CDTC's work activities to be conducted, the schedule for completion, and the work to be produced to carry-out the MPO's duties under 23 CFR 450 Subpart C.

4.3.1 Between January and May of each year, or every other year, CDTC, in mutual cooperation with WSDOT, Link Transit, and the local jurisdictions and other members of CDTC, will prepare the UPWP as required by 23 CFR 450.308. The UPWP will be reviewed by the RTAC, distributed for public review consistent with the CDTC Public Participation Plan, and submitted to and subject to written approval by the CDTC Board. The UPWP and budget may be amended at any time by CDTC in accordance with its adopted operational procedures and pending approval by WSDOT, FTA, and FHWA.

4.3.2 By December 31 of each year, WSDOT will provide written notice to CDTC of expected allocations of FHWA Metropolitan Planning funds (PL funds), FTA Section 5303 funds, State Regional Transportation Planning Organization (RTPO) funds, and any other State-administered funds that are available to CDTC for the following State fiscal year.

4.3.3 CDTC agrees to coordinate with the WSDOT and Link Transit in developing and preparing the UPWP work program. Link Transit agrees to provide CDTC with the public transportation planning components for the area within Link Transit's benefit area and WSDOT agrees to provide CDTC with the State's transportation planning work components within the CDTC MPA. The Parties agree to cooperatively review their proposed work components to enhance coordination and avoid duplicate planning work efforts.

4.4 Boundary Designation

The MPA boundary requirements are defined within 23 CFR 450.312, and for CDTC as agreed to between CDTC and the Governor of Washington. The CDTC planning process is conducted within the defined MPA boundary.

4.4.1 The MPA boundary will be reviewed by CDTC if new urbanized area boundaries are established following each decennial census, and at intermediate intervals as prompted by requests by local or state governments to modify the current MPA boundary. Boundary adjustments shall conform to the procedures defined in 23 CFR 450.310 and 23 CFR 450.312.

4.4.2 CDTC shall prepare and maintain a description and map of the current CDTC MPA boundary, and make it available to its member agencies and the public.

4.5 Regional Data Coordination

An integral part of the development and maintenance of the metropolitan transportation planning process is a coordinated and consistent monitoring of the performance of the regional transportation system within the MPA. The Parties agree to coordinate in the collection, analysis, and dissemination of data in support of the regional transportation planning process.

4.5.1 To help ensure consistency in planning activities, CDTC shall periodically provide WSDOT and Link Transit with current and forecasted demographic, economic, transportation, and other appropriate data as is mutually agreed upon by the Parties. Data distributed by CDTC for these purposes will be considered the official regional data set for the purposes of regional transportation planning and programming.

4.6 Regional Travel Demand Model

CDTC develops, maintains, and updates the regional travel demand model that is used for the MTP and TIP, and transportation studies within the MPA conducted by CDTC, WSDOT, and Link Transit. CDTC agrees to cooperate with WSDOT and Link Transit along with all other RTAC members regarding various modeling issues, including software platforms, data requirements, and overall model performance for such regional travel demand model. WSDOT and Link Transit agree to assist and cooperate with CDTC in the periodic updates to the regional travel demand model, including the mutual determination of appropriate model calibration assumptions and related model coding factors. CDTC agrees to provide modeling services and information from the model to WSDOT and Link Transit for their own planning purposes. CDTC will make the model available for independent use by WSDOT, Link Transit, or third party contractors assisting WSDOT or Link Transit with transportation planning studies or transportation project scoping, and design analyses. WSDOT and Link Transit may modify the CDTC travel demand model. When such modifications are made, WSDOT and Link Transit agree to provide a written list of the modifications to CDTC. WSDOT and Link Transit agree not to program or advance a regionally-significant transportation improvement project through a planning or environmental study based on a modified version of the CDTC travel demand model unless prior written consent is provided by CDTC, which consent shall not be unreasonably withheld.

4.7 Self Certification and Federal Certification

At least every year, and as part of the submittal of the proposed TIP, CDTC, and WSDOT shall certify that the metropolitan transportation planning process is being carried out in accordance with all applicable federal planning requirements (23 CFR 450.334). In addition, FHWA and FTA jointly review and evaluate the planning process no less than once every four (4) years. CDTC is responsible for ensuring compliance with the applicable federal regulations, and agrees to coordinate with WSDOT and Link Transit throughout the federal certification process.

SECTION 5: TRANSPORTATION PLANNING

5.1 Metropolitan Transportation Plan (MTP)

The MTP is the comprehensive transportation planning document for the CDTC MPA. As the designated MPO, CDTC agrees to prepare, adopt, and maintain a MTP in accordance with 23 USC 134, 23 CFR 450 and 49 USC 5303(i). The Parties agree to work together cooperatively to validate data utilized in preparing other existing modal plans for providing input into the MTP. CDTC agrees to transmit the adopted MTP for use by WSDOT, Link Transit, the FHWA, and the FTA.

5.1.1 The Parties agree to jointly monitor CDTC, WSDOT, and Link Transit plans, studies, and other activities to identify potential issues or conflicts with the MTP and will work together to take actions with a goal to resolve any potential issues or conflicts. WSDOT and Link Transit agree to provide technical assistance, data, and information to CDTC during the development or amendment of the MTP.

5.1.2 CDTC agrees to consult and coordinate with WSDOT and Link Transit during the MTP update process to ensure continued consistency with the State Transportation Plan (23 USC 450.214) and the long range transit plan (49 USC 5303). The Parties agree to coordinate related planning activities and studies to promote consistency between metropolitan, transit, and statewide planning strategies and outcomes. This includes mutual consideration of visions and priorities articulated in each entity's transportation planning documents and project identification processes.

5.1.3 MTP amendments are generally undertaken for purposes that include, but are not limited to, adding, deleting, significantly changing a regionally significant project, or changing a project between scheduled MTP updates to maintain no less than a 20-year planning horizon as of the effective date of the

MTP. The effective date is the date of MTP adoption, or the date of such subsequent amendment. CDTC will ensure that MTP amendments adhere to relevant federal planning requirements and are developed and adopted through the metropolitan transportation planning process. When CDTC determines that an update of the MTP is necessary, it will notify WSDOT and Link Transit in writing. This notification shall include information regarding both the update process and the schedule that CDTC intends to follow. CDTC will consult and coordinate with WSDOT and Link Transit as it develops potential modifications to the MTP. After the CDTC Board's approval of such plan updates, CDTC will notify and transmit to WSDOT and Link Transit in writing of the final Board approved MTP.

5.2 Statewide Plans

The State of Washington develops plans, including statewide transportation plans, in compliance with federal regulations in order to receive particular federal funds. The State shall coordinate statewide transportation planning under 49 USC 5304 for state transportation facilities within the CDTC MPA with the metropolitan transportation planning process carried out by CDTC under 49 USC 5303. These plans include:

a) The Long-Range Statewide Transportation Plan that the Washington State Department of Transportation is committed to update as per the stewardship agreement with the FHWA and the FTA. This plan is a requirement that allows the state to receive federal surface transportation funds for cities, counties, and state highways;

b) The Strategic Highway Safety Plan (Target Zero) that is developed in cooperation with Target Zero partners, including the Washington State Traffic Commission, the Washington State Patrol, and the Washington State Department of Transportation. It is necessary for this plan to comply with regulations from the Federal Highway Administration, for the state to be eligible to receive federal funds for highway safety improvements; and

c) The State Rail Plan that is developed by the Washington State Department of Transportation in compliance with the Federal Rail Administration regulations. This plan is a requirement that allows the state to receive federal funds for freight rail improvements.

5.2.1 When WSDOT determines that an update or modification to a portion of these statewide plans, policies and performance measures and targets that specifically relates to the CDTC MPA is necessary, it will notify CDTC in writing. This notification will include information regarding both the process and schedule WSDOT intends to follow. WSDOT will consult and coordinate with MPOs, including CDTC, and with Link Transit during this process to assure continued consistency with the MTP. Upon approval of such updates, WSDOT will formally notify CDTC in writing of the final content of the updates.

5.2.2 WSDOT and CDTC will ensure that all statewide transportation plan components and elements that relate to the CDTC MPA and the region's MTP shall be consistent. WSDOT agrees that the statewide transportation plan, in relation to the CDTC MPA, shall be developed in cooperation with CDTC, as required by 23 CFR 450.214(f).

5.3 Air Quality Conformity

The CDTC MPA is currently an "attainment area" under the Clean Air Act. CDTC is responsible for compliance with Section 176(c) of the Clean Air Act (42 USC 7506) as applicable by coordinating the development of transportation plans and improvement programs with the State Implementation Plan (SIP) development process. CDTC is required to meet minimum Federal conformity provisions as set forth in 40 CFR 93 as applicable. The Parties agree to participate in periodic interagency consultation meetings to ensure compliance of plans and programs with any Federal conformity provisions.

5.4 Congestion Management Process

The CDTC MPA has a population well below the 200,000 threshold for designation as a Transportation Management Area (TMA), pursuant to 23 CFR 450.320 and 23 CFR 500.109, and is therefore not required to develop a congestion management process.

5.5 Local Coordinated Human Services Transportation Plan (HSTP)

The Parties shall ensure coordination and consistency between the regionally coordinated HSTP and other statewide and regional planning processes as set forth in 23 CFR part 450 and 49 CFR part 613. CDTC

shall lead the development of the HSTP in partnership with Link Transit and other providers of human services transportation.

5.6 Roadway Functional Classification

CDTC agrees to assist WSDOT in developing and maintaining the FHWA Functional Classification system, and to provide comments to WSDOT regarding requests from local agencies to designate a roadway, or to change the designation of a roadway, pursuant to applicable guidelines. WSDOT shall consider comments from CDTC and shall give consideration to criteria consistent with RCW 47.05.021 and federal regulations relating to the functional classification of highways.

5.7 Transportation Planning Studies and Project Development

The Parties agree to cooperate on the identification, conduct, and completion of major corridor and subarea studies to assure effective integration of long- and short-range planning, and to refine the MTP, as consistent with the provisions of 23 CFR 450.212 and 23 CFR 450.318. The Parties also agree to coordinate in identifying project planning needs as part of CDTC's Unified Planning Work Program development process.

5.7.1 The Parties agree to enter into additional work agreements, when needed, to complete mutually identified transportation planning studies and project development activities.

5.8 Procedures for Reviewing Mutual Plans

The Parties agree to review and provide comments as appropriate on mutual plans. The purpose of this review is not part of a formal approval process, but rather to help ensure regional consistency. The Parties agree to work cooperatively to address discrepancies when they are identified.

5.9 Performance Management

The CDTC shall establish performance measures and targets in the MTP in consultation with WSDOT and Link Transit in accordance with 23 USC 150(c) and (d). Selection of performance measures and targets shall be coordinated with WSDOT and Link Transit to the maximum extent practicable. The Parties agree to share performance information and data on a periodic basis to report regional transportation system performance in accordance with 23 USC 150(e).

SECTION 6: TRANSPORTATION PROGRAMMING

6.1 Transportation Improvement Program (TIP)

The CDTC, in mutual cooperation with WSDOT and Link Transit, is responsible for developing, adopting and maintaining an approved four-year regional TIP pursuant to 23 CFR 450.324. The TIP must include but is not limited to all projects that have been approved and programmed by CDTC for federal funding and projects with committed federal funds after having been found consistent with applicable state and federal planning requirements and air quality requirements, and also after having been found consistent with the MTP. Upon approval by the CDTC Board and the Governor, WSDOT shall include the TIP, without change, directly or by reference, into the State Transportation Improvement Program as required under 23 USC 135.

The TIP shall contain all regionally significant, non-capital surface transportation projects requiring an action by FHWA or the FTA, whether or not the projects are to be funded under title 23 USC or title 49 USC. For public information and any applicable future conformity purposes, the TIP shall include all regionally significant projects proposed to be funded with federal funds other than those administered by the FHWA and FTA, as well as all regionally significant projects to be funded with non-Federal funds. The four- (4) year regional TIP must be financially constrained to those funds that are available or reasonably expected to be available during that timeframe.

As applicable, the TIP should include reporting on performance and implementation results relative to MTP performance goals, measures and targets.

6.1.1 At least every two (2) years, CDTC shall cooperatively develop and/or update a regional four (4) - year TIP for all federally funded projects and regionally significant transportation projects regardless of funding source. CDTC shall develop the TIP through a cooperative process involving WSDOT and Link Transit. In accordance with federal regulation, the development of CDTC's TIP will also be coordinated with other interested parties, per CDTC's Public Involvement Plan. CDTC's TIP shall be provided to WSDOT in

October of the given CDTC TIP-update year, for incorporation into the Statewide Transportation Improvement Program (STIP) pursuant to 23 CFR 450 216 (b).

6.1.2 WSDOT shall work cooperatively with CDTC in recommending programming and project selection for state transportation projects eligible for federal funding under WSDOT's project selection responsibility, for inclusion in CDTC's TIP pursuant to 23 CFR 450.330(c). The TIP as approved by the Secretary of Transportation, as delegated by the Governor, shall be included in the STIP.

6.1.3 Recommendations for programming of state highway components in the TIP shall be based on statewide transportation plans and area/corridor specific studies and shall be consistent with and implement the MTP.

6.1.4 Recommendations will be made by Link Transit for programming of transit system components and shall be consistent with Link Transit's most recent Capital Improvement Program as adopted by the Link Transit Board of Directors, or as otherwise provided by Link Transit.

6.1.5 WSDOT and Link Transit agree to provide CDTC its estimate of available federal and state revenue that can be utilized in developing the TIP. The Parties agree to work cooperatively to develop final estimates of funds that are reasonably expected to be available to support the TIP (23 CFR 450.324 (h)), as defined in Section 7.2-Financial Planning.

6.2 Statewide Transportation Improvement Program (STIP)

STIP is a four year, fiscally constrained, prioritized program of transportation projects, compiled from local and regional plans, along with the long range statewide multimodal transportation plan. These projects have been identified through state, regional, and local planning processes, as the highest priority for the available funding to preserve and improve the state's transportation network.

6.2.1 WSDOT is responsible for developing the STIP and for incorporating the TIP (and subsequent amendments) into the STIP on a timely basis. WSDOT agrees to work cooperatively with CDTC and Link Transit in developing reasonable financial principles, revenue forecasts, and information for the STIP.

6.2.2 WSDOT agrees to coordinate with FHWA and FTA to develop and adopt procedures and criteria for incorporating STIP and TIP amendments and administrative modifications into the STIP. CDTC agrees to develop and document procedures, criteria, and schedules for amendments and administrative modifications that are consistent with the WSDOT, FHWA, and FTA approved criteria and schedule. WSDOT agrees to transmit STIP related policies, criteria, procedures and schedules to CDTC on a timely basis.

6.2.3 CDTC agrees to submit requests for STIP/TIP amendments and administrative modifications to WSDOT via the web based STIP. On a monthly basis from January through October, WSDOT agrees to compile the projects submitted by CDTC and to submit them to FHWA and FTA for approval.

6.3 Annual Listing of Obligated Projects

The Parties agree to work cooperatively to develop an annual listing of projects within CDTC's MPA boundary for which federal transportation funds were obligated in the preceding program year. This requirement applies to projects funded with federal funding sources.

6.3.1 WSDOT and Link Transit agree to provide CDTC with all project obligation reports within forty five (45) calendar days of the end of the transportation program year, which is the end of the calendar year. CDTC agrees to coordinate directly with the WSDOT Highway and Local Programs regarding designated regional fund obligation administration and reporting. CDTC will publish the annual listing and make it available to WSDOT, Link Transit, and the public as provided in CDTC's Public Participation Plan within ninety (90) calendar days of the end of such program year.

6.4 Link Transit Program of Projects

As the designated recipient for the CDTC MPA, Link Transit is the entity designated by the Governor of Washington to receive and apportion federal funds for the UZA under Title 49 USC.

6.4.1 As the designated recipient for FTA funds, Link Transit is responsible for developing a program of projects for apportioned FTA funds in the UZA, in a manner that is consistent with the requirements of the

United States Code and the Code of Federal Regulations (Program of Projects). Annually, in accordance with the CDTC TIP development schedule and Link Transit's schedule for updating the Transit Development Plan, Link Transit will provide CDTC with its recommended Program of Projects for inclusion in the TIP. Link Transit will notify CDTC of its intended use of FTA funds apportioned to Link Transit under 49 USC sections 5307, 5310, and 5339 (applicable federal sections) for the upcoming calendar year. Link Transit will utilize a public participation process that complies with 49 USC 5307(b) in developing its Program of Projects.

SECTION 7: PUBLIC INVOLVEMENT

7.1 CDTC Public Participation Plan

CDTC will proactively develop, adopt, periodically update and implement a public participation plan, including a Public Involvement Policy, in accordance with 23 USC 134(i)(5) and 23 CFR 450.316. To coordinate effective planning and programming activities, the Parties to this AGREEMENT shall, to the maximum extent practicable, coordinate their public information efforts and seek joint opportunities for public involvement.

7.2 Link Transit Public Participation Plan

Link Transit will use its own public participation policy in its transportation planning process to provide citizens, affected public agencies, and all interested Parties with reasonable opportunity to be involved in the public transportation planning process and to review and comment at key decision points as specified in 23 CFR 450.316. Link Transit agrees, to the maximum extent practicable, to coordinate its outreach activities related to transit planning with CDTC and WSDOT.

7.3 WSDOT Public Participation

WSDOT will develop and use a documented public involvement process that provides opportunities for public review and comment at key decision points, as required to comply with 23 CFR 450.210. To coordinate effective planning and programming activities WSDOT, to the maximum extent practicable, will coordinate public information efforts with CDTC and Link Transit, and seek joint opportunities for public involvement.

SECTION 8: FINANCIAL PLANNING AND FUNDING

8.1 Distribution of Planning Funds

In consultation with CDTC, WSDOT agrees to develop, implement, and periodically review a transparent process for the distribution of FHWA and FTA planning funds to CDTC. CDTC agrees to work cooperatively with WSDOT in this process. WSDOT agrees to coordinate with FHWA and FTA to develop procedures for the efficient and timely transfer of funds to CDTC.

8.1.1 As provided under 23 USC 104(f)(4)(A), WSDOT has the responsibility to allocate the FHWA Metropolitan Planning (PL) grant funds to MPOs. As required by 23 CFR 420.109, WSDOT shall make all PL funds authorized by 23 USC 104(f) available to CDTC in accordance with a formula developed by WSDOT, in cooperation with the MPOs, and the allocation approved by the FHWA Division Administrator.

8.1.2 WSDOT also has the responsibility under 49 USC 5305(d)(2) to allocate the FTA PL 49 USC 5303 grant funds to CDTC. Amounts apportioned to WSDOT shall be made available no later than thirty (30) calendar days after the date of apportionment to the MPO under a formula that considers the population of urbanized areas and provides an appropriate distribution for urbanized areas to carry out a cooperative planning process. WSDOT shall develop the formula in cooperation with MPOs, including CDTC; and, the allocation with approval by the FTA Regional Administrator.

8.2 Financial Planning

A "Financial Plan" is documentation to be included with a MTP and TIP that demonstrates the consistency between reasonably available and projected sources of federal, state, local, and private revenues, and the costs of implementing proposed transportation system improvements (23 CFR 450.104).

8.2.1 Federal requirements for financial planning are defined in 23 CFR 450.314 (metropolitan planning agreements), 23 CFR 450.322 (development and content of the metropolitan transportation plan), 23 CFR 450.324 (development and content of the transportation improvement program), and

23 CFR 450.332 (annual listing of obligated projects). The Parties agree to cooperatively develop and share information related to the development of financial plans to support these activities.

8.2.2 In preparing the financial plan, CDTC shall take into account all projects and strategies proposed for funding under 23 USC, title 49 USC Chapter 53, along with other Federal, State, local, and private fund sources. The Parties agree to work cooperatively to develop estimates of revenue that demonstrate financial constraint for the MTP and the TIP. CDTC agrees to develop and maintain procedures and methodologies, in cooperation with Link Transit and WSDOT, for generating revenue forecasts that are consistent with federal guidance for financial forecasting. WSDOT agrees to provide historical information regarding funding levels and expenditures by county area and available forecasts of future state and federal revenues. Link Transit agrees to provide historical information and forecasts for future funding. In the event that WSDOT and Link Transit provide disparate assumptions for the future availability of federal funds, the Parties agree to work cooperatively to determine a consistent forecasting methodology that demonstrates financial constraint.

8.3 Funding Accountability

CDTC is responsible for programming all projects that receive federal funds and all regionally significant projects. The Parties agree to work cooperatively to ensure that CDTC selects projects for funding based on regional priorities and consistent with the MTP. WSDOT agrees to provide quarterly updates on the delivery of funds programmed by CDTC. CDTC agrees to develop, implement, and periodically review strategies to ensure delivery of programmed funds within its programming area.

8.4 Sub-allocation of Federal Funds

CDTC is responsible for selecting and programming projects from specified federal funds that are sub-allocated to CDTC by WSDOT. WSDOT is responsible for determining the sub-allocation amounts, in consultation with CDTC and other MPOs statewide. WSDOT agrees to develop, implement, and periodically review an accounting process for sub-allocating Surface Transportation Program (STP), Congestion Management and Air Quality (CMAQ), Transportation Alternatives (TA), and/or other funds that are designated by the federal government to be sub-allocated to MPOs. As part of this process, WSDOT agrees to provide to CDTC a transparent accounting of how much funding is received by WSDOT in total and annually, and all the steps applied to get to the regional allocations.

8.4.1 For those federal funds suballocated by WSDOT to the MPA through FTA programs, Link Transit is the designated recipient as determined by the Governor of Washington.

SECTION 9: MISCELLANEOUS PROVISIONS

9.1 Dispute Resolution

In the event that a dispute arises under this AGREEMENT, it shall be resolved as follows: The Parties shall each appoint a member to a Disputes Resolution Board (DRB), these three members shall select a fourth (neutral) board member not affiliated with any of the Parties. The DRB shall conduct a dispute resolution hearing that shall be informal, non-binding, and unrecorded. An attempt at such dispute resolution in compliance with aforesaid process shall be a prerequisite to the filing of any litigation concerning the dispute. The Parties shall equally share in the cost of the fourth DRB member; however, each Party shall be responsible for its own costs and fees.

9.2 Amendments and Modifications

Any Party may request changes to this AGREEMENT at any time by written notice to the other Parties. Such changes as are mutually agreed upon by and between the Parties shall be incorporated by written amendment to this AGREEMENT.

9.3 Severability

If any of the provisions of this AGREEMENT are held to be illegal, invalid or unenforceable, all other provisions shall remain in full force and effect.

9.4 Execution and Term

This AGREEMENT, including any amendments incorporated into the AGREEMENT, shall remain in full force and effect for five (5) years unless terminated by a Party's governing body, which termination may be for cause or convenience, and shall take effect immediately upon execution by the last signing Party. Any

official notifications between the Parties to this AGREEMENT that would substantially affect the terms or conditions of this AGREEMENT shall be directed to the Agreement Managers as noted below:

Washington State Department of Transportation
Attn: Secretary of Transportation
P.O. Box 47316
Olympia, WA 98504-7316

Chelan-Douglas Transportation Council (CDTC)
Attn: Jeff Wilkens, Executive Director
11 Spokane Street, Suite 301
Wenatchee, WA 98801

Chelan-Douglas Public Transportation Benefit Area (Link Transit)
Attn: Richard DeRock, General Manager
2700 Euclid Avenue
Wenatchee, WA 98801

9.5 Authority to Sign

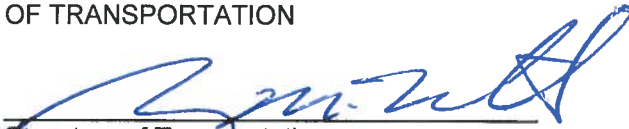
The signatories below represent that they have authority to sign this AGREEMENT and bind their respective entities thereto.

9.6 Recitals

The recitals are hereby incorporated into this AGREEMENT.


IN WITNESS WHEREOF, the Parties hereto have executed this AGREEMENT as of the date signed last by the Parties below.

WASHINGTON STATE DEPARTMENT
OF TRANSPORTATION


Secretary of Transportation


Date 7/11/16

CHELAN-DOUGLAS PUBLIC
TRANSPORTATION BENEFIT AREA


Richard DeRock, General Manager

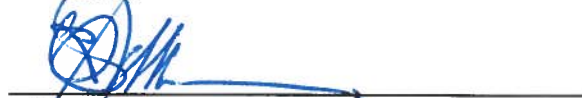
Date June 9, 2016

APPROVED AS TO FORM FOR WSDOT:


Susan Cruise
Assistant Attorney General

Date May 9, 2016

APPROVED AS TO FORM:


Chelan-Douglas Public Transportation Benefit
Area
Legal Counsel

Date May 27, 2016

CHELAN-DOUGLAS TRANSPORTATION
COUNCIL



Jeff Wilkens, Executive Director

Date 5/26/2016

APPROVED AS TO FORM



Chelan-Douglas Transportation Council
Legal Counsel

Date 5-26-16