U V L S R P C

Upper Valley Lake Sunapee
Regional Planning Commission

December 21, 2009

Ms. Jeanne Ryer, Chair
State Coordination Council
NH Endowment for Health
14 Pleasant Street
Concord, NH 03301

Mr. Ken Hazeltine, Chair
SCC Subcommittee on RCCs
Granite State Independent Living
21 Chennel Drive
Concord, NH 03301

Dear Ms. Ryer and Mr. Hazeltine:

I am pleased to submit this application by the Grafton-Coos Regional Coordinating Council on Community Transportation for review and recognition by the State Coordination Council.

Included in this package are organizational documents as well as a narrative of the past activities and future goals of the Grafton-Coos RCC. If deemed appropriate, a delegation from the region will meet with the members of the SCC to discuss this application, our community goals, and workplan.

We look forward to playing an active role in advancing the development of community transportation both in the Grafton-Coos Region and Statewide and hope that you will act favorably on this application.

Sincerely yours,

Patricia C. Crocker, MPA
On Behalf of the
Grafton-Coos RCC Members

Attachments

30 Bank Street, Lebanon, New Hampshire 03766-1756 (603) 448-1680 Fax (603) 448-0170 www.uvlsrpc.org

Grafton-Coos Regional Coordination Council

Application for Recognition by the Statewide Coordinating Council

December 21, 2009

The formation of Regional Coordinating Councils proceeded separately in Regions 1 and 2 during much of FY 2009. During that same time, the members of the two groups, recognizing their mutual needs and interests, entered into discussions that concluded with a proposal to combine the two regions, a move they believed would best serve the larger community and hold the potential for administrative efficiencies.

The Grafton County Stakeholders group addressed this matter in a letter dated May 13, 2009, to the State Coordinating Council for Community Transportation (SCC). That letter (attached) set out the interests and concerns of those stakeholders. The SCC considered the issues and approved the merger of Regions 1 and 2 if stakeholders concurred.

The two regional stakeholder groups met in a joint session on October 9, 2009. Discussion about the logistics of involving participants from this large geographic region occurred. The participants from Region 1 were concerned about insuring participation from the towns at the farthest distances. The members of both regional groups agreed to do their best to be inclusive and to rotate meeting locations to insure maximum participation from the entire Coos region. Following discussion the groups voted unanimously to merge Coordination Regions 1 and 2. The members present at the meeting were:

Roberta Berner, Grafton County Senior Citizens Council
Van Chesnut, Advance Transit
Ken Hazeltine, Granite State Independent Living
Frank Claffey, Bethlehem
Joe Elgosin, Whitefield
Mike Gilman, NH Employment Security
Doug Grant, Transport Central
Patsy Kendall, Transport Central
Kitt Griggs, United Valley Interfaith Project
Kirby Ogle, People Movers Inc.
Chris Dye, United Valley Interfaith Project
Deb Tuck, NHDHHS
Beverly Raymond, TCCAP
Glenn English, Haverhill
Michael King, North Country Council
Christine Walker, UVLSRPC
Patricia Crocker, UVLSRPC
Mary Deppe, North Country Council

Grafton-Coos Regional Coordination Council

Participants at earlier meetings have included a broad array of organizations and individuals interested in improving community transportation services in these regions and have participated and been informed of the efforts to achieve regional transportation coordination:

Region 1

Organization Name	ED Name	Street Address	City
Tri County Community Action Program	Beverly Raymond	31 Pleasant Street	Berlin
Bureau for Elderly and Adult Service	Debra Tuck	80 N. Littleton Road	Littleton
Littleton Regional Hospital	Gail Clark	600 St Johnsbury Rd	Littleton
Morrison Nursing Home	Cheryl O'Malley	6 Terrace Street	Whitefield
Weeks Medical Center	Bob Fink	173 Middle Street	Lancaster
Ross Ambulance	Adam Smith	282 W. Main Street	Littleton
New Hampshire Employment Program	Kate Harding	646 Union Street	Littleton
Lisbon	Regan Pride	46 School Street	Lisbon
Bethlehem	Frank Claffey		Bethlehem
Whitefield	Joe Elgosin		Whitefield
Governor's Office	Rich McLeod		
Franconia Planning Board	Nannette Avril	421 Main Street	Franconia
Appalachian Mountain Club	Larry Garland	Route 302	Bretton Woods
Lancaster	Steven Young		Lancaster
Department of Health and Human Services	David Roy	231 Main Street	Berlin
Department of Health and Human Services	Patrick Herlihy		Concord
Department of Transportation	Kit Morgan		Concord
NH Employment Security	Mike Gilman	646 Union Street	Littleton

Region 2

Acorn 10 Bricks	Larry Kelly	57 Mechanic St. #5	Lebanon
Acorn	Paul E. Brogan	57 Mechanic St. #240	Lebanon
Child and Family Services	Jeannette Birge	3 Atwood Avenue	Lebanon
Child Care Project at Dartmouth	Susan Lloyd	17 ½ Lebanon St.	Lebanon
Children's Center of the Upper Valley	Connie Todd	3 Mechanic Street	Lebanon
Good Beginnings	Ann Bradley	Benning Street, #6	W. Lebanon
Grafton County Senior Citizens Council	Roberta Berner	Campbell Street	Lebanon
Hannah House	Randy Walker	Abbott Street	Lebanon
Headrest	Michael Cryans	Church Street	Lebanon
Listen	Merilynn Bourne	Hanover Street	Lebanon
Second Growth, Inc.	Robert Bryant	1 Oak Ridge Rd. #3	W. Lebanon
Upper Valley Haven	Tom Ketteridge	713 Hartford Ave.	Hartford, VT
Pathways of the Upper Valley	Mark Mills	85 Mechanic St. #300	Lebanon
	Allyn Gerard		
Upper Valley Substance Abuse	Mark Helijas	85 N. Main Street	Hartford, VT
Support Center of the Upper Valley	Phillip Eller	12 Flynn Street	Lebanon
VNA/Hospice of VT/NH	Sue Larman	331 Olcott Drive #1	Hartford, VT
West Central Services	Paul Gorman	9 Hanover St. #300	Lebanon
United Valley Interfaith Project	Rod Wendt	P.O. Box 430	Meriden, NH
	Kitt Griggs		
	Christopher Dye		
Willing Hands Enterprises	Jack Lyons		Lebanon
WISE (Women's Information Services)	Peggy O'Neill	79 Hanover St.	Lebanon
Dartmouth Hitchcock Medical Center	Greg Norman	1 Medical Center Dr.	Lebanon
	Michele Blanchard		
Town of Haverhill	Glenn English	Town Offices	Haverhill
Advance Transit	Van Chesnut	Olcott Driver	Wilder, VT
Upper Valley TMA	Gabe Zoerheide		Hartford, VT
Alice Peck Day Memorial Hospital	Meg Colton	125 Mascoma St.	Lebanon
NH Endowment for Health	Jean Ryer		Concord
People Movers, Inc.	Kirby Ogle		Hartford, VT
Lakes Region United Way	Kevin Conway		

Grafton-Coos Regional Coordination Council

NHDHHS	Patrick Herlihy	Concord
NHDOT	Kit Morgan	Concord
	Shelley Winters	
Stagecoach Transportation Svcs.	David Palmer	Randolph, VT
Transport Central	Patsy Kendall	Plymouth
	Doug Grant	
Dartmouth College	Joanna Whitcomb	Hanover
Lakes Region RPC	Mike Izard	Meredith
Upper Valley Lake Sunapee RPC	Nate Miller/Pat Crocker	Lebanon

The GRAFTON-COOS RCC's mission is the development of a diverse system of transportation options in the Grafton-Coos Region. The GRAFTON-COOS RCC's objectives include:

- *Transportation accessible to all; inviting to all ages and all walks of life;*
- *Collaboration among human service agencies, municipalities, businesses, and citizens;*
- *Expanded public transportation services and options, including volunteers, carpooling, taxi services, and rail, bicycle and pedestrian paths;*
- *Transportation within the counties and connections with other regions.*

Composition of the RCC

The Department of Health and Human Services representatives to the Grafton-Coos RCC are David Roy, DHHS Regional Office and Patrick Herlihy, DHHS Transportation Coordinator.

The members of the Grafton-Coos RCC include the following organizations that use, provide, purchase, or advocate for transportation services within the G-C RCC Region and have signed MoUs to date are:

1. United Valley Interfaith Project, Chris Dye, Kitt Griggs
2. Weeks Medical Center, Robert Fink
3. Citizen Member, Bethlehem, Frank Claffey
4. Granite State Independent Living, Ken Hazeltine
5. Transport Central, Plymouth, Patsy Kendall
6. Littleton Regional Hospital, Gail Clark
7. People Movers, Inc., Kirby Ogle
8. Pathways of the River Valley, Mark Mills
9. Tri County Community Action /North Country Transit, Bev Raymond
10. Grafton County Senior Citizens Council, Roberta Berner
11. Advance Transit, Van Chesnut

Work Plan for the SFY2010

The effectiveness of the Grafton-Coos RCC will be measured by the results of its efforts to achieve the goals identified in the calendar year 2010 work plan.

Over the course of the coming year, the Grafton-Coos Regional Coordinating Council (G-CRCC) will begin a process of education about the logistical, financial, and regulatory aspects of coordinating public and human service transportation. They will seek the

advice and counsel of professionals in government and the private sector to help form the outline for services and expectations that will best improve coordination and access to transportation services for citizens of the region.

The members of the Grafton Coos RCC will:

- Assess the current level of coordination through collection of data that will inform their efforts and determine how they may begin to actualize coordination in daily operations.
- Gather information about transportation activity, resources and needs of the current system as well as about unmet needs.
- Review driver and operating standards and consider how they might develop consistent procedures and program guidelines including establishing procedures for recruiting, background checking, and training volunteer drivers.
- Expand existing and develop new volunteer driver programs throughout the regions;
- Develop a communication strategy to inform and engage the public in the RCC's activities, goals, and plans.
- Analyze and understand cost-allocation and program billing guidelines that must be complied with in a coordinated system.
- Assess and address with concrete solutions, any remaining barriers to coordination.
- Work with state officials to determine contract requirements and expectations for an eventual Regional Transportation Coordinator.
- Establish measures to assess the success of each of the goals listed.

A Nominating Committee will be appointed to propose a slate of officers who will take office in January 2010. The RCC leadership will then form sub-committees to tackle various elements of the work plan. The UVLSRPC, NCC, and LRPC will continue to assist and staff the RCC and its subcommittees.

Organizational Documents –

Bylaws, Conflict of Interest Policy, and signed MoUs are attached to this document as Appendices A – C.

Letter to the State Coordinating Council on Community Transportation May 13, 2009

U V L S R P C

Upper Valley Lake Sunapee
Regional Planning Commission

May 13, 2009

Mr. Sonke Dornblut
State Coordinating Council for Community Transportation
c/o UNH Institute on Disability
10 West Edge Drive- Suite 101
Durham, NH 03824

Ms. Kelly Clark
State Coordinating Council for Community Transportation
c/o AARP New Hampshire
900 Elm Street- Suite 702
Manchester, NH 03101

Re: Region 1 and Region 2 Boundaries

Dear Mr. Dornblut and Ms. Clark:

Thank you for your willingness to hold the May meeting of the State Coordinating Council for Community Transportation in northern Grafton County. This meeting will provide a forum for discussion related to the delineation of regional boundaries for six northern Grafton County Communities (Littleton, Bethlehem, Lyman, Lisbon, Sugar Hill, and Franconia). In advance of that meeting, I would like to outline the thoughts of the Grafton County Transportation Coordination Stakeholders Group (the group evolving into the Region 2 RCC) related to this issue.

This decision directly impacts two providers serving the six communities in question: the Grafton County Senior Citizens Council and North Country Transportation. In order to render a fully informed decision, the SCC must understand how these services function, what populations are being served by these services, and the potential ramifications on these services that will result from including these six northern Grafton County communities in either Region 1 or Region 2.

It is important to recognize that the services provided by the Grafton County Senior Citizens Council (GCSCC) are unique in the statewide system. This is a *county-wide service* that the Grafton County Transportation Coordination Stakeholders Group strongly feels should be preserved, regardless of the ultimate delineation of regional coordination boundaries. The GCSCC services function very well, and the Council provided nearly 50,000 trips across Grafton County in 2008. In the six communities in question, GCSCC provided nearly 9,000 trips and over 42,000 meals in 2008.

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It is important to recognize that GCSCC's transportation services are heavily integrated with other elder services. The Stakeholders Group is concerned that considering GCSCC's transportation service to be "detachable" for the purposes of implementing a non-emergency medical transportation coordination system would result in unintended consequences, including hindering GCSCC's ability to provide other essential elder services (e.g. door-through-door service, etc).

Given the level of ridership on GCSCC's Littleton-based service, there is limited ability to integrate members of the general public with a service that is already approaching capacity. When a similar transportation coordination system was being crafted in the State of Vermont, concerns were raised related to the provision of integrated elder services and transportation in Addison County (including an agency called Elderly Services, Inc. in Middlebury, Vermont). In that case, the state of Vermont accommodated the special needs of that program and allowed it to maintain autonomy over the provision of its transportation services.

The Grafton County Transportation Coordination Stakeholders Group recognizes the strong socioeconomic ties between Littleton and Coos County, and that North Country Transportation (NCT) is providing fixed-route services between Littleton and Lancaster. We seek a resolution to this issue that maintains NCT's service and GCSCC's services with minimal impact to both. However, the question that is continually raised by members of the Grafton County Transportation Stakeholders Group is, "What is at stake with the delineation of coordination boundaries in northern Grafton County and which programs will ultimately be included in the coordinated system?"

The Grafton County Transportation Coordination Stakeholders Group does not have the answers to these questions, and as such, we can articulate our position based on three hypothetical scenarios.

- If NHDOT and NH DHHS consider non-emergency medical transportation funded by the Medicaid program to be the only program included in the coordinated transportation system, then the Grafton County Transportation Coordination Stakeholders Group would endorse either resolution to this regional boundaries issue (e.g. including all of the communities in either Region 1 or Region 2).
- If NHDOT and NH DHHS wish to include other programs beyond non-emergency medical transportation funded in the coordinated transportation system (e.g. the Title III-B program, 5310-purchased vehicles, etc), the Grafton County Transportation Coordination Stakeholders Group would endorse a resolution that would include the six northern Grafton County communities in question in Region 2. Our primary concern, as explained above, is to not disrupt GCSCC's successful county-wide services. We would like to maintain GCSCC's existing integration of transportation services with other essential elder services (e.g. door-through-door service, etc). We are concerned that if other funding programs are included in the coordinated system, and the six communities in question are included in Region 1, that the provision of other previously integrated elder services will be negatively impacted to an extent not yet known.
- If the State Coordinating Council recognizes and accommodates the special needs of the Grafton County Senior Citizens Council's program and allows it to maintain autonomy over

the provision of its services, then the Grafton County Transportation Coordination Stakeholders Group would endorse either resolution to this regional boundaries issue (e.g. including all of the communities in either Region 1 or Region 2).

If you have any questions about this correspondence, please feel free to give me a call at (603) 448-6798 or e-mail me at nmiller@uvlsrpc.org. Thank you again for your thoughtful consideration of this matter.

Respectfully Submitted,

Nathan Miller, AICP
Chair, Grafton County Transportation Coordination Stakeholders Group

Bylaws – Appendix A

Bylaws

October 10, 2009

Article I: Purpose

The Upper Valley Lake Sunapee, North Country Council, and Lakes Region Regional Planning Commissions in order to address the public transportation availability and quality in the municipalities within their respective regions and to improve mobility options for residents, hereby establishes the Grafton-Coos Regional Coordination Council on Community Transportation hereinafter referred to as the G-CRCC.
The G-CRCC Region includes the municipalities within Coos and Grafton Counties.

- This regional planning advisory committee will be charged with the following duties:
- Guide the development and coordination of shared ride and public transportation options within the Grafton-Coos Region. The G-CRCC will monitor the implementation of a regional system of coordinated transportation so that all citizens will have access to services and be able to travel within the region and between regions, and so that municipalities, human service agencies and other organizations will have an efficient mechanism to purchase shared ride, coordinated transportation services for their citizens, clients, and customers.

- To assist in the selection, guidance, and monitoring of, a Regional Transportation Coordinator (RTC), an organization that will be responsible for the day-to-day coordination of community transportation.

- Consider and make recommendations for transportation options including mileage reimbursement, rider subsidy programs, volunteer driver programs, vehicle sharing, and associated functions and technical support.

- Provide comment and recommendations to the State Coordination Council for Community (SCC) Transportation on the policies that the SCC has established and assessment and evaluation on the performance of the RTC and transportation providers and services within its region operating under contract to the SCC.

Article II: Membership of the G-CRCC

II.1 Membership Eligibility Criteria

The G-CRCC shall be composed of organizational and citizen members from within the RCC region's municipalities, for-profit and not-for-profit organizations and businesses, and will be appointed by the Regional Planning Commissions to serve on the RCC. The G-CRCC shall be comprised of between fifteen (15) and twenty-one (21) members from among the following categories of members.

Organizational Members – Any of the following organizations may be members of the G-CRCC upon formal adoption of the G-CRCC's Memorandum of Understanding by that governmental unit or organization and formal acceptance by the G-CRCC:

1. Any county, municipal, private non-profit or for-profit organization based in Grafton and Coos Counties that funds or purchases transportation services.
2. Public or private transportation organizations that arranges and/or provides such transportation services for the general public or human service agency clientele either incidentally or under contract;
3. Any regional agency involved in the planning of public/passenger transportation in the Grafton and Coos County Region.
4. Any state agency involved in the planning of public/passenger transportation in the Grafton and Coos County Region.
5. Organizations representing groups of consumers that would be positively affected by such mobility and access improvements in Grafton and Coos Counties, including the elderly and persons with disabilities;
6. Medical Centers, hospitals and rural healthcare providers;
7. Organizations representing the needs of low income citizens;
8. Institutions providing adult and post-secondary education;
9. Employers in the public and private sectors.

Each Organizational Member shall have one (1) representative and one (1) alternate representative to the G-CRCC to serve in the absence of the other representative. There shall be up to two (2) members of the RCC from each category of organizational members.

Citizen Members – Citizen Members must be residents of New Hampshire and take an active interest in improving mobility options for all citizens, seniors and persons with disabilities. There shall be at least one, but no more than three (3) citizen members on the G-CRCC. Citizen members shall be recommended for appointment by the members of the G-C RCC and selected based on their interest, expertise, and commitment to improving public transportation options in the region. The term of each citizen member shall be two years. The Regional Planning Commissioners shall review the recommendation and if they approve, appoint the citizen members. Citizen members shall have voting rights. Alternates may be designated for citizen members at the time of their appointment at the discretion of the Regional Planning Commissions.

II.2 Rights and Responsibilities of Membership

Each member will have one vote on any decision put to a vote. The alternate representative may cast an organizational member's vote in the primary representative's absence.

To maintain "good standing," a member must attend at least 75% of the regular meetings; miss no more than two consecutive regular meetings in a calendar year. The RCC Membership Committee may determine if a missed meeting is excused; an excused absence shall not count as non-attendance.

A member may be requested to serve on at least one of the G-CRCC's subcommittees.

Article III: Officers of the G-CRCC

III.1 Officers and Terms of Office

The Officers of the G-CRCC shall be:

- Chair
- Vice Chair
- Secretary/Treasurer/Treasurer

The term of each officer shall be one year. Officers may serve multiple terms but no officer may serve more than three (3) successive terms in any single office.

III.2 Election of Officers and Operating Year

The G-CRCC's operating year shall begin on July 1. The G-CRCC will elect officers by majority vote at the regular May meeting. Officers shall assume office on July 1. Nominations for officers must be presented to the Secretary/Treasurer no later than 45 calendar days prior to the May meeting at which elections will take place.

II.3 Responsibilities of the Officers

The Chair, or in the event of his/her absence, the Vice Chair, shall preside at all meetings of the G-CRCC; but neither shall be deprived of his/her right to vote. The Chair or Vice Chair shall have such other powers and perform such other duties as may from time to time be voted by the members of G-CRCC, including the establishment of committees and appointment of committee members as may be necessary or convenient for carrying out the business of the G-CRCC.

The Secretary/Treasurer/Treasurer shall be responsible for maintenance of all books and accounts, collection and disbursement of funds for the conduct of G-CRCC business. The Secretary/Treasurer shall be responsible for disseminating information to G-CRCC members, signing G-CRCC correspondence, keeping meeting attendance records, and recording minutes of meetings.

Collectively, the Chair, Vice Chair, Secretary/Treasurer shall comprise the Executive Committee. The Chair, Vice Chair, Secretary/Treasurer must be members in good standing.

III.4 Vacancies

If an officer vacates an office for any reason (non-attendance, resignation), the Chair (or Vice Chair if the vacancy is the Chair) shall declare the vacancy at the next regularly scheduled meeting. A vacancy in any office may be filled by majority vote of the members present for the remainder of unexpired portion of the term.

III.5 Removal of Officers

Members, by 2/3 vote of all members, may remove an officer with cause. An officer under consideration for removal will have the opportunity to be advised of the reason for removal and be given the opportunity to speak to the concerns of the membership in an Executive Session. The officer under consideration for removal may be given a thirty-day (30) period to correct any deficiencies before the vote is taken

Article IV: Meetings of the G-CRCC

IV.1 Regular Meetings
The G-CRCC shall meet at a minimum quarterly at a date, time, and location as determined by a majority vote of the members. The G-CRCC may vote to meet more frequently and shall set the date and time of the next regular-meeting at a prior meeting. For good cause, the Chair may also cancel a meeting. There shall be no less than one (1) meeting of the G-CRCC in each fiscal calendar quarter. At the regular meetings, the G-CRCC may take such actions, pass such resolutions, or conduct such other business as are on the agenda or may otherwise be properly brought before it.

IV.2 Special Meetings
The Chair, or in the event of his/her absence, the Vice Chair may call a special meeting of the G-CRCC as required and shall call a special meeting at the written, verbal or electronic request of one-third (1/3) of the members. Business at special meetings shall be limited to the subjects stated in the notice for the meeting.

IV.3 Information Meetings
The Executive Committee may call an informational meeting as may be required for the presentation and dissemination of reports, analyses, or other data, and for the informal discussion thereof by the G-CRCC. No formal action by the G-CRCC shall be taken at such meetings.

IV.4 Meeting Notice and Agenda; Open Meetings
At a minimum, all meetings of the G-CRCC shall be governed by New Hampshire CHAPTER 91-A, ACCESS TO GOVERNMENTAL RECORDS AND MEETINGS, and consistent with RPC practices and procedures for operation of subcommittees.

IV.5 Quorum
A quorum for conducting business shall consist of seven members or one-third of the members, whichever is lower, and physically present. The Chair or Vice Chair of the Coordinating Council must be among the members constituting a quorum.

IV.6 Structure and Conduct of Meetings
- The Chairperson shall preside at each meeting of the members of the RCC.
- In the absence of the Chairperson, the Vice Chairperson shall preside.
- The Secretary/Treasurer shall act as the recording secretary of the meeting.
- In the absence of the Secretary/Treasurer, the chairperson of the meeting shall appoint a member to act as Secretary/Treasurer for recording the meeting minutes.

IV.7 Public Participation at Meetings
Any person is welcome to attend all regular and special meetings of the G-CRCC, excluding any legally exempt executive sessions, and be permitted to address the G-CRCC as noted in Section V.6. There shall be two separate opportunities for public comment in these meetings – the first shall be specific to agenda items, the second specific to other business. The Chair shall identify the times for these opportunities in the agenda. Each public comment shall be limited to three (3) minutes. This limit may be extended at the discretion of the Chair. Written comments shall be requested

whenever possible to assist with efficient operation of meetings and the maintenance of the public record, but shall not be required in advance.

Article V: Voting

No vote on a substantive matter shall be taken unless the issue to be voted on has been listed in the proposed agenda and timely notice (see Article V.4) has been given to all members. Election of Officers and appointment of Citizen Members are considered substantive issues. Contractual commitments of the G-CRCC or its members are also considered substantive issues. A quorum must exist before any formal vote is taken (see **Article IV.5**).

Each member shall have one vote on any decision put to a vote and must be present to vote. In the absence of a voting organizational member representative, a designated alternative may cast the vote if present at the meeting. Proxy voting is prohibited.

All decisions put to a vote, with the following exceptions, require a majority vote of all members present to pass. The exceptions which require a 2/3 vote of all members present to pass include changes or amendments to these by-laws and removal of officers which requires a 2/3 vote of all members. (**Articles IV. 5 and XI.**).

V. 2. RPC Oversight and Voting Dispute Resolution

Where an RCC is a sub-committee of multiple Regional Planning Commissions, the Executive Directors of such Commissions shall have oversight of the RCC in all fiscal and legal matters that may affect their respective RPC. In the event of a disputed or tie vote among the RCC members **on matters relating to public transportation coordination**, the RPC Directors will attempt resolve the matter. If the RPC Directors are unable to reach a satisfactory resolution, the State Coordinating Council shall mediate and recommend a solution to the parties.

Article VI: Committees of the G-CRCC

On an annual basis, G-CRCC shall establish or continue standing committees as may be necessary or convenient for carrying out the business of the G-CRCC. Standing committees will be chaired by members of the G-CRCC but non-members may be included.
Standing committees may include:

- Education Committee
- Consumer Liaison Committee
- Design/Operations Committee
- Executive Committee
- Finance Committee
- Geographic Sub Committees
- Land Use/Transportation Planning Committee
- Marketing/Public Information Committee
- Membership Committee
- Regulatory/Policy Committee

Additional standing committees may be established if necessary or appropriate to conduct the business of the G-CRCC. Committees shall be established upon the affirmative vote of the majority of the G-CRCC members present at a regular or special meeting. The Executive Committee may propose additional committees and appoint committee members as may be necessary or convenient for carrying out the business of the G-CRCC. Non-members may at the discretion of the Executive Committee, be recommended to serve on G-CRCC committees because of their special expertise or association with particular issues.

Article VII: Compensation of Officers

The Officers of the G-CRCC shall serve without salary. Payment by the G-CRCC of reasonable expenses incurred by the Officers in the performance of their duties or reasonable compensation for special services rendered by any G-CRCC member may be authorized by the Commissioners of all the RPCs.

Article VIII: Discrimination

The G-CRCC shall not, in any of its activities, policies or programs, discriminate against any person on the basis of race, age, religion, national origin, sexual orientation, gender or any other status covered in the laws of the State of New Hampshire or the United States Code.

Article IX: Conflicts of Interest

The G-CRCC Conflict of Interest Policy, incorporated by reference in these Bylaws, shall apply to all members and guide the conduct of business.

Article X: Amendments

These by-laws may be amended or repealed by the affirmative vote of 2/3 vote of the G-CRCC members present at a regular meeting thereof, if the notice of such meeting has contained a copy of the proposed amendment or repeal. Final approval of RCC Bylaw Amendments must be approved by the RPC Commissioners.

Article XI: Effective Date

Bylaws shall become effective upon final approval of the authorizing authority of the RPC and adoption by 2/3 vote of the G-CRCC members present.

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Conflict of Interest Policy – Appendix B

A. PURPOSE

1. The Members and Officers of Grafton-Coos Regional Coordination Council (G-CRCC) may only serve for the public purposes of this G-CRCC. It is contemplated that the G-CRCC shall not enter into a transaction or arrangement that might benefit the private interest of an officer or member of the G-CRCC or might result in a possible excess benefit transaction.

2. The purpose of this Conflict of Interest Policy is to protect the G-CRCC's interest in the event it should consider such a transaction or arrangement. This policy is intended to supplement but not replace any applicable New Hampshire and federal laws governing conflict of interest applicable to municipal, nonprofit, and charitable organizations.

B. DEFINITIONS

1. Interested Person – Any trustee, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2. Financial Interest –A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

a. An ownership or investment interest in any entity with which the G-CRCC has a transaction or arrangement,
b. A compensation arrangement with the G-CRCC or with any entity or individual with which the G-CRCC has a transaction or arrangement,
c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the G-CRCC is negotiating. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

C. PROCEDURES

1. Duty to Disclose –In connection with any actual or possible conflict of interest, an interested person must disclose in writing the existence of the financial interest and be given the opportunity to disclose all material facts to the governing board and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists – After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest– If the Board or Committee decides that a conflict of interest exists, it shall follow these procedures:

a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
b. The chairperson of the governing board or committee shall, if appropriate appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
c. After exercising due diligence, the governing board or committee shall determine whether the G-CRCC can obtain with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest. If it can do so with reasonable efforts, the governing board or committee shall choose a more advantageous transaction or arrangement that does not give rise to a conflict of interest over one that does.
d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing body or committee shall determine by a vote of the disinterested board members: (1) whether the transaction or arrangement is in the G-CRCC's best interest, for its own benefit; (2) whether it is fair and reasonable, notwithstanding the conflict of interest.

In conformity with the above determinations, the governing body or committee shall make its decision as to whether to enter into the transaction or arrangement, notwithstanding the conflict of interest, by the following procedures:

(i) For a transaction less than $500 in a fiscal year, a simple majority vote of the disinterested council members or committee members is needed.

(ii) For a transaction involving more than $500, but less than $5,000 in a fiscal year, a two-thirds vote of the disinterested council members or committee members is needed.

(iii) For a transaction involving more than $5,000 in a fiscal year, a two-thirds vote of the disinterested council members is needed and, if there is a two-thirds majority vote of the disinterested council members to proceed with a transaction or arrangement involving more than $5,000 in a fiscal year, publication in a newspaper in general circulation in Grafton and Coos Counties before consummating the transaction or arrangement is also required.

e. In general, it is not considered a prohibited transaction or arrangement if an interested person receives:

(1) Reasonable compensation for services as an executive director or expenses incurred in connection with official duties as a trustee or officer,
(2) A benefit provided by the G-CRCC if:

(i) The benefits are provided or paid as part of programs, benefits, or payments to members of the general public; and
(ii) The G-CRCC has adopted written eligibility criteria for such benefit in accordance with its bylaws or applicable laws; and
(iii) The interested person meets all of the eligibility criteria for receiving such benefit.

(3) A benefit pursuant to a continuing transaction entered into by the G-CRCC, merely because a person with a financial interest therein subsequently becomes an officer, or trustee of the G-CRCC, but the votes (and notifications, if necessary) specified in Article XII, must still be conducted.

5. **Violations of the Conflicts of Interest Policy**

a. If the committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

D. PROHIBITED TRANSACTIONS

1. Loans – The G-CRCC shall not lend money or property to any interested person.

2. Real Estate Transactions – The G-CRCC shall not give to, sell to or lease any real estate or any interest in real estate from any interested person (for a period of more than five (5) years.

E. RECORDS OF PROCEEDINGS

1. Minutes – The minutes of the meetings of the G-CRCC and all committees with delegated powers shall contain:

a. The names of the persons who disclosed, or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing boards or committee's decision whether a conflict of interest in fact existed.
b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

2. Reports – The G-CRCC shall maintain a list disclosing each and every transaction or arrangement with an interested person in which a conflict of interest was found, including the names of those to whom the benefit accrued and the amount of the benefit. Such list shall be available for inspection by members and the public. All documents so provided may be disclosed to the public for inspection and copying, subject to applicable confidentiality laws.

F. COMPENSATION

1. **G-CRCC Member Cannot Vote on Own Compensation**
   A voting member of the G-CRCC who receives compensation, directly or indirectly, from the G-CRCC for services, is precluded from voting on matters pertaining to that member's compensation.
2. **Committee Member Cannot Vote on Own Compensation**
   A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the G-CRCC for services, is precluded from voting on matters pertaining to that member's compensation.

3. **No Prohibition on Disclosure of Compensation**
   No voting member of the G-CRCC or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the G-CRCC, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

F. ANNUAL STATEMENTS

Receipt and Understanding of Policy – Each officer and member of a committee shall annually sign a statement that affirms such person:

a. Has received a copy of this Conflict of Interest Policy,
b. Has read and understands this Policy,
c. Has agreed to comply with this Policy

G. PERIODIC REVIEWS

Biannual Reviews by Commission – To ensure the G-CRCC operates in a manner consistent with public purposes and does not engage in activities that could jeopardize its exempt status, periodic reviews shall be conducted at least biannually by the Executive Committee. The periodic reviews shall, at a minimum, include the following subjects:

a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and are the result of arm's length bargaining.
b. Whether partnerships, joint ventures, and arrangements with management G-CRCC's conform to the G-CRCC's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further the G-CRCC's public purposes and do not result in private inurement, impermissible private benefit, or in an excess benefit transaction.

H. USE OF OUTSIDE EXPERTS

Assistance –When conducting the periodic reviews as provided for in Article VIII, the G-CRCC may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing body of its responsibility for ensuring periodic reviews are conducted.

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Grafton-Coos Regional Coordination Council
Annual Statement Regarding Compliance with
Conflict of Interest Policy 2009

I, the undersigned Officer, member, or member of a committee hereby acknowledge and agree to the following:

1. I have received a copy of the G-CRCC Conflict of Interest Policy.
2. I understand its provisions and agree to abide by its terms as long as I hold the position of Officer, member, or member of a committee with RCC delegated powers.
3. I also understand that the G-CRCC and, in order to maintain its federal and state tax exemptions it must engage primarily in activities that accomplish one or more of its exempt purposes.

Signature _____

Print Name _____

Organization_____

Date _____

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Sample MoU and List of Signers – Appendix C

The following organizations and individuals have signed MoUs:

1. United Valley Interfaith Project, Chris Dye, Kitt Griggs
2. Weeks Medical Center, Robert Fink
3. Citizen Member, Bethlehem, Frank Claffey
4. Granite State Independent Living, Ken Hazeltine
5. Transport Central, Plymouth, Patsy Kendall
6. Littleton Regional Hospital, Gail Clark
7. People Movers, Inc., Kirby Ogle
8. Pathways of the River Valley, Mark Mills
9. Tri County Community Action /North Country Transit, Bev Raymond
10. Grafton County Senior Citizens Council, Roberta Berner
11. Advance Transit, Van Chesnut

Grafton-Coos Regional Coordination Council

Memorandum of Understanding

WHEREAS several different transportation programs currently provide service within Grafton and Coos Counties;
WHEREAS there are significant unmet needs for individuals requiring such transportation services;
WHEREAS this service gap is anticipated to grow significantly in the next twenty years due to demographic trends in these regions;
WHEREAS coordination efforts have been shown to result in increased service through improved cost efficiency, elimination of duplication, and access to additional funding; and
WHEREAS there is a need – and an opportunity – to create a balanced network of diverse transportation services and options by coordinating transportation in this region,
BE IT KNOWN THAT,
_____(insert name)_____ intends to participate in the functioning of the Grafton-Coos Regional Coordinating Council (G-CRCC) for Community Transportation established within the Regional Planning Commission(RPC). This Memorandum of Understanding documents this intent and the organization's commitment to the primary mission of the G-CRCC. The region includes the municipalities within Grafton and Coos Counties.

The primary mission of the G-CRCC is:

- To select through competitive solicitation, and recommend to the RPC, a Regional Transportation Coordinator (RTC) that shall be responsible for the day-to-day coordination of community transportation in the region.
- To serve in an advisory role to guide, assist, monitor, and if necessary recommend replacement of a RTC.
- To assure the coordination of shared ride transportation options within the Grafton-Coos Region in order to provide access to local and regional transportation services, and to offer municipalities, human service agencies, and other organizations, the option to purchase coordinated transportation services for their citizens, clients, and customers.

- To advise the SCC on existing and future policies affecting community transportation services, including mileage reimbursement and subsidy programs, volunteer driver programs, and vehicle sharing, as well as related travel training, information referral, call-center functions, vehicle needs and suitability, insurance and maintenance, training, and information technology.

In signifying this intention and commitment, ___(Insert Name of Organization or Individual) _____ pledges to:

- Designate one representative and one alternate representative to the G-CRCC.
- Assure a representative will attend scheduled meetings of the G-CRCC on a regular basis, and shall be active in the functioning of the G-CRCC and its Committees.
- Provide meeting space, if available, for the G-CRCC and/or Committees from time to time.

This Memorandum of Understanding does not require payment of dues or represent a financial obligation on the part of an organization or individual. Either party may cancel this Memorandum of Understanding with 14 days written notice.

IN WITNESS WHEREOF, ____(Insert Name of Organization) _____ indicates its support and intent to participate in the G-CRCC,

Name: _____

Title: _____

Signature: _____

Date: _____

Section to be completed by RPC/RCC

Acknowledged:

Name: _____

Title: _____

Organization: _____

Signature: _____

Date: _____

Grafton-Coos Regional Coordination Council
Annual Statement Regarding Compliance with
Conflict of Interest Policy 2009

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- I have received a copy of the G-CRCC Conflict of Interest Policy.
- I understand its provisions and agree to abide by its terms as long as I hold the position of Officer, member, or member of a committee with RCC delegated powers.
- I also understand that the G-CRCC and, in order to maintain its federal and state tax exemptions it must engage primarily in activities that accomplish one or more of its exempt purposes.

Signature _____

Print Name _____

Organization_____

Date _____

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