

MEMORANDUM OF UNDERSTANDING  
RELATING TO THE  
COMPREHENSIVE, CONTINUING, AND COOPERATIVE TRANSPORTATION PLANNING  
PROCESS FOR THE NORTHERN MIDDLESEX METROPOLITAN PLANNING  
ORGANIZATION

By and Among the  
MASSACHUSETTS DEPARTMENT OF TRANSPORTATION  
NORTHERN MIDDLESEX COUNCIL OF GOVERNMENTS  
LOWELL REGIONAL TRANSIT AUTHORITY

This Memorandum of Understand (MOU), hereinafter referred to as the agreement, is made and entered into this 21<sup>st</sup> day of March, 2025 by and between the Massachusetts Secretary of Transportation and Chief Executive Officer of the Massachusetts Department of Transportation (MassDOT), the Administrator of the Highway Division of MassDOT, the Chair of the Northern Middlesex Council of Governments (NMCOG), the Chair of the Lowell Regional Transit Authority (LRTA), the chief elected official from the City of Lowell who serves as the City's representative to NMCOG, a Select Board member elected to serve on the NMCOG Council and further elected by the Council to serve as that Town's representative to the Northern Middlesex Metropolitan Planning Organization (NMMPO), and an LRTA Advisory Board member representing a community within the NMMPO boundaries other than the City of Lowell, hereinafter referred to as the NMMPO or Northern Middlesex MPO.

WHEREAS, Chapter 25 of the Acts of 2009, An Act Modernizing the Transportation Systems of the Commonwealth bestowed statutory responsibility on the MassDOT Office of Transportation Planning (OTP) to conduct continuous, cooperative, and comprehensive (3C) transportation planning activities and programs of state transportation agencies; and

WHEREAS, the MassDOT OTP has the statutory responsibility, under Chapter 6C of the Massachusetts General Laws (MGL), to conduct comprehensive planning for and to coordinate the activities and programs of the state transportation agencies; and serves as the principal source of transportation planning in the Commonwealth and is responsible for the continual preparation of comprehensive and coordinated transportation plans and programs; and

WHEREAS, the NMMPO region is comprised of the communities of Billerica, Chelmsford, Dracut, Dunstable, Lowell, Pepperell, Tewksbury, Tyngsborough, and Westford; and

WHEREAS, NMCOG is recognized by the MPO as the officially designated regional planning agency for the Northern Middlesex region and as such has the official statutory responsibility for metropolitan planning and coordination, including comprehensive planning and transportation planning, as provided for under the provisions of Chapter 40B of the MGL, Chapter 357 of the Acts of 1972 as amended by Chapter 14 of the Acts of 1974 and Chapter 420 of the Acts of 1989 and, in addition is comprised of a Select Board member or City Councilor and Planning Board member of each of its nine member local governments; and

WHEREAS, the Lowell Regional Transit Authority (LRTA) is comprised of chief elected officials or designees of 14 municipalities which provide transit and paratransit services to the Northern Middlesex region's member communities, and communities that extend beyond the region, and is also mandated to engage in comprehensive intermodal transportation planning under Chapter 161B of the MGL; and

WHEREAS, NMCOG, the LRTA, and MassDOT conduct a 3C transportation planning process with member communities as provided for in 23 United States Code (U.S.C) 134. This process results in plans and programs that consider all transportation modes and supports community planning and regional goals. These plans and programs lead to the development and operation of an integrated, inter-modal transportation system that facilitates the efficient movement of goods and people. All plans and programs are to consider 23 U.S.C. 134 and all applicable requirements, including the requirements of the 1990 Clean Air Act Amendments and the Americans with Disabilities Act; and

WHEREAS, MassDOT, the LRTA and NMCOG on April 29, 1976 signed a MOU agreeing to work together in undertaking the 3C process required by the United States Department of Transportation under the provisions of Section 134 of Title 23 of the United States Code, as amended, and those of 49 U.S.C. 5303; and

WHEREAS, the Governor of the Commonwealth of Massachusetts, who originally designated the NMMPO in 1972, in response to provisions of the Federal-aid highway program (FAHP) and authorization acts that have subsequently continued the FAHP, including the current authorization through the Infrastructure Investment and Jobs Act (also known as the Bipartisan Infrastructure Law) signed into law as PL 117-58 on November 15, 2021, and rules and regulations thereto, and the forthcoming Federal Transportation Reauthorization anticipated during the term of this MOU, and in view of their responsibility for the transportation planning and programming process of the parties to this agreement previously designated representative from these Parties to be the NMMPO; and

WHEREAS, Section 450.314(a) of Title 23 of the Code of Federal Regulations (CFR) provides that, to the extent possible, there be one agreement containing the understanding required by this section with respect to cooperatively carrying out transportation planning and programming among the MPO, State and publicly owned operators of mass transportation services; and

WHEREAS, the members of the NMMPO recognize that transportation planning and programming must be conducted as an integral part of and consistent with the comprehensive regional planning and development process, and that the process must involve the fullest possible participation by state and regional agencies, local governments, private institutions, other appropriate groups and the general public.

**NOW, THEREFORE**, the parties do hereby enter into this agreement in order to effectively develop transportation systems, plans and programs and jointly agree as follows:

**Objectives of the Federal 3C Transportation Planning Process**

- The 3C process is comprehensive, including the effective integration of the various stages and levels of transportation planning and programming for the entire region and examining all modes to assure a balanced planning and programming effort;
- The 3C process is continuing, affirming the necessity to plan for the short and long-range needs of the regional transportation system, emphasizing the interactive character of the progression from systems planning to project planning, programming, operations, and implementation;
- The 3C process is cooperative, requiring effective coordination among public officials at all levels of government, and inviting the wide participation of all parties, public or private, at all stages of the transportation planning process; and
- This 3C process is multimodal and is intended to help provide the region with the ability to

maintain, manage and operate a multimodal transportation system that provides a high level of mobility and safety for people and freight, consistent with fiscal and environmental resources.

Nothing herein shall be deemed to prohibit the NMMPO from using, through contractual agreements, the staff resources of other local agencies to carry out selected elements of the planning process.

### **Membership of the Northern Middlesex MPO**

The Transportation Planning Process for the Northern Middlesex region shall be a cooperative process among the following voting and non-voting members or their designees:

1. The Secretary and CEO of MassDOT;
2. The MassDOT Highway Administrator;
3. The Chair of NMCOG;
4. The Chair of the LRTA Advisory Board;
5. The chief elected official from the City of Lowell elected to serve as the City's representative to NMCOG;
6. A Select Board member from a Northern Middlesex community elected to serve on the Council and further elected by the Council to serve as the Council's representative to the NMMPO; and
7. A LRTA Advisory Board member representing a community within NMMPO boundaries other than the City of Lowell.

The following shall be ex-officio non-voting members carrying out the Transportation Planning Process for the NMMPO region:

1. A representative from a smaller Northern Middlesex community, specifically from the Towns of Dunstable, Pepperell, or Tyngsborough, if not represented by a voting-member;
2. An individual or organization representing the interests of an Environmental Justice community;
3. An individual or organization representing the interests of people who bicycle, walk, or roll;
4. A representative from the Federal Highway Administration; and
5. A representative from the Federal Transit Administration.

The seven voting members shall be signatories certifying and endorsing all NMMPO documents and certifications, with the Secretary and CEO of MassDOT signing for both MassDOT members of the NMMPO.

### **Appointment of Designees**

By September 30<sup>th</sup> of each year of this agreement, each voting and non-voting member shall provide written communication to the Executive Director of the NMMPO designating all individuals who will serve on the NMMPO. Each member may designate alternates from their respective boards to serve on their behalf. Any changes to the designee or alternate must be provided in writing to the Executive Director of the NMMPO.

Each voting and non-voting member may institute separate processes for designating members to the NMMPO. In the case of NMCOG, the NMCOG Chair and NMCOG MPO representative shall serve a term of one year and are elected by majority vote of the NMCOG Council in accordance with NMCOG Bylaws. The LRTA Advisory Board Chair and LRTA NMMPO

representative shall serve for a term of one year. The Chair is elected by majority vote of the LRTA Advisory Board at their Annual meeting in June. The Chair then appoints the LRTA MPO representative from the Advisory Board membership. The Secretary and CEO of the MassDOT or their designee shall chair the NMMPO. The NMMPO may elect other officers as deemed necessary.

#### **Quorum**

Four NMMPO voting members must be present or represented for there to be a quorum and to vote on actions.

#### **Voting**

For a NMMPO action to be approved, adopted, or endorsed a simple majority of those members present, with the exception of votes that would commit a member to fund the implementation of a project or program other than planning activities of the MPO. In such instances, the vote must include an affirmative vote of that member. To vote on action items, a quorum of four voting NMMPO members is required.

#### **Vice-Chair**

At the beginning of each Federal Fiscal Year, upon execution of a contract between MassDOT and NMCOG, the NMMPO shall vote on a Vice-Chair. NMCOG shall serve as staff to the NMMPO, have fiduciary responsibility of the NMMPO, and serve as recordkeeper of any and all NMMPO communications. The Secretary and CEO of MassDOT shall serve as Chair, however, the agency may not occupy both seats. The NMMPO may choose to elect other officers as deemed necessary to carry out the business of the NMMPO.

#### **Meetings of the NMMPO**

The chair or any three members are empowered to call a meeting of the NMMPO. The NMMPO may meet monthly to consider, release for public comment, and endorse any federal certification documents as part of the 3C Process, other transportation plans and studies, Performance Management review of metrics and target setting, and other MPO documents or activities. All NMMPO meetings will be held on the fourth Wednesday of each month and will be advertised in accordance with Public Participation Plan requirements and processes. Meetings may occur in a hybrid format with an option to attend in person or remotely in accordance with and subject to current Open Meeting Law requirements.

#### **Committees of the NMMPO**

From time to time, the NMMPO may decide by an affirmative majority vote of NMMPO members to create project based or advisory committees. Such committees shall include focus on technical and topical areas of concern to the 3C Process. The formation of committees shall include the purpose, goals, timeline for completion of milestones, membership, and authority to make recommendations to the NMMPO. The NMMPO may elect to dissolve any committee by affirmative majority vote of NMMPO members.

#### **Responsibilities of the Northern Middlesex Metropolitan Planning Organization**

The NMMPO shall jointly develop, review and endorse required certification documents including the Public Participation Plan, Unified Planning Work Program, Metropolitan Transportation Plan, and Transportation Improvement Program, as well as such transportation plans, performance measures, certifications and programs as may from time to time be required by federal laws and regulations. In accordance with Title 23 Section 450.314 of the CFR, the NMMPO will jointly develop and make available to the public an Annual Listing of Obligated Projects and financial plans for the regional Transportation Improvement Program, the

Metropolitan Transportation Plan, and the Unified Planning Work Program. The NMMPO will also publish a Title VI report on an annual basis in conjunction with State Title VI reporting requirements.

### **Responsibilities of NMCOG**

NMCOG shall be responsible for comprehensive regional planning and shall provide the technical staff for transportation planning in the NMMPO. The NMMPO shall be the forum for cooperative transportation decision-making in the Northern Middlesex region. In the development and resolution of basic regional transportation policy, the NMMPO shall seek and consider the advice of all interested parties. The NMMPO may adopt rules, bylaws, and other procedures necessary to govern its operation. NMMPO rules and bylaws shall be effective when voted by a majority of NMMPO members. Further, the NMMPO shall have the following responsibilities:

1. In accordance with Title 23 Section 450.316 of the CFR, the NMMPO shall develop a public participation plan, provide adequate public notice and opportunity of public participation activities and review.
2. In accordance with Title 23 Section 450.314(h) of the CFR, the NMMPO shall jointly develop and share information related to transportation performance data, the selection of performance targets in accordance with 23 § 450.306(d) and the prompt reporting of performance targets whenever a target is adopted or changed and to be used in tracking progress toward attainment of critical outcomes for the region and the collection of data for the State asset management plan. The NMMPO will follow the specific procedures identified in the most current version of the Performance Planning Target Setting Procedures document.

### **Responsibilities of MassDOT**

In accordance with Statewide Transportation Plans, Performance Based Planning, and other state transportation planning, programming, or funding processes which directly impact this agreement, MassDOT shall:

1. Solicit input from the NMMPO and LRTA early in the development of Statewide Transportation Plans.
2. Provide an opportunity for the NMMPO and LRTA to review and comment on the draft and final Statewide Transportation Plans.
3. Periodically update the Statewide Transportation Plan and modal plans after soliciting input from the NMMPO and LRTA and providing an opportunity for the NMMPO and LRTA to review and comment on such updates.
4. Conduct periodic regional meetings on the Statewide Transportation Plans seeking assistance from the NMMPO and LRTA in accordance with MassDOT's Public Participation Procedures and the NMMPO Public Participation Plan and Policy.
5. Coordinate all public meetings with MassDOT Public Participation Procedures and the NMMPO Public Participation Plan.
6. Coordinate Statewide Transportation Plans with the NMMPO's Metropolitan Transportation Plan.
7. Develop and share information related to transportation performance data; select performance targets in accordance with 23 § 450.206(c); promptly report performance targets whenever a target is adopted or changed; and follow the specific procedures identified in the most current version of the Performance Planning Target Setting Procedures document. The document will be maintained by the MPO Coordinator within the MassDOT Office of Transportation Planning.
8. Align MPO staff projects with MassDOT planning, permitting, and operational staff,

including but not limited to:

- a. Expediting permitting processes for traffic counting services at locations requested by MassDOT.
  - b. Notifying MPO staff of Statewide Transportation Improvement Program amendments to provide adequate time for preparation of summaries and coordination of public hearings.
  - c. Coordinating between MPO staff and Highway District staff to ensure expeditious communication of project status changes and opportunities for public comment.
  - d. Ongoing coordination calls with MPO OTP staff to ensure timely contracting, budgeting, and advance planning of NMMPO meetings.
9. Report on major statewide and inter-regional policies and issues as they develop.
  10. Provide financial planning information and a list of obligated FHWA funds to the NMMPO.
  11. Make appropriate federal transportation planning funds available to NMCOG by contract to assist in the implementation of the required planning work program as defined in the approved Unified Planning Work Program.

### **Responsibilities of the LRTA**

In accordance with Transit Plans, Performance Based Planning, and other public transportation planning, programming, or funding processes which directly impact this agreement, the LRTA shall:

1. Develop, finance, and contract for the operation of mass transportation facilities and equipment in the public interest consistent with the purposes and provisions of C.161 B of the MGL to achieve the maximum effectiveness in complementing other forms of transportation in order to promote the general economic and social well-being of the region and the Commonwealth.
2. Solicit input from the NMMPO and MassDOT in development of the Transit Asset Management Plan, the Regional Transit Plan, and Title VI Plan.
3. Adopt Public Participation Plans, Policies, and Procedures to obtain and ensure input and participation in public mass transportation planning from the public
4. Provide financial and technical information relevant to the development of certification documents, including but not limited to:
  - a. Providing scenarios during the TIP development process for evaluation and consideration by MPO staff;
  - b. Proposing studies and projects during the planning and development of the UPWP;
  - c. Providing amendments to the federal certification documents in a timely manner to allow MPO staff time for evaluation and consideration of potential impact of amendments on staffing, budget, and participation
5. Provide a listing of federal obligations on an annual basis to the NMMPO as part of MPO requirements and set forth in 23 CFR 450.334.
6. Assist the NMMPO in understanding the NMMPO region's public mass transportation needs, challenges, demand, and solutions as part of the annual 3C transportation planning process.
7. Develop, share information, and solicit input from the NMMPO and MassDOT related to transportation performance measures data; select performance targets in accordance with 23 § 450.206(c); promptly report performance targets whenever a target is adopted or changed; and follow the specific procedures identified in the most current version of the Performance Planning Target Setting Procedures document. The document will be maintained by the MPO Coordinator within the MassDOT Office of Transportation

Planning.

**Review of the MOU**

This MOU supersedes the MOU of March 24, 2021, and shall become effective upon the date of the signatures of the Secretary of MassDOT, the Chair of NMCOG, the NMMPO Representative of NMCOG, the City of Lowell City Council Representative to NMCOG, the Chair of the LRTA Advisory Board, and the NMMPO Representative of the LRTA. The signatories shall formally review the contents of this MOU every four years, with the option to review it more often if needed, make appropriate changes as necessary and mutually agreeable. At the time of the review, the MOU and any proposed changes shall be circulated among all city and town managers or administrators, Select Boards, and City Council members across the region for their review and input.

**Amendment of this MOU**

This MOU may be amended at any meeting of the NMMPO by a two-thirds majority, where at least a quorum of members is present and voting, and provided that a copy of the proposed amendment has been sent to all members at least 30 calendar days in advance of said meeting.

**Execution**

The undersigned recognize the complexity of the transportation planning and program process and will endeavor to ensure that all personnel involved in their jurisdiction will cooperate fully in carrying out the intent and provisions of this MOU, and any amendments or additions agreed to by the signatories. The NMMPO shall develop and adopt procedures, as necessary, to implement this MOU.

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**NORTHERN MIDDLESEX METROPOLITAN PLANNING ORGANIZATION SIGNATORY**  
**PAGE:**

\_\_\_\_\_  
Massachusetts Department of Transportation  
Secretary and Chief Executive Officer

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Date

\_\_\_\_\_  
Massachusetts Department of Transportation  
Highway Division Administrator

\_\_\_\_\_  
Date

*Stephen Themelis*

Stephen Themelis (Mar 22, 2025 12:29 EDT)

\_\_\_\_\_  
Northern Middlesex Council of Governments  
Chair

22/03/25

\_\_\_\_\_  
Date

*Pat Wojtas*

Pat Wojtas (Mar 23, 2025 07:56 EDT)

\_\_\_\_\_  
Northern Middlesex Council of Governments  
NMMPO Representative

23/03/25

\_\_\_\_\_  
Date

*Wayne Jenness*

Wayne Jenness (Mar 26, 2025 10:13 EDT)

\_\_\_\_\_  
Northern Middlesex Council of Governments  
City of Lowell, City Council Representative

26/03/25

\_\_\_\_\_  
Date

*Tom Bomil*

Tom Bomil (Mar 24, 2025 13:38 EDT)

\_\_\_\_\_  
Lowell Regional Transit Authority  
Advisory Board Chair

24/03/25

\_\_\_\_\_  
Date

*Karyn Puleo*

Karyn Puleo (Mar 23, 2025 19:55 EDT)

\_\_\_\_\_  
Lowell Regional Transit Authority  
Advisory Board NMMPO Representative

23/03/25

\_\_\_\_\_  
Date