

PARTNERSHIP AGREEMENT

By and Between the Members of the Consortium for

A Sustainable Rhode Island

This Agreement is made between the Rhode Island Division of Planning and _____, hereinafter referred to as the “Member,” for the purpose of establishing the agreed conditions under which the Member shall participate in the Governance and Management of the Consortium (Attachment A) in development and implementation of A Sustainable Rhode Island, as described below, effective as of the date of the last execution below.

Whereas, a consortium has been created, comprised of state governmental units, municipal governmental units and nonprofit organizations that seek to develop and implement *A Sustainable Rhode Island*, which will guide the State towards a sustainable future; and,

Whereas, the consortium is intended collectively to have the capacity and experience to carry out the proposed activities within the work program (Attachment B) executed under a cooperative agreement with HUD for development of *A Sustainable Rhode Island*; and,

Whereas, the members of the consortium have authorized one member, the Rhode Island Division of Planning, as the lead applicant, to act in a representative capacity with HUD on behalf of all members of the consortium and to assume administrative responsibility for ensuring that the consortium’s program is carried out in compliance with all HUD requirements; and,

Whereas, while the lead applicant holds fiscal and administrative responsibility for regular interaction with HUD, the consortium has developed a governance and management structure that reflects the diversity of its partners and allows for maximum participation in strategy development and decision-making;

Whereas, the result of this effort will be the development and implementation of *A Sustainable Rhode Island*; a unified effort of local governments, organizations, state agencies and the public to create a regional plan for sustainable development and implement several action items as described in the work program;

Whereas, upon completion of all project activities or within ninety (90) days of the end of the funding period (whichever is sooner), the bodies described may be dissolved and this Agreement terminated; and,

Whereas, this Agreement may be extended and amended by both parties, if desired, for the purpose of continuing to work on post-grant sustainability and coordination issues.

Now, Therefore, Be It Resolved, all parties to this agreement, as “**Members**” of the consortium, accept the responsibility of carrying out their role in the successful completion of the work program of *A Sustainable Rhode Island*;

Furthermore, upon execution of the agreement, each “**Member**” will participate in accordance with the governance and management structure as attached (Attachment A).

Both parties hereto represent that they have authority to enter into this Partnership.

So agreed this, the ____ day of _____, 20__.

Name of the Member Organization

Chief Official of the Member Organization

So agreed this, the ____ day of _____, 20__.

Rhode Island Division of Planning, Associate Director

ATTACHMENT A

GOVERNANCE & MANAGEMENT

Goals of the Consortium

Through the course of the project, existing plans and strategies will be woven together with new plans and public input into a Regional Plan for Sustainable Development (RPSD) that will guide Rhode Island's development going forward. The goals of the Consortium for this process include:

- To create a RPSD that promotes economic prosperity throughout Rhode Island, including for those people traditionally underrepresented.
- To ensure broad and diverse participation in the project through the Consortium and its Governance Structure, through effective public communication and through working relationships with partners and consultants. Public engagement efforts will be guided by a detailed outreach strategy to ensure widespread involvement.
- To gather widespread, unprecedented community input in developing the RPSD, and to ensure that the input received is meaningfully incorporated into the plan and its implementation strategies.
- To ensure that planning for land use, transportation, housing, economic development and other topics is thoroughly coordinated.
- To implement the RPSD through incorporation of identified strategies and projects into other state and local plans, by seeking implementation opportunities throughout and after the planning process and by developing an ongoing structure and funding strategy to carry the implementation forward.
- To ensure that the RPSD is a "living document," designed to be a flexible tool that will be modified as the opportunities and needs of the state change over time.

Structure of the Consortium

Development and implementation of *A Sustainable Rhode Island* will be led with a structure that embodies the Consortium's commitment to a fully inclusive planning process that relies on input from both leaders and everyday residents of the State of Rhode Island. Consortium Members will enter into an agreement that creates a body to lead the planning process over the three-year project period. This body may form task or topic specific committees as appropriate, and may extend its role beyond the grant period and scope as Members deem useful.

Rhode Island Division of Planning Staff will hold responsibility for the logistics, outreach, information collection, data analysis and documentation associated with the plan process. The Consortium will be temporarily chaired by the Associate Director of the Rhode Island Division of Planning. The full Consortium will, at its discretion, vote to appoint a permanent chair or co-chairs within three months of its first meeting.

Members

The Consortium will consist of one representative from each of the following:

State & Quasi-State Agencies: Rhode Island Housing (RIH), Rhode Island Public Transit Authority (RIPTA), Rhode Island Department of Transportation (RIDOT), Rhode Island

Department of Environmental Management (DEM), Rhode Island Economic Development Corporation (EDC) and Rhode Island Department of Health (DOH).

Municipalities: Cities of Cranston, East Providence, Newport, Pawtucket, Providence and Warwick and the Towns of Burrillville, North Kingstown and Westerly.

Non-Profits: Grow Smart Rhode Island (GSRI), Rhode Island Legal Services (RILS) and Local Initiatives Support Corporation (LISC).

The executive leadership of each Member organization (Executive Director, Mayor, Town Manager, etc.) will be invited to serve as a voting member of the Consortium or to appoint a designee. Each Member may also assign up to two proxies of roughly the same authority level as the voting member. Any designees and proxies must have the authority to represent and make commitments on behalf of their organizations and vote accordingly.

Meeting Management

Final decision-making authority for the plan process will rest with the 19-member Consortium outlined above. The Members of the Consortium will meet on a monthly basis during the planning process design phase, and on a quarterly basis at a minimum thereafter to direct the work of all staff and consultants, hear feedback from public meetings and decision-making bodies, approve work products before meetings or public release and monitor the expenditure of project funds. At its meetings, this body will adopt plan objectives, plan implementation strategies, accept text and other deliverables from the Rhode Island Division of Planning staff and consultants for inclusion in the final plan documentation and resolve issues that create conflict and impediments to achieving sustainability goals and objectives. The Consortium will work towards consensus when making decisions, but will rely upon the majority of voting members present to decide any question which cannot be resolved by consensus. Note that consensus is defined as a strong majority of the group consenting to a decision, and not necessarily universal agreement. The consortium chair or co-chairs will determine when consensus has not been reached. Each voting member in that case receives one vote. A simple majority of voting members (i.e. ten) shall constitute a quorum for transacting business.

Staff from the Rhode Island Division of Planning, with consultant assistance as necessary, will maintain the plan process website, draft all media releases and handle logistics for all planning process meetings. The day-to-day decisions regarding this process will be made by the Associate Director of the Division of Planning.

The Consortium may make policy and regulatory recommendations on an advisory basis, though such issues will be decided upon by the State Planning Council.

In order to maintain transparency in the planning process and to garner additional involvement from residents in the region, staff of the Rhode Island Division of Planning will provide notice for all Consortium meetings. All meetings will be open to the public with minutes taken by the Rhode Island Division of Planning staff for public release. Rhode Island Division of Planning staff commits to hosting Consortium meetings in locations and at times that are accessible by fixed-route bus service. The Rhode Island Division of Planning will provide space within the

Department of Administration building to serve as the central meeting and training facility. It is located on or near multiple transit routes, including bus and commuter rail, and is the main site for Metropolitan Planning Organization (MPO) meetings.

Committees

The Consortium may establish at any time subject-specific committees as needed to work on tasks with staff, consultants, other partners and the public when more detailed action or decisions are needed. All Members may self-select into one or more committees, and are encouraged to identify other staff or partners to serve. Members should participate in the committees that most closely match their work and goals, but are also encouraged when possible to serve on committees with topics outside their usual work in order to encourage cross-fertilization of ideas. Committee members will form partnerships, identify opportunities and challenges, develop strategies and look for ways to implement projects identified in the planning process. Committees will focus on specific topic areas such as housing, economic development, growth centers, social equity, etc., and may form cross-sector subgroups, with representation across multiple committees, as needed to complete various tasks and ensure that deeper analysis cuts across various topic areas. Collaboration amongst committee members and across committees will be a critical element of the project. Wherever possible, this work will be led by existing committees already engaged in these issues so as to avoid duplication of work or work at cross purposes.

The Consortium may choose to combine or adjust committees as necessary as the project progresses. Committees will meet as often or as infrequently as needed, and meetings will be open to any individual or group willing and interested to participate. Each committee will be staffed by one or more staff of the Rhode Island Division of Planning or any Consortium Member willing to take on that role. Staff will assist with initial set-up of committees and will provide needed support throughout the process, but the committees' work will be largely self-guided. In instances when consensus cannot be reached, a majority vote of those in attendance will be taken. Staff will work with each committee to develop additional voting procedures, if necessary.. Each committee should rank and prioritize any goals and strategies they develop for the Consortium. Particular attention should be given to ideas that are most time critical, practical and achievable. The Consortium is not bound to committee recommendations but should give strong consideration to their advice and clearly explain their reasoning when this advice is not followed.

Benefits to Consortium Members

Shape A Sustainable Rhode Island

Play a critical role in shaping the Regional Plan for Sustainable Development (RPSD), in assisting with review of existing plans, the development of new plans and receiving and incorporating public input. The Consortium will be a place where Members can find common ground on shared goals and objectives that the state can work toward together. Members can play an active role in ensuring the RPSD reflects and advances the mission of their agency, local government, organization or constituency.

Gain Access to Resources

Access the tools, models and best practices of HUD's Sustainable Communities Learning Network and those developed through the planning process. Improvements to existing data in the

state will be a significant component of the project, and Members can take advantage of these data in their own work.

Ensure Meaningful Engagement of Members' Communities and Constituents

Help ensure that a broad spectrum of communities and organizations are involved in the process, both through reaching out to others to participate in committee work and by assisting with public outreach efforts.

Identify Implementation Opportunities

Throughout the project, staff and Members will be looking for opportunities for funding to implement the plan and the projects and strategies identified in it. Members will benefit directly from implementation of projects that advance the common goals and objectives identified in the plan.

Responsibilities of Consortium Members

Participate in the Consortium

Members must play an active, participatory role in the process. This includes participation in subject-specific committees, as well as efforts to strengthen cross-sector coordination. This also includes reaching out to other staff in the Member's office to assist with committee work, public outreach, etc. Members will assist in forming and managing the work of committees and ensuring that a broad cross-section of the community is represented on committees, at public meetings and in other public outreach strategies, particularly from traditionally under-represented communities. Further, members must commit to attend every consortium meeting or send a proxy. Members who miss more than two meetings in any calendar year may be considered for removal from the consortium by a vote of active consortium members.

Identify and Map Existing Efforts and Resources

Members will review the Work Plan for this grant and identify:

- a) Existing committees, commissions or other groups working on tasks similar to those described in the Work Plan,
- b) Existing research, data and analysis that supports the needs of the Work Plan,
- c) Opportunities for engaging existing groups or utilizing existing resources to avoid duplicating work or working at cross purposes.

Each Member will be responsible for mapping out the various groups, initiatives and information active and available from their offices or from others outside the Consortium. Everyone will strive to share information and connect individuals and groups working on similar issues.

Share Information

Members will assist with circulating information about the project and helping involve others. They will assist with outreach both to members of the public and to members of their own organization or local government according to whatever methods best match their size and situation. Members will designate a point person within their organization who will serve as the primary contact for the project and who will be responsible for communicating the activities of the Consortium to their organization and constituents. This person may or may not be the Member's voting representative on the Consortium. If the point of contact changes, the Member

must inform Division of Planning staff with contact information for the new designated contact person.

Assist with Plan Implementation

Members will help identify opportunities to implement the projects and strategies identified in the plan. They will help identify elements of existing plans and other documents that need revision in order to be consistent with the common goals identified in the Plan.

Special Conditions

Expansion of Consortium and Committee Membership

Any eligible entity may join the Consortium at any time upon a majority vote of the existing Members. New Members must demonstrate that their organizations have logical “standing” in relation to the mission of A Sustainable Rhode Island, and must sign a Consortium Agreement and adhere to the roles and responsibilities herein. As described above, the Consortium may determine that committees are needed to manage work around particular tasks, and will undertake outreach to engage new committee members as needed. The Consortium may undertake special outreach to engage underrepresented constituencies as needed, and shall reserve at least one voting seat on the Consortium for a member of the Social Equity Advisory Committee.

Changes to Voting Members and Proxies

Voting members of the Consortium will serve for the duration of the development of A Sustainable Rhode Island, unless a member voluntarily or involuntarily leaves her/his employment with an organization. In such cases, the executive leadership of the organization will identify a new representative to participate on the Consortium.

Changes to Membership Terms

Any member of the Consortium may choose to propose changes to the terms of membership at any time, and will provide written notification of any proposed changes to the entire consortium membership prior to voting for such a change.

Members Applying for Grant Funds

Any Member is allowed to respond to any RFP for consultant services under this grant. However, if a Member was actively involved in formulating the scope of work for an RFP, that Member may not respond to that component of the RFP. If a Member is awarded grant funding, that Member must recuse itself from Consortium decisions for which that Member has a financial interest.