

RESOLUTION NO. 3690

A RESOLUTION of the Port Commission of the Port of Seattle amending Resolution No. 3689, as amended by Resolution Nos. 3611, 3672, and 3673, the Seattle Port Commission Bylaws, regarding procedures dealing with recording of executive sessions; amendments to the regular order of business; clarification of locations for special meetings; and clarifying or reorganizing other language in various places.

WHEREAS, the voters of King County authorized and approved the formation of a Port District co-extensive with King County to be known as the Port of Seattle in a special election on September 5, 1911; and

WHEREAS, the Port of Seattle was thereupon established as a Port District and has been since then and is now a duly authorized and acting Port District of the State of Washington; and

WHEREAS, the Seattle Port Commission is the legally constituted governing body of the Port of Seattle; and

WHEREAS, the Seattle Port Commission Bylaws adopted on March 24, 2009, in Resolution No. 3611, and subsequently amended by Resolution No. 3672 on December 4, 2012, Resolution No. 3673 on January 22, 2013, and Resolution No. 3689 on January 7, 2014, constitute the rules governing the organization and transaction of business of the Commission; and

WHEREAS, the Commission desires to make certain changes to its Bylaws regarding procedures for executive sessions, updates to the regular order of business, clarification of locations for special meetings, and other language clarifications;

NOW, THEREFORE, BE IT RESOLVED by the Port Commission of the Port of Seattle that the Port of Seattle Commission Bylaws are amended as follows:

Section 1.

Article V, Section 6:

- A. Executive sessions shall be recorded electronically, and the General Counsel shall be provided with the original recording of the executive sessions for safekeeping. Executive sessions held for the purpose of discussing evaluation of

qualifications for public employment or review of the performance of a public employee as described in RCW 42.30.110(1)(g) shall be exempt from the recording requirements of this section. Executive sessions held to discuss other matters authorized by RCW 40.30.110 may be made exempt from recording by a motion disposed of prior to convening the executive session and in accordance with the provisions of Article VII of these Bylaws. The extent to which the executive session or parts thereof shall be exempt from recording shall be stated in the motion, which shall be decided in public session. Outside counsel shall annually monitor the Commission's compliance with the Open Public Meetings Act (Chap. 42.30 RCW) and other laws by reviewing recordings of Commission executive sessions on a representative sampling basis.

Section 2.

Article VI:

The order of business at all regular meetings, unless otherwise agreed to by the Commission at such meeting, shall be as follows, provided, the specific order of action items and staff briefings shall be determined at the time notice of the meeting is given and may be altered at such meeting by consent of the Commissioners present:

1. Call to Order.
2. Executive Session (if necessary).*
- ~~3. Approval of Minutes.~~
- ~~43.~~ Special Orders of Business.**
- ~~54.~~ Unanimous Consent Calendar.***
- ~~5.~~ Public Testimony****
6. Division, Corporate and Commission Action Items or Policy Roundtables***
7. Staff Briefings.***
8. Additional New Business.
- ~~9.~~ Policy Roundtables.***
- ~~10.~~9. Adjournment.

*Following an Executive Session, the public meeting ~~will~~ shall be reconvened, and the Commission may consider items discussed in the Executive Session.

**Special Orders of Business may include items of a ceremonial nature, policy roundtables, public hearings, or any action that the Commission chooses to take up prior to consideration of other actions.

***The Unanimous Consent Calendar shall include minutes available for approval. The President or Co-President shall approve the items ~~before they are to~~ be placed on the Unanimous Consent Calendar. Unless otherwise requested by a

Commissioner or a member of the public, all items under the Unanimous Consent Calendar will be voted on as a single item, without further discussion. If a Commissioner or a member of the public requests discussion on a particular item, that item will be removed from the Unanimous Consent Calendar and voted on separately following public testimony.

****Items removed from the Consent Calendar for separate discussion and vote, including minutes to be amended, may be heard following public testimony. Testimony related to a public hearing shall be heard during the public hearing to which it is related. The Commission may accept further public testimony during Additional New Business or at other times as it deems appropriate.

~~***Division, Corporate and Commission action items shall normally precede staff briefings, but the specific order of the action items and staff briefings shall be determined at the time notice of the meeting is given. Policy Roundtables occasionally may be held before action items and staff briefings are considered.~~

Section 3.

Article V, Section 4, the first two sentences:

Place of Meetings: The regular meetings on the first and second Tuesday of each month ~~and all special meetings of the Commission~~ shall be held at the Port of Seattle Headquarters Building, Pier 69, 2711 Alaskan Way, Seattle, Washington. Unless otherwise so publicized in the same manner as for special meetings, the regular meeting on the fourth Tuesday of each month shall be held at Seattle-Tacoma International Airport in the Conference Center at Sea-Tac on the auditorium, Mezzanine Level of the, Main Terminal

Section 4.

Article II, Section 1, Paragraph (i):

D) Establish Port positions on significant governmental legislation. The Port shall take official positions as an organization ~~only regarding~~ on significant legislation ~~with respect to which~~ only after the Commission has discussed it in open session and taken a position ~~on~~ by majority vote

Article III, Section 6, the fifth sentence:

To remain in compliance with the Open Public Meetings Act (Chap. 42.30 RCW), Standing Committees ~~can never~~ shall not be comprised of more than two members of the Commission, as three or more members constitute a quorum of the Commission.

Article IV, Section 3:

3. The Secretary shall ensure that the recording of the minutes by Port of Seattle Commission staff is carried out. The Secretary shall also ensure that Port of Seattle Commission staff retain a record of all motions and resolutions adopted by the Commission, and shall supervise the safekeeping of the seal and ~~the~~ approved minutes books, and shall otherwise perform such further duties as are incident to the office and as are properly required by the Commission.

Article V, Section 1, the fourth sentence:

If necessary, an executive session may be held at any time after convening, including at the end of ~~also follow~~ a regular or special meeting.

Article V, Section 6, the second sentence:

Additional sessions may be held only if there are exceptional circumstances as determined by the President or Co-President of the Commission ~~and/or~~ when two or more Commissioners request an additional executive session.

Article VII, Sections 1, 2, and 3:

1. Except as required by Article VII, the Commission shall transact its business by a motion ~~which may be~~ made by any Commissioner in attendance or participating through audio or video conference, including the chair of the meeting.

2. All motions shall require a second to be recognized. Subjects raised ~~for discussion~~ under Additional New Business that do not require a vote shall not require a second to be heard.

3. Voting on all motions shall be “yea,” “abstain,” or “nay” unless a ~~division is called for~~ roll call vote is requested by any Commissioner, in which case the Secretary, or acting Secretary, shall call the roll in alphabetical order and record the vote of each Commissioner present.

Article VIII, Section 3:

3. Voting on all resolutions shall be by “yea,” “abstain,” or “nay” unless a ~~division is called for~~ roll call vote is requested by any Commissioner, in which case, the Secretary or acting Secretary shall call the roll in alphabetical order and record the vote of each Commissioner present.

Article VIII, Section 4:

4. Resolutions shall be numbered consecutively and the original copy of each resolution shall be duly authenticated in open session by the signature of the Commissioners voting in its favor and by the seal of the Commission. Each

resolution shall be filed by the Secretary and ~~shall be preserved in a manner appropriate to a permanent public record~~recorded in a book or books kept for such purpose, which shall be public records.

Article IX, Section 1:

1. All proceedings of the Commission shall be filed by the Secretary and preserved in a manner appropriate to a permanent public record~~recorded in a book or books kept for such purpose. All proceedings of the Commission shall be public records.~~

ADOPTED by the Port Commission of the Port of Seattle at a duly noticed public meeting thereof, held this _____ day of _____, 2014, and duly authenticated in open session by the signatures of the Commissioners voting in favor thereof and the seal of the Commission.

Port of Seattle Commission