

**Resolution No. ----**

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3 A RESOLUTION of the Port of Seattle Commission to establish a Women  
4 and Minority Business Enterprise Policy Directive to  
5 increase women and minority business opportunities and  
6 repeal Resolutions No. 3506 and No. 3618.  
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8 WHEREAS, the Port of Seattle in the Century Agenda commits to create economic opportunity  
9 for all, steward our environment responsibly, partner with surrounding communities, promote  
10 social responsibility, conduct ourselves transparently, and hold ourselves accountable; and  
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12 WHEREAS, the economic vitality of our region is strengthened and more resilient when  
13 opportunity is inclusive across our diverse communities; and  
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15 WHEREAS, the Port of Seattle is uniquely positioned among public agencies to lead in efforts of  
16 justice and equity by providing a level platform to all businesses including Women and Minority  
17 Business Enterprise (WMBE) firms to compete and succeed; and  
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19 WHEREAS, the 1998 passage of Initiative 200 by Washington State voters prohibited racial and  
20 gender preferences by state and local government and upended the then established  
21 affirmative action programs of state and local governments; and  
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23 WHEREAS, In 2003, in response to Initiative 200, the Port passed Resolution No. 3506  
24 “establishing a program to develop mutually advantageous business relationships with small  
25 businesses, and firms owned and operated by minorities, women and disabled”; and  
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27 WHEREAS, In 2010, the Port of Seattle passed Resolution No. 3618 “a program to develop  
28 mutually advantageous business relationships with small businesses including those owned and  
29 operated by people of color, women, people with disabilities, veterans, and the socio-  
30 economically disadvantaged”; and  
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32 WHEREAS, the Port of Seattle efforts and programs as a result of Resolutions 3506 and 3618  
33 have increased small business participation but have failed to increase WMBE participation;  
34 and  
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36 WHEREAS, it is a priority for the Port of Seattle to affirmatively expand its efforts to increase  
37 WMBE participation in Port contracts and ensure that WMBEs are afforded fair and equitable  
38 opportunity to compete for Port contracts, succeed as subcontractors, and do not face unfair  
39 and unnecessary barriers when seeking and performing on Port contracts; and

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WHEREAS, current data and numerous studies show that WMBE participation in Port of Seattle opportunities has been and continues to be disparately low; and

WHEREAS, this policy will strengthen Port of Seattle efforts to eliminate this disparity and result in more equity, diversity and inclusion for WMBE's in Port opportunities; and

WHEREAS, the Port of Seattle seeks to identify and change internal Port processes and standards to clearly establish program goals and create accountability; and

WHEREAS, the Port of Seattle is committed to its values of conducting business with the highest ethical standards and our business practices shall reflect integrity, accountability, honesty, fairness and respect at all levels;

NOW, THEREFORE, be it resolved by the Port of Seattle Commission as follows:

**SECTION 1.** Resolutions 3506 and 3618 are repealed as follows: This resolution hereby repeals Resolution No. 3506 and Resolution 3618.

**Section 2.** Transition from Resolution 3618 as follows: The Executive Director may continue to operate under Resolution No. 3618, as needed, to allow for transition to this Resolution until September 1, 2018.

**SECTION 3.** Establish the Women and Minority Business Enterprise Policy Directive as shown in Exhibit A.

**SECTION 4.** This Policy Directive shall be labeled and catalogued as appropriate, together with subsequent Policy Directives, and shall be made readily available for use by Port staff and members of the public as a governance document of the Port of Seattle.

**ADOPTED** by the Port Commission of the Port of Seattle at a duly noticed meeting thereof, held this \_\_\_\_ day of \_\_\_\_\_, 2017, and duly authenticated in open session by the signatures of the Commissioners voting in favor thereof and the seal of the Commission.

\_\_\_\_\_  
Tom Albro  
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Stephanie Bowman  
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John Creighton

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\_\_\_\_\_ Fred Felleman

\_\_\_\_\_ Courtney Gregoire  
Port of Seattle Commissioners

DRAFT



126 "Women or Minority Business" (WMBE) means a business that is at least 51 percent owned  
127 and controlled by women and/or minority (including, but not limited to African Americans,  
128 Native Americans, Asians, and Hispanics) group members.

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130 "Central Database" means an electronic database that collects aggregates and tracks  
131 monthly Port-wide, division and department-level utilization of small business, Women and  
132 Minority Owned Business, and other classifications across various categories and contract types  
133 and promotes transparency for the public.

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135 "Relevant demographic data" is defined as characteristic information related to a business  
136 owner's sex/gender, race, ethnicity or veteran status as self-reported and/or certified by  
137 another government entity.

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139 "Participation" is defined as both the percent of opportunities in which WMBE firms have a  
140 contractual interest as well as the number of unique WMBE firms with contract interests.

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142 "Utilization" is defined as both the percent of contracting dollars paid to WMBE firms as  
143 well as the number of unique WMBE firms under contract.

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145 **SECTION 3 Scope and Applicability.**

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147 This policy shall apply to all contracts and other activities at the Port, including construction  
148 contracts, consulting contracts, purchased goods and services, leasing opportunities, and  
149 concession opportunities.

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151 **SECTION 4 Responsibilities.**

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153 The Executive Director shall pursue the Century Agenda goal to increase WMBE utilization and  
154 participation in Port contracts and shall:

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156 A. Within 120 days of passage of this Policy Directive, analyze and benchmark WMBE  
157 utilization and participation in all Port contracts (construction, consulting, supplies, leasing,  
158 and concessions) and refine and update the analysis annually.

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160 B. Within 180 days of passage of this Policy Directive, develop a WMBE Program that  
161 identifies affirmative efforts to afford Women and Minority Businesses the maximum  
162 practicable opportunity to meaningfully participate on Port Contracts and achieve the goal  
163 to triple the number of WMBE firms (from the baseline) and increase WMBE participation  
164 to 15% in each of the areas defined under the "contract" definition, by 2023.

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166 C. Incorporate these WMBE goals into the Port's Long Range Plan (LRP) to the fullest extent  
167 reasonable, including incorporation into LRP scorecards, reports, and LRP updates.  
168 Further, the Executive Director shall prepare and publish an annual report each year titled  
169 Women and Minority Business Enterprise Utilization and Participation Annual Report.

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**Section 5 Policy.**

A. The WMBE Program shall include:

- (1) Responsibilities, policies, practices, and processes that can change the Port procurement and contracting processes and provide a more receptive environment for the utilization of WMBE firms, and to ensure that businesses and contractors of all tiers working on Port contracts and subcontracts utilize WMBE firms, wherever feasible or as required;
- (2) Development of a standard procedure for the Port-wide WMBE goal setting, and collection and reporting of relevant demographic data to be stored in a central database.
- (3) Categories of covered contracts that will require WMBE Inclusion Plans and other tools that will be applied to other categories of contracts Port-wide.
- (4) Clear lines of responsibility and accountability for implementation of the WMBE Program and a designated WMBE liaison for each division.
- (5) Make WMBE goal setting and affirmative implementation efforts part of the annual performance evaluation for each Port division director and their staff and require standardized WMBE program implementation and training for all WMBE representatives and Executive Leadership Team members.

B. The Port of Seattle Long Range Plan shall include as Priority Actions:

- (1) Specific measures the Contract awarding authority will undertake to increase the utilization and participation of Women and Minority Businesses.
- (2) Specific goals by Division for Women Business Enterprise utilization and Minority Business Enterprise participation and utilization:
  - (a) Each Port Division will review future procurements to identify available firms on upcoming contracts to create a utilization goal that is justifiable, bold and challenging.
  - (b) Construction goals, other than small works, based on historic utilization plus 2%, until such time that a disparity study or other valid internal data can demonstrate a reasonable level of utilization.

C. Improve inclusion and outreach to sustain and improve WMBE participation in Port contracts:

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215 (1) Support training and assistance to Port staff to increase participation in outreach and  
216 to learn about the internal and external resources available to include WMBE firms in  
217 their procurement and contracting  
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219 (2) Improve and expand technical assistance, business development, training and  
220 mentoring programs for WMBE firms to enhance bidding expertise and promote  
221 greater coordination with advocacy organizations, businesses, individuals and public  
222 agencies and other Port departments;  
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224 (3) Create opportunities for members of the contracting and vendor community, Port and  
225 other stakeholders to work collaboratively on recommendations for how the Port can  
226 more effectively use the directives in this Policy Directive.  
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228 (4) Assist contractors desiring to bid on Port covered contracts to comply with the  
229 affirmative efforts provisions for such Contract, and offer information as to  
230 organizations and agencies available to assist such contractor in recruiting, mentoring,  
231 training, or otherwise preparing potential subcontractors.  
232  
233 (5) Cooperate and establish formal and/or informal partnerships and mutual cooperation  
234 with other public agencies to carry out the purposes of this Policy Directive, as  
235 needed;  
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237 D. Affirmative efforts to assure equality of contracting opportunity required:  
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239 (1) Develop procurement tools, such as WMBE inclusion plans, and require bidders and  
240 proposers to comply with the WMBE solicitation requirement in order to sustain and  
241 improve participation of WMBE in Port covered contracts.  
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243 (2) Prepare and require that Port covered contracts include specifications pertaining to  
244 equal opportunity affirmative efforts to assure equality in contracting opportunity,  
245 and goals for subcontracting to Women and Minority Businesses. Any goals  
246 established under this chapter shall be reasonably achievable, however, no utilization  
247 requirements shall be a condition of contracting, except as may be allowed by RCW  
248 49.60.400.  
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250 (3) Identify and implement a Port-wide method to regularly monitor and measure the  
251 Port WMBE program and attainment of the goals by contractors.  
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253 (4) May establish aspirational goals for the participation of Women and Minority  
254 Businesses in a particular Port Contract on a case-by-case basis.  
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256 (5) Work closely with other divisions and departments to ensure all policies, practices and  
257 processes are consistent and complementary and make it easier for WMBE firms to

258 pursue Port contracts.

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260 (6) Define, implement, and monitor appropriate processes and procedures to ensure  
261 prompt payments and change order processing to address timely payment of  
262 contractors, supplier and subcontractors at all tiers. Review and recommend potential  
263 for including prompt pay in performance goals.

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265 E. Affirmative efforts in Subcontracting:

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267 (1) All Contractors, including WMBE firms, shall actively solicit bids for subcontracts to  
268 qualified, available, and Capable WMBE to perform Commercially Useful Functions.

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270 (2) Contractors shall consider the grant of subcontracts to women and minority bidders  
271 on the basis of substantially equal proposals in the light most favorable to Women and  
272 Minority Businesses.

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274 (3) At the request of the relevant Port Department, when inclusion plan are required,  
275 Contractors shall furnish evidence of the Contractor's compliance with these  
276 requirements of women and minority solicitation and will submit evidence of  
277 compliance with this section as part of any bid. Contractors shall provide records  
278 necessary to document affirmative efforts to subcontract with Women and Minority  
279 Businesses on Port Contracts; and

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281 (4) Compliance with all requirements and past performance under this Policy Directive  
282 may be included in the evaluation of future procurements. .

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284 (5) In applying the provisions of this Policy Directive to Contracts funded in whole or in  
285 part with federal funds and subject to 49 CFR Part 23, Subpart D, references to  
286 Women and Minority Businesses shall also include federally recognized disadvantaged  
287 business enterprises. In the event of a conflict between the provisions of this chapter,  
288 or the rules implementing this Policy Directive, and the requirements of 49 CFR Part  
289 23, Subpart D, or any other superseding applicable federal statute or regulation, the  
290 provisions of the federal statute or regulation shall control.

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292 F. Expanding Opportunity

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294 (1) The Port shall expand opportunities for WMBE firms in other Port enterprise  
295 opportunities, for example real property leases, to encourage and promote access to  
296 Port facilities.

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298 (2) The Port shall endeavor to ease WMBE firm utilization on public works projects in  
299 respect to Project Labor Agreements as part of the negotiations to establish Project  
300 Labor Agreement standard language.

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302 (3) The Port shall develop a baseline utilization number for Veteran Owned businesses  
303 and propose a reasonable Port-wide to the Commission for inclusion in the Century  
304 Agenda by September 1, 2019.

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306 **SECTION 6 Program Evaluation.**

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308 A. Benchmarks and metrics to evaluate the WMBE program shall include:

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310 (1) Incorporation of these WMBE goals into the Port's Long Range Plan (LRP) to the  
311 fullest extent reasonable, including incorporation into LRP scorecards, reports, and  
312 LRP updates.

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314 (2) Specific measures the Contract awarding authority will undertake to increase the  
315 participation of Women and Minority Businesses; including the number of events or  
316 outreach activities conducted to ensure responsiveness to bid opportunities

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318 (3) Progress towards specific Division WMBE utilization goals, including the number of  
319 opportunities a division has available, the goals established for those opportunities  
320 and the actual utilization, including a periodic evaluation of Disparity Study results to  
321 determine reasonableness of goals.

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323 (4) Data reporting using the standard procedure identified in the WMBE Program for the  
324 Port-wide collection and reporting of relevant demographic data including percent of  
325 spend, number of businesses, and type of procurements.

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327 (5) Preparation and publication of an annual report each year titled Women and  
328 Minority Business Enterprise Utilization and Participation Annual Report.

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330 B. The Internal Audit Director shall include the WMBE Program in Internal Audit Department's  
331 2019 Work Plan to determine adherence to this policy and include in future years as the  
332 Commission Audit Committee deems appropriate.

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334 **SECTION 7 Fiscal Implications**

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336 Fiscal implications shall be reviewed by the Executive Director annually, at a minimum, to ensure  
337 the implementation of the Policy Directive is adequately resourced and shall submit a budget  
338 request as appropriate.

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340 **SECTION 8 Research Findings.**

341 The Port of Seattle Commission finds that it is in the Port's and the public's best interest to  
342 increase the utilization of women and minority businesses at the Port of Seattle.

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344 Attachment B: Research finding of fact and declarations of intent (under development)