



**COMMISSION
AGENDA MEMORANDUM**

Item No. 10b

ACTION ITEM

Date of Meeting January 9, 2024

DATE : December 18, 2024

TO: Stephen P. Metruck, Executive Director

FROM: Aaron Pritchard, Commission Chief of Staff
Michelle M. Hart, MMC, Commission Clerk

SUBJECT: Introduction of Resolution Establishing the Governance Standing Committee

Amount of this request: \$0

Total estimated project cost: \$0

ACTION REQUESTED

Commission introduction of Resolution No. 3818, adopting a standing committee of the Port of Seattle Commission, named the 'Governance Committee.'

EXECUTIVE SUMMARY

The Governance Committee of the Port of Seattle Commission has operated as an informal Ad Hoc committee for the past three years. This committee meets on an as-needed basis to review, input, and make recommendations on policy directives related to Commission governance matters such as the Commission's Bylaws and Rules of Procedure, the Board of Ethics Code, and the Delegation of Responsibility and Authority to the Executive Director.

JUSTIFICATION

As the work of this committee is ongoing, it is recommended that a formal standing committee charter be adopted, further formalizing the scope and purpose of the committee.

DETAILS

- The committee will consist of two Port of Seattle Commissioners – the currently seated President and the Past President of the Commission.
- Development and/or review of policy directives created by the Commission directly related to governance matters of the Commission, Commission transparency, and policy not otherwise accounted for through the charters of other standing committees.
- Supporting Commission standing committees in reviewing policies and procedures related to governance and special rules of procedure.

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- Review and advise the Commission regarding guidelines for long-term succession planning for the Executive Director position, in consultation with the Executive Director and the Human Resources Director.
- General oversight and reporting on Governance Committee duties, responsibilities, and charter.

ALTERNATIVES AND IMPLICATIONS CONSIDERED

The Commission may choose to keep the Governance Committee Ad Hoc; however, the Governance Committee has recommended adoption of the attached charter.

FINANCIAL IMPLICATIONS

None.

ATTACHMENTS TO THIS REQUEST

- (1) Draft Resolution No. 3818
- (2) Draft Charter
- (3) Presentation slides

PREVIOUS COMMISSION ACTIONS OR BRIEFINGS

December 4, 2023 – Governance Committee Briefing