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January 24, 2023

PORT OF SEATTLE
RESOLUTION NO. 3810
A RESOLUTION of the Port of Seattle Commission repealing Resolution
Nos. 3605, 3628, 3704, and all preceding resolutions
pertaining to the Commission's 'Delegation of
Responsibility and Authority to the Executive Director'
policy directive and adopting the new delegation policy

directive as set forth in Exhibit A of this resolution.

WHEREAS, the voters of King County authorized and approved the formation of a port district coterminous 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 Commission is the legally constituted governing body of the Port of Seattle; and

WHEREAS, the Port Commission, through Resolution Nos. 3605, 3628, 3704 and preceding resolutions, adopted the policy directive 'Delegation of Responsibility and Authority,' designating specific areas of their authority to the Executive Director of the Port of Seattle; and

WHEREAS, the purchasing authority delegated to the Executive Director, with some specific exceptions in the policy directive, has been set at \$300,000 since 2009, where at that time, it was increased nominally from its previous long-standing \$200,000 delegated limit; and

WHEREAS, the Internal Audit Department conducted an operational audit of the delegation policy directive for the period of January 2019 to July 2020, to evaluate internal controls to assure monetary and contractual delegation compliance with rules, policies, and dollar limitations governing redelegations by the Executive Director to staff, and concluded that internal controls are operating effectively and had no issues to report; and

WHEREAS, based on discussions with management, review of the data, and benchmarking with other organizations, the Internal Audit Department recommended management work with the Commission to identify if the current delegations process and thresholds could be modified to maintain or increase transparency and governance, while alleviating part of the burden on staff... with frequent (monthly) and robust reporting to the Commission and the public; and

WHEREAS, a comprehensive review by management to identify operational efficiencies and opportunities in the policy directive and its processes was undertaken; and

Resolution No. 3810, Delegation of Responsibility and Authority Policy Directive

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WHEREAS, the Governance Committee of the Port of Seattle Commission, based on the recommendation of the Internal Audit Committee and on Management's comprehensive review and process improvement project --and in recognizing that purchasing power of the delegated limits has significantly decreased over the course of thirteen years while inflation and operational and capital demands have increased --recommended an update to the policy directive to increase the Commission's delegated authority to the Executive Director; and

WHEREAS, other technical areas of amendment and the need to clarify process requirements were also identified and are addressed in the recodification of the policy directive, as outlined in attached Exhibit A.

NOW, THEREFORE, BE IT RESOLVED by the Port of Seattle Commission as follows:

SECTION 1. Repeal of Resolutions. Resolution Nos. 3605, 3628, 3704, and all preceding resolutions pertaining to the Commission's Delegation of Responsibility and Authority to the Executive Director' policy directive are hereby repealed in their entirety.

SECTION 2. Establishment of New Policy Directive. The Policy Directive, 'Delegation of Responsibility and Authority to the Executive Director (DORA)', as shown in the attached Exhibit A, is hereby established through adoption of this resolution.

SECTION 3. Effective Date. This resolution shall become effective April 3, 2023.

ADOPTED by the Port of Seattle Commission at a duly noticed public meeting thereof, held this

_____ day of _____, YYYY, 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

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EXHIBIT A to Resolution No. 3810

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