

By-Laws and Rules of Procedure

Island County Marine Resources Committee (ICMRC)

WE, THE MEMBERS of the Marine Resources Committee of Island County, State of Washington, hereby adopt, publish and declare the following Rules of Procedure.

I. NAME, MEMBERSHIP, AND PURPOSE

NAME: The official name shall be “The Island County Marine Resources Committee” (ICMRC), hereinafter referred to as “the Committee”.

PURPOSE: The Committee’s purpose is to investigate, research and identify local marine resources and marine resource and habitat problems; recommend remedial actions to Island County agencies & authorities; carry out such recommendations where so approved; and build local awareness of the issues and broad-based community support for the remedies.

MEMBERSHIP: Members of the Committee are those Thirteen (13) individuals appointed by the Board of Island County Commissioners (BICC) pursuant to its resolution No C-79-99-June 28, 1999, establishing the Committee. The Chair of the Board of Island County Commissioners (BICC) or his designee is also an ex-officio member of the Committee.

VACANCIES: In the event a vacancy of the committee membership occurs due to resignation or incapacity or other reason, the Chair of the MRC shall so notify the BICC and request appointment of a replacement as soon as possible. The MRC members, at their discretion, may either individually, or by Committee action, recommend potential replacements for any vacancies.

ALTERNATES: Each member may from time to time designate an Alternate to attend and participate in the Committee's meetings, functions, or activities so that the member is kept informed. Alternates may participate in an ex-officio non-voting capacity. The presence of an alternate at any meeting may be counted by the Chair for purposes of establishing a quorum.

II. MEETINGS

- A. All meetings of the Committee and/or its sub-committees shall be held in accordance with the Open Public Meeting Act, Chapter 42.30 RCW.
- B. All meetings shall be held at such times and locations as the Committee determines and for which public notice is provided, unless otherwise directed by the Chair. Regular meetings shall be held at such time and place as the committee or its Chair determines and shall be open to the public. Regular Meetings may be changed at the will of the Committee. Special meetings shall be at the call of the Chair or a majority of the Committee members in accordance with the provisions of Section 42.30.140 RCW, the Open Public Meetings Act.
- C. Committee member participation in all regular and special meetings, workshops and hearings of the full Committee is expected. When a Committee member must miss a meeting, the member should notify the Chair or the Vice Chair as soon as possible prior to the meeting.
- D. In the event that a Committee member has un-excused absences from Three (3) or more regular meetings, within any 12 month period or when a Committee member’s conduct adversely affects the business of the Committee, the MRC (by 2/3 majority vote) may,

through its Chair, and upon notice to the member, request the appointing County Commissioner(s) to review that Committee member's value to the committee's mission. This may include a recommendation for the removal and replacement of the member by the Board of Commissioners.

- E. Individual citizens, representatives of organized groups and neighboring areas are encouraged to present issues of concern. To that end the public shall be provided an opportunity to speak or comment on matters pertaining to the committee's mission at some time during every regular, special and workshop meeting.
- F. When a regular meeting day falls on a legal holiday, the Committee will convene at the call of the Chair in accordance with the special meeting provisions of Section 42.30.140 RCW, the Open Public Meetings Act.

III. ELECTION OF OFFICERS

- A. The officers of the Committee shall consist of a Chair a Vice-Chair, a Secretary, and a Treasurer (or Financial officer). The Committee shall also recommend to the BICC by majority vote, a representative to the Northwest Straits Commission (NWSC).. Officers shall be elected by majority vote of the appointed voting members of the Committee. The Chair, Vice Chair, and Treasurer must be elected by majority vote from among the committee's voting membership. The Secretary may or may not be an official appointed committee member. The Committee may choose not to fill the positions of Secretary and Treasurer. If said positions are filled it shall be in the manner prescribed herein.
- B. The election of officers shall take place on the occasion of the first meeting of the Committee, In January of each year or as soon thereafter as practical. The term of each officer shall run for a period of one year, except that the Treasurer's Term may be for up to three (3) years. provided, however, that any officer may be removed at any time, for cause, by the Committee after a vote by a 2/3 majority of the Committee's total membership of record.
- C. A vacancy caused by the resignation or removal of any officer of the Committee during that person's term of office shall be filled for the remaining term of office by from amongst the membership by a new election of the Committee.
- D. The Committee may, by simple majority vote, hereafter create such other officers or positions as it deems fitting for its mission. Such other officers or positions shall be created by majority vote of the voting members of the Committee. Such other officers or positions include, but are not limited to, Executive Secretary, Executive Director, etc. whose duties, responsibilities, term of office, and method of appointment or election, shall be defined in any motion to create such positions or offices.

IV. CHAIR, VICE CHAIR, COMMITTEES, CONDUCT OF MEETINGS

- A. The Chair shall preside over the meetings of the full Committee and exercise the powers usually incident to the office, retaining, however, to him/her self as a member of the Committee, the full right to have his/her own vote recorded in all deliberations of the Committee. The Chair, or a designee appointed "ad hoc" by the Chair in each instance, shall serve as the MRC's "Alternate" representative to the NWSC in those cases where the elected NWSC representative is unable to attend NWSC meetings.
- B. The Chair, with consent of the Committee, shall have the power to create standing or temporary committees of one or more members, charged with such duties, examinations,

investigations and inquiries relative to one or more subjects of interest to the Committee. No standing or temporary committee shall make any recommendation except to the Committee as a whole. The term "Consent of the Committee" whenever used in these by-laws, shall be deemed granted if no objections are raised to a procedural action of the Chair.

- C. The Chair shall take appropriate action to ensure that meetings are conducted in an equitable, orderly, and expeditious manner.
- D. The Vice-Chair shall, in the absence of the Chair, perform all the duties and exercise all the powers of the Chair. The Chair and the Vice-Chair, both being absent, the members present shall elect for that meeting a temporary presiding officer who shall have full powers of the Chair and Vice Chair if there is a quorum.
- E. The Chair may place reasonable limitations on questions and material presented by the public and time allotted to the subject before the Committee. The Chair, with consent of the Committee present at a meeting, may establish such rules for presentations and testimony to the Committee as may be deemed appropriate.
- F. In the conduct of formal hearings, The Chair shall require all speakers to state their names and addresses, and interest in the subject at hand. All speakers representing any specific organizations may additionally be required to present evidence authorizing such representation.
- G. Speakers or presenters claiming professional experience and knowledge regarding any matter before the committee may be required to provide evidence (written or oral) for the record identifying their level of expertise in the subject at hand.

V. SECRETARY AND RECORDS

- A. The Secretary of the Committee May or may not be a member of the Committee but shall be elected by the committee of the whole at its option as described above .
- B. The Secretary, or person appointed by the Chair if no secretary is elected, shall keep a record of the attendance and proceedings of all meetings of the Committee, and its sub-committees when requested to do so; these records shall remain the property of the Committee; and
 - 1. The proceedings of all regular and special meetings may be recorded on magnetic tape when available, unless otherwise determined by the Chair or the Committee for cause. When any meeting is recorded the tapes thereof shall be retained by the Secretary (or the committee) as part of the official record of the committee.
 - 2. Minutes shall be prepared of all regular and special meetings and approved, subject to additions and corrections, at the next regular meeting of the Committee, unless waived and postponed by the Chair or Committee for cause.
 - 3. Sub-committees shall report on their meetings in either oral or written form to the Committee at such regular or special meetings as appropriate or upon request of the Chair.
 - 4. The record of the proceedings of the Committee and its sub-committees shall be maintained by the Secretary, or person appointed by the Chair if no secretary is elected, and include all oral and written testimony and exhibits received at

regular and special meetings of the Committee. Written "Minority Reports" on actions taken by the Committee may be submitted by any voting member or members no later than 14 days after a meeting at which action is taken and shall be maintained as part of the official record.

VI. TREASURER AND RECORDS

- A. The Treasurer of the Committee, if elected, must be a voting member of the Committee and shall be elected by the committee of the whole at its option as described above.
- B. The Treasurer shall keep and maintain all financial records of the Committee in accordance with applicable laws of the State of Washington.

VII. QUORUM AND VOTING

- A. A simple majority of the total voting members of the Committee shall constitute a quorum for the transaction of business. Any action taken by the committee when a quorum is present at any regular or special meeting, shall be deemed and taken as the action of the Committee, subject to the exception set forth in Paragraph B below. An action, petition or report to the public or to Public Agencies may only be approved by the passage of a motion for approval thereof, together with any associated written findings and recommendations.
- B. All Final Major Actions of the Committee approving or adopting formal reports, remedial plans, and/or other recommendations to the BICC shall minimally require the affirmative vote of seven (7) or more of the total voting members of the Committee at a duly constituted meeting of the Committee. The Committee shall to the maximum extent practical seek to achieve "consensus" of the total committee on all such Final Major Actions in at least one meeting of the whole before acting on a majority vote basis at a following meeting. Whenever a Final Major Action is taken by vote of the committee without reaching consensus, dissenting voting members shall be given the opportunity to present written minority reports to the official record within 14 days of the meeting at which action was taken.
- C. Voting will be by "ayes" and "nays", except where State Law, these Rules, or the Committee may require a ballot or roll call vote. A roll call vote shall be required on the call of any voting member. Any member may abstain from voting upon announcement thereof to the committee. Abstentions shall be part of the record of the proceedings. Any time a member present does not record his or her vote, by abstention or otherwise, it shall be counted and recorded as a vote with the majority for determining whether a motion passes or fails. In actions where a majority of the total voting members is required, abstentions may also be counted by the Chair, with the consent of the committee, as votes with the majority.
- D. **Proxies:** Voting by members or duly appointed alternates shall be either in person or shall be presented in written form at a regular or special meeting of the Committee or its sub-committees if it is appropriate, as determined by the Chair, for the matter at hand. There shall be no voting by proxy, i.e. the granting or delegation of one member's vote to another member, in the conduct of the Committees' business, unless a motion to suspend the rules for such purpose is appropriately approved.
- E. The Committee shall report at least annually to the Board of Island County Commissioners regarding the progress of the Committee and its mission.

VIII. AGENDAS

An agenda shall be prepared by the Chair and/or Secretary for each regular meeting and shall be distributed, at least by Electronic-mail, to all Committee members and the local press not later than 24 hours prior to the meeting. Agendas for special meetings shall be similarly provided at the discretion of the Chair, time allowing. Whenever possible notice of special meetings shall be provided by the most practical means to members and the local press at least 24 hours prior to such meeting.

IX. RULES OF ORDER

The latest edition of Roberts' Rules of Order is hereby adopted to govern the committee's formal proceedings in all matters not otherwise addressed herein. The implementation of "formal proceedings" for the purpose of this section shall be at the call of any member of the Committee unless a "motion to suspend the rules" as described in "Roberts Rules of Order" is adopted to the contrary by the committee as a whole. In most cases "formal proceedings need not be employed and meetings shall be conducted as determined most efficient by the Chair.

X. AMENDMENT OR SUSPENSION OF THE RULES

These By-laws and Rules of Procedure may be amended at any regular meeting of the Committee by a 2/3 majority vote of the entire voting membership. Proposals to amend the By-laws must be presented in writing (by Mail, FAX, or e-mail) to all voting members at least 14 days prior to a regular or special meeting at which action is to be taken on the proposal. Rules of procedure contained herein, including Roberts rules of Order, but excluding quorum or voting requirements, may be temporarily "suspended" for a given purpose at any meeting by adoption of a motion "to suspend the rules" as provided in Robert's Rules of Order, and requiring a 2/3 majority of voting members present at a meeting with a quorum in attendance.

APPROVED AND ADOPTED THIS 19 DAY OF January , 2000.