

## 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, PURPOSE, AND ADMINISTRATION

**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 issues; 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 (as revised by Resolution C-63-01 on May 7, 2001 and further revised by Resolution C-93-14 on October 27, 2014). The Chair of the Board of Island County Commissioners (BICC) or her/his designee, Washington State University Extension and Island County Department of Natural Resources are also ex-officio members of the Committee.

**ADMINISTRATION:** Financial management of the Committee will be provided by the Island County Department of Natural Resources, hereinafter referred to as "the Department". Staffing of the Committee will be administered through the Department by a Coordinator. The duties of the Coordinator will be to support 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 Committee shall so notify the BICC and request appointment of a replacement as soon as possible. The Committee 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 Committee (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 BICC.
- 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 and a Vice-Chair. 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.
- 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. Any officer may be removed at any time, for cause, by the Committee after a vote by a 2/3 majority of the appointed voting members of the Committee.
- 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 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 of the appointed voting members of the Committee.

### **IV. CHAIR, VICE-CHAIR, COMMITTEES, AND 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. In lieu of a scheduled meeting of the Committee, the Chair is authorized to draft and sign correspondence related to pre-approved activities in support of the Committee. The Chair, or a designee appointed "ad hoc" by the Chair in each instance, shall serve as the

Committee's "Alternate" representative to the NWSC in those cases where the NWSC representative is unable to attend a NWSC meeting.

- 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. RECORDS**

- A. The Chair shall work closely with the Coordinator to assure that proper records are kept of the attendance and proceedings of all meetings of the Committee, and its subcommittees when requested to do so. These records must meet the public record storage, management and archiving requirements of the Secretary of State and the Revised Code of Washington.
  - 1. 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.
  - 2. 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.
  - 3. The record of the proceedings of the Committee and its sub-committees shall be maintained, including written testimony, exhibits, and links to presentations 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.

4. A Committee website shall be maintained, and Committee agendas shall be posted at least 24 hours prior to any scheduled meeting. Meeting minutes shall be posted within 48 hours of their approval by the Committee. The website shall be updated as needed.

## **VI. FINANCIAL RECORDS**

The Chair shall work closely with the Coordinator to make quarterly presentations to the Committee detailing the status of the Committee's budget, including project-specific expenditures. Upon request of the Chair, additional financial briefings may be provided to assure that the Committee is operating within budgetary constraints and expectations.

## **VII. QUORUM AND VOTING**

- A. A simple majority of the appointed 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. 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. The Committee shall, to the maximum extent practical, seek to achieve consensus. Whenever an 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 appointed voting members is required, abstentions may also be counted by the Chair, with the consent of the committee, as votes with the majority.
- D. Voting by members shall be either in person, by electronic mail, telephone, through video or audio conferencing, 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 Committee's business, unless a motion to suspend the rules for such purpose is appropriately approved.
- E. The Committee shall report at least annually to the BICC regarding the progress of the Committee and its mission.

## **VIII. AGENDAS**

An agenda shall be prepared by the Chair for each regular meeting and shall be posted on the Committee's website, and distributed, at least by electronic mail, to all Committee members 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 at least 24 hours prior to such meeting.

#### **IX. RULES OF ORDER**

The latest edition of Robert's 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 Robert's 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 appointed voting members. Proposals to amend the By-laws must be presented in writing (by mail, FAX, or electronic 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 Robert's 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 16th DAY OF DECEMBER, 2014.**