

Policy Name: Board of Commissioner Policies
Section: 2000 Board
Policy Number: 2100-2610

Purpose: To establish standards under which the Board of Commissioners operate in their role as the governing body of the Park District.

Reference: Applicable RCW's are cited in the paragraphs which follow.

Policy:

2100 Election of Commissioners

The five commissioners of the Bainbridge Island Metropolitan Park & Recreation District shall be elected in accordance with RCW 35.61.050 *Composition of board*.

2110 Term of Office

All Commissioners shall be elected to serve a term of six (6) years, except elections to fill unexpired terms as set forth in Section 2130. The terms of office of Commissioners shall begin on the first day of January following their respective elections.

2120 Qualifications

Residence within the Bainbridge Island Metropolitan Park & Recreation District shall qualify an elector for any position on the Board of Commissioners.

Employees of the District are precluded from serving on the Board of Commissioners.

2130 Vacancies

Vacancies on the Board of Commissioners shall be filled by a majority vote of the remaining Commissioners. The person selected to fill a vacancy shall serve until the next general election when Commissioners are normally elected, at which time the qualified voters of the District will elect a Commissioner to serve the remainder of the unexpired term. If more than one position is vacant, provisions of RCW 42.12.070 *Vacancies* will be followed to fill those vacancies.

2140 Public Disclosure Law

Each Commissioner or candidate must comply with the provisions of RCW 42.17.240 *Elected and appointed officials, candidates and appointees--Reports of financial affairs and gifts* for public disclosure of financial affairs. Appropriate forms and detailed instructions may be found at the Washington State Public Disclosure Commission web site, www.pdc.wa.gov. The forms may be filed electronically, by mail, or personally.

2150 Reimbursement

Although RCW 35.61.150 *Park Commissioners--Compensation* allows compensation to be paid to Commissioners for time devoted to business of the District, the Commissioners of the Bainbridge Island Metropolitan Park & Recreation District shall not receive compensation for their services to the District, but they may be reimbursed for necessary expenses while attending meetings of the Board or when otherwise engaged on District business.

2160 Statutory Duties of the Board of Commissioners

The Board shall operate under the provisions of RCW 35.61 *Metropolitan park districts*. As a part of the operation it shall also:

1. Elect its officers including a President, Vice-President, Clerk, and Treasurer. By tradition these titles carry the names of Chair, Vice-Chair, Secretary and Treasurer. Hereinafter, the titles President, Vice-President, Clerk, and Treasurer shall be referred to respectively as Chair, Vice-Chair, Secretary and Treasurer. The Board shall elect such other officers as it may determine it requires.
2. Hold regular meetings at least monthly.
3. Adopt policies governing transaction of Board business, keeping of records, resolutions, transactions, findings and determinations, which shall be of public record.
4. Initiate, direct and administer District park and recreation activities, and select and employ such properly qualified employees, as it may deem necessary.
5. Compile and execute a budget on an annual basis.
6. Election of Officers - The Board of Commissioners, at its first January meeting following the beginning of each year, shall elect from among its members a Chair, Vice-Chair, Secretary, and Treasurer. The Treasurer shall serve as ex-officio Assistant Secretary. All terms of office shall run for one year beginning when elected and until the election of a successor. Vacancies in an office arising from any cause may be filled at any regular or special meeting of the Board. The Treasurer of Kitsap County is designated by RCW 35.61.180 *Designation of district treasurer* as the ex officio Treasurer of the metropolitan park district. The duties of the Board Treasurer shall not conflict with the County Treasurer.

2200 Officers

2210 Duties of Officers

The Chair shall preside at all public meetings of the Board of Commissioners and shall sign all resolutions, contracts and other instruments on behalf of the Board as authorized unless delegation of such approval authority shall be authorized by the Board. The Chair may also appoint committees and shall perform all other such duties as are incident to the office or are properly required by the Board.

The Vice-Chair shall, during the absence or disability of the Chair, exercise all the functions of the Chair. In addition, the Vice-Chair shall have such powers and discharge such duties as may be assigned from time to time by the Board of Commissioners.

The Secretary shall attest all resolutions, minutes, and expenditures and authorize the issuance of notices for all meetings of the Board of Commissioners. The Secretary shall also be responsible for the minutes of all meetings, shall make and retain a record of all motions and resolutions adopted by the Board, and shall supervise the safekeeping of the seal and minute books, and shall otherwise perform such further duties as are incidental to the office and as are properly required by the Board. Although the Secretary is ultimately responsible, many of these duties may be delegated to members of the District Staff.

The Treasurer shall have primary responsibility for reviewing and submitting to the Commissioners for approval all payroll and other expense vouchers submitted by the Executive Director. The Treasurer shall perform such further duties as are incident to the office and as are properly required by the Board.

2300 Committees

The Board may establish standing, ad hoc and advisory committees for the purpose of assisting the Board of Commissioners in carrying out its responsibilities.

2310 Standing Board Committees

Standing committees as established by the Board are listed below. All standing committees shall have two members. Board members shall be assigned to a committee for staggered two year terms. It shall be the responsibility of the Chair to insure that the proper rotation of members is maintained. Each committee shall determine annually who shall be its chair. Meetings shall be held as deemed necessary by the committee members and reports made to the Board at appropriate intervals. Notice of meetings will be given through normal channels when feasible. In addition to those duties outlined below, a committee may be assigned other duties and responsibilities as directed by the Board and the District's policies.

1. Budget and Finance Committee - Shall have oversight of budget development and perform a regular review of the status of the budget, reporting thereon to the Board. The Treasurer will be a member of this committee.
2. Capital Facilities Committee - Shall review proposals for significant changes/additions to the District facilities (e.g., buildings, fields, trails, etc.) and make recommendations for appropriate action to the Board.
3. Governance - Shall review Board policies annually with attention to any applicable legislative changes and shall coordinate District activities with other governmental agencies. The Chair and Vice-Chair shall be the members of this committee.
4. Personnel - Shall establish annual performance goals with the Executive Director, conduct a regular review of his/her performance, and make recommendations to the Board regarding the Executive Director's compensation package. Shall serve as a resource to the Executive Director with regard to personnel issues.
5. Program - Shall review proposals for significant changes/additions to the District programs and make recommendations for appropriate action to the Board.

2315 Ad Hoc Board Committees

The Board may appoint, as needed, ad hoc Board committees to address specific policies, issues, or projects. All ad hoc Board committees shall have one or two members, or be a committee of the whole, with the Committee Chair appointed by the Board Chair. Direction to such committees shall include purpose, membership, duration and outcome. Membership may also include staff and/or citizens as appropriate.

2320 Citizens Advisory Committees

The Board may establish citizens advisory committees to carry out a defined purpose or study and/or to provide input and support to the District on a specific topic of current relevance to the District. A citizens advisory committee may be a standing committee established to provide ongoing advice, assistance and support to the District in a specific area, or an ad hoc committee designed to address a specific topic over a defined period of time.

The Executive Director, citizens, or Board members may recommend to the Board the formation of a citizens advisory committee for a specific purpose. Standing citizens advisory committees shall be established by resolution of the board. Ad hoc citizens advisory committees shall be established by motion of the Board.

The Executive Director shall solicit membership for these committees and shall recommend the committee membership and its chair to the Board for approval. Where appropriate, the Board shall designate a Board member as an ex officio member of the citizens advisory committee.

The citizens advisory committees shall report to the Executive Director or his/her designate. Committees reporting to the Executive Director shall provide the Board with timely updates on their work through the Executive Director, except that from time to time the Board may request that the committee provide an update directly to the Board. If policy matters arise, the Executive Director shall bring these matters to the attention of the Board.

Direction to such committees shall include purpose, membership, responsibilities, duties, duration and outcome expected.

A citizens advisory committee may be dissolved through a vote of the Board, or by a sunset provision within the direction provided to the committee.

2400 Board of Commissioners Meetings

All regular and special meetings of the Board shall be open to the public and news media, and public notice of meetings provided, as required by RCW 42.30 *Open public meetings act*.

2410 Types of Meetings

2411 Regular Meetings

Regular meetings of the Board shall be held twice a month on dates as determined by the Board. Both meetings shall be business meetings at which Commissioners may take official action.

2412 Special Meetings & Work Sessions

A special meeting may be called at any time by the Chair or by a majority of the Board. A written notice will be delivered personally or by mail to each member of the Board and to the City of Bainbridge Island designated newspaper of record at least twenty-four hours in advance of the meeting. The call and notice shall specify the time and place of the special meeting and the business to be transacted. All other conditions of RCW 42.30.080 *Special meetings* shall pertain.

A work session may be called at any time by the Chair or by a majority of the Board. A written notice will be delivered personally or by mail to each member of the Board and to the City of Bainbridge Island designated newspaper of record at least twenty-four hours in advance of the meeting. The call and notice shall specify the time and place of the work session and the business to be transacted. A work session shall be limited to discussion of the announced topic, and unlike a special board meeting, no action will be taken.

2413 Executive Session

The Board, in either a regular or a special meeting, in accordance with the provisions of RCW 42.30.080 *Special meetings* and RCW 42.30.110 *Executive sessions*, may hold an executive session to consider matters as defined in RCW 42.30.110 (1). The Chair shall announce the purpose and time of the session as prescribed in RCW 42.30.110 (2).

2414 Agenda

All regular and special meetings shall be conducted from a written agenda.

The agenda will be prepared by the Executive Director in consultation with the Board Chair. The agenda and supportive material shall be mailed or delivered in advance to each Board member.

Board members who desire to place any item on the agenda should supply the topic and any backup material to either the Executive Director or the Chair in time to be included with other meeting materials being mailed or delivered to Board members.

Urgent or emergency matters may be placed on the agenda by the Chair or the Executive Director, waiving the requirement of advance notice.

Each Commissioner is expected to study agenda materials in advance of meetings so that discussion and board actions may proceed expeditiously.

2415 Quorum

All meetings require at least three Commissioners present throughout the meeting to constitute a quorum.

2416 Rules of Order

All meetings shall follow the stated agenda unless altered by the Chair.

Robert's Rules of Order, Revised shall be utilized for the conduct of all regular and special meetings of the Board unless superseded by rules set forth in these policies or the RCW's governing conduct of the Board.

Board decisions shall be determined by voice vote. The Chair may call for the vote by roll call if any uncertainty is present. The Chair may vote, unless wishing to abstain, as may any member.

Board decisions involving major issues require three positive votes. Major issues are defined as policy adoption, filling a vacant position on the board, personnel actions regarding the Executive Director, and budget resolutions.

2417 Order of Business

Business of a regular meeting shall be conducted in accordance with a published agenda. This agenda shall consist of not less than the following:

Call to Order

Establishment of a Quorum

Public Comments

Approval of Minutes

Financial

General Business

Executive Director's Report

Board Member Items

Unfinished Business, Committee Reports, Written Communications and Business from Legal Counsel may also be agenda items as appropriate.

Resolutions submitted for Board action shall be prepared and placed on the agenda for a first reading and then again at a subsequent regular meeting for a final reading and adoption. Exceptions to this rule are resolutions of an urgent or emergency nature and those of a housekeeping or non-policy nature.

2418 Minutes and Records of Minutes

The Board Secretary shall be responsible for the accurate recording of the proceedings of all regular and special meetings. The performance of this function may be delegated by the Board to the Executive Director. Confidential minutes or notes of executive sessions shall be prepared at the discretion of the Chair.

The District shall maintain in the District office, available for public inspection, a master file of all approved minutes and supporting documents.

Copies of the previous meeting's minutes shall be distributed to the Commissioners in advance of the next meeting.

Official voice or video recordings of Board meetings shall be retained for six years in accordance with the WA State Retention Schedule Disposition Authority Number GS50-05A-06.

2500 Relationships of the Board

The very nature of the Bainbridge Island Metropolitan Park & Recreation District, as an elected Board of Commissioners for a municipal corporation, necessitates that there be a variety of relationships established among itself, its professional Executive Director of staff and operations, its staff, related community organizations and agencies, interest groups, and other citizens of the Island. The following gives some specific guidelines as to how to ensure that these relationships can be developed and maintained.

The Board has the legal authority to delegate day to day administration of the District to its Executive Director, while retaining responsibility for the actions of the Executive Director performed within the scope of his/her authority.

The formulation and adoption of written policies shall constitute a basic method by which the Board shall exercise its leadership in the operation of the District. The development of such policies is recognized as being a primary function of the Board. The study and evaluation of reports concerning the execution of its written policies shall constitute the basic method by which the Board shall exercise its control over the operation of the District.

2505 Conflict of Interest and Appearance of Fairness

Commissioners have a duty to the people they serve to demonstrate high moral and ethical behavior. Their behavior is often scrutinized by the public and is therefore the subject of several laws designed to reduce or eliminate situations in which conflict or the appearance of conflict could occur between the interests of the public and that of individual Board members. RCW Title 42 *Public officers and agencies*; in particular, Sections 42.23 *Code of ethics for municipal officers - conflict of interest*, Section 42.36 - *Appearance of fairness doctrine - limitations*, and Section 42.52 - *Ethics in public services*; details these behaviors and is the definitive standard for them.

2510 Relationship of Individual Commissioners to the Whole Board

Individually, Commissioners have no legal authority except as they contribute to any action by the entire Board or a legal quorum thereof, which consists of three members. Individual Board members are often contacted by citizens with problems, issues, or suggestions. These should be brought before the entire Board or to the attention of the Executive Director of the District.

2520 Relationship with the Executive Director

The Board hires the Executive Director of the District, who serves at the pleasure of the Board. The Executive Director is regarded by the Board of Commissioners as the professional on matters of organization, administration, programs, and operations of the District. The Executive Director supervises and directs the staff in implementing Board policies and in the ongoing operation of the District. Commissioners are encouraged to meet with the Executive Director to discuss programs, facilities, plans, etc., at any time, not just at the time of the formal Board meetings.

2530 Relationship with Park District Staff

The Board shall officially interact with the staff through the District Executive Director. Individual Board members have no authority to direct or interfere with the work of any District employee. There are provisions in the Personnel Policies that provide for individual appeals of personnel actions to the Board.

2540 General Relationships

It shall be the policy of this Board to maintain an open, cooperative, working relationship with those interest groups that utilize the District facilities. It is further the policy of the Board that the District shall not, without due deliberation, develop or maintain sports, senior citizen, adult education, art or cultural programs that are duplicative of other interests on the Island, but will attempt to support others in their programming through providing appropriate facilities for these community activities. Where there are voids in the above areas, the District will investigate the need for such programs or facilities after the community has expressed sufficient interest.

2550 Relationship with Other Agencies

It shall be the policy of the Board to work cooperatively with other public agencies to the mutual benefit of the District, the other agencies, and, foremost, the citizens of Bainbridge Island.

2600 District Policies

All policies of the District shall be assembled in an indexed master file maintained in the District office, and shall be available for public inspection. This is the ultimate responsibility of the Secretary, but may be delegated to the Executive Director as appropriate. All District policies shall be adopted by resolution of the Board. The definition of "policy" shall be that given in RCW 34.05.010 *Administrative law*.

2610 Administrative Rules

The Executive Director shall issue administrative rules and operating procedures for the day to day operation of the District.