

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 (5) commissioners of the Bainbridge Island Metropolitan Park & Recreation District shall be elected in accordance with RCW 35.61.050 *Composition of board*. Commissioners are not employees of the District.

2110 Term of Office

All Commissioners shall be elected to serve a term of six (6) years per RCW 35.61.050, 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

In order to be eligible to hold office on the Board of Commissioners, a person must be a citizen of the United States and the State of Washington and be an elector of Bainbridge Island Metropolitan Park & Recreation District.

Current employees of the District are precluded from serving on the Board of Commissioners.

2130 Vacancies

Vacancies on the Board will be filled in accordance with RCW 42.12.

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, Treasurer, At-Large. These titles are referred to as Chair, Vice-Chair, Secretary, Treasurer, and At-Large as they were prior to the transition to a Metropolitan Park District. 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. Through the Executive Director, initiate, direct, and administer the District's 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 President, Vice-President, Clerk, and Treasurer. The Treasurer shall serve as ex officio Assistant Clerk. Elections shall be conducted by motion, second, and vote of no less than a quorum of the Board. 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 President (Chair) shall preside at all public meetings of the Board of Commissioners and shall sign 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 President (Chair) works closely with other commissioners and the Executive Director to identify and prioritize agenda topics.

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

The Clerk (Secretary) is responsible for ensuring the board's compliance with legal, regulatory, and organizational requirements related to documentation and recordkeeping. While the Executive Director may assign staff to prepare meeting agendas, minutes, resolutions, and other records, the Clerk (Secretary) retains ultimate oversight and accountability for the accuracy, integrity, and safekeeping of these documents. See section 2418 – Minutes and Records of Minutes for more on documentation and recordkeeping.

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 staff led citizen 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 (2) members. Board members shall be assigned to a committee for staggered two-year terms. It shall be the responsibility of the President (Chair) to ensure 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 current and past Treasurer will comprise 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. The Board will nominate and vote on members to comprise this committee. This committee will be activated at the discretion of the Board on an as needed basis.
3. Governance - Shall review Board policies annually with attention to any applicable legislative changes and shall coordinate District activities with other governmental agencies. The current President (Chair) and Vice-President (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 regarding personnel issues. The current President (Chair) and past President (Chair) will comprise this committee.
5. Program - Shall review proposals for significant changes/additions to the District programs and make recommendations for appropriate action to the Board. The Board will nominate and vote on members to comprise this committee. This committee will be activated at the discretion of the Board on an as needed basis.

2315 Ad Hoc Board Committees

The Board may appoint, by vote of the board, an ad hoc committee which is a temporary committee with an established start and end date to address specific policies, issues, projects, or topics. All ad hoc committees shall have at least two (2) Board members, or can be a committee of the whole Board, with the committee chair appointed by a vote of the Board. An ad hoc committee may be paused, or dissolved through a vote of the Board, or by a sunset provision.

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 conducted per RCW 42.30. Regular meetings may 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.

Meetings may provide for Board members and key staff to participate virtually when circumstances require their attendance, and they are unable to attend in person.

Remote access may be available to the public in a view-only format and in certain situations remote access with an option for participation by the public may be available.

Per RCW 42.30.240 upon request for individuals who will have difficulty attending a meeting by reason of disability, limited mobility, or for any other reason that makes physical attendance difficult, the Board shall, when

feasible, provide an opportunity for that individual to provide oral comment at the meeting remotely if oral comments for other members of the public will be accepted at the meeting.

2412 Special Meetings and Work Sessions

A special meeting may be called at any time by the President (Chair) or by a majority of the Board. A written notice may be delivered personally, by email, or by mail to each member of the Board, to the City of Bainbridge Island's designated newspaper of record and posted on the District's website at least twenty-four (24) 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 President (Chair) or by a majority of the Board. A work session shall be limited to discussion of the announced topic, and unlike a special board meeting, no action will be taken. A written notice may be delivered personally, by email, or by mail to each member of the Board, to the City of Bainbridge Island's designated newspaper of record and posted on the District's website at least twenty-four (24) hours in advance of the meeting. The call and notice shall specify the time and place of the work session and the topic.

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 President (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 President (Chair).

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 President (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 President (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 (3) Commissioners present throughout the meeting to constitute a quorum.

2416 Rules of Order

All meetings shall follow the stated agenda unless altered by the President (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 President (Chair) may call for the vote by roll call if any uncertainty is present. The President (Chair) may vote, unless wishing to abstain, as may any member.

Board decisions involving major issues require three (3) 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
Conflict of Interest Disclosure
Reading of Mission Statement
Public Comments (per RCW 42.30)
Approval of Minutes
Approval of Vouchers and Payroll
General Business
Staff Report
Board Member Items
Unfinished Business, Committee Reports, Written Communications, Executive Session, and Business from Legal Counsel may also be agenda items as appropriate.

Agenda items requiring resolutions of a policy nature will be placed on the agenda at least twice, once for information only and then again at a subsequent meeting for 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 Clerk (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 President (Chair).

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

Meetings may be recorded and if so, those recordings will be retained in accordance with RCW 40.14.

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. Should an existing policy be determined to be in conflict with newly enacted laws or regulations, including interpretations of law or regulation by a court, the Executive Director will have the authority to suspend enforcement of the policy until the Board has had the opportunity to either modify or repeal the policy. The

Executive Director will promptly notify the Board of any actions the Executive Director has taken to suspend a policy.

2505 Conflict of Interest and Appearance of Fairness

Commissioners have a duty to the people they serve to demonstrate high moral and ethical behavior. *See, for example, RCW Title 42 Public officers and agencies, Sections 42.23 Code of ethics for municipal officers - conflict of interest, - and Section 42.52 - Ethics in public services.*

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 (3) 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

Recognizing the need to establish and delineate the responsibilities of the Board and its appointed Executive Director and their staff, the Board acknowledges that:

1. The Executive Director will be solely responsible to the Board for the administration of all units of the District. Except for the purpose of seeking clarification of information provided by a staff member or for inquiry of a general nature, the Board and its members will deal with the administrative officers and employees under the jurisdiction of the Executive Director solely through the Executive Director in order to provide for efficient and effective administration of the District.
2. The Executive Director will supervise and be responsible for the administrative and managerial affairs of the District. They will give general direction regarding personnel matters and will be ultimately responsible for the proper execution of policies and directions set by the Board and for the enforcement of local, state, and federal laws and regulations impacting the District. The Executive Director will keep the Board informed of the conditions and needs of the District and will make reports and recommendations including the modification or deletion of existing policies or the adoption of new policies regarding personnel as the Executive Director may deem desirable or as may be requested by the Board.

2530 Relationship with Park District Staff

Neither the Board nor any member of the Board will give orders to the Executive Director's subordinates or otherwise interfere with the managerial functions through such means as directing or requesting the interviewing, appointment, or removal of any of the Executive Director's subordinates, the making of particular purchases from or contracts with any specific individual or organization, or the granting or denying of any benefit or opportunity not made available to the general public.

2540 General Relationships

It is the policy of the Board to create recreation opportunities that promote community engagement, inclusivity, and active lifestyles. The District's programming will focus on recreational activities to encourage participation, skill building, and enjoyment for all ages and abilities. Programs will emphasize community well-being, social interaction, and lifelong engagement in physical and creative activities rather than competitive outcomes. The District will work collaboratively with local organizations, businesses, and other stakeholders to enhance recreational offerings. The District shall cultivate partnerships to create complementary opportunities that expand access to recreational and educational resources, fostering a stronger sense of community.

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. The Board may appoint Board member liaison(s) to work with outside agencies at the first meeting in January of each year.

2600 District Policies

All policies of the District shall be available on the District's website or upon request may be viewed in the District office. This is the ultimate responsibility of the Clerk (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 statement" 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.