

**CHELAN DOUGLAS REGIONAL PORT AUTHORITY  
RESOLUTION NO. 2022-02**

**A RESOLUTION OF THE CHELAN DOUGLAS REGIONAL PORT AUTHORITY  
ADOPTING RULES GOVERNING THE TRANSACTION OF ITS BUSINESS AT  
REGULAR AND SPECIAL MEETINGS**

**Whereas**, RCW 53.12.245 requires a Port Commission to adopt rules governing the transaction of its business at its regular and special meetings, and

**Whereas**, the Chelan Douglas Regional Port Authority Board believes it is important that citizens understand the process to be followed by the Board when it conducts its meetings and considers taking action on matters before it,

**Now, Therefore, be it resolved** by the Board of Directors of the Chelan Douglas Regional Port Authority that the following rules shall be utilized by the Board at its regular and special meetings:

**1. INFORMATION PHASE**

**a. Introduction of Issue**

- i. The Board President (or vice president in his/her absence) will introduce an issue, stating whether action will be taken on the issue or whether the issue is introduced for discussion only.

**b. Conflict of Interest**

- i. In the event a Board Member believes that he/she has a conflict of interest, he/she will publicly disclose it and, if confirmed, he/she shall not further participate in any discussion and/or debate concerning such issue and shall not vote on the issue. Note: Any Conflict of Interest will be declared at the beginning of any regular meeting or special meeting.

**c. Staff Report**

- i. The Board may ask Port staff to make a presentation on the issue including any recommendations they may have. On occasion this may also include a report from a consultant with subject expertise.

**d. Board of Director Questions**

- i. During and after a staff presentation Board Members may ask questions of staff or any consultant to clarify any aspects of the presentation. Board Members may also ask questions of Legal Counsel.

**e. Public Input**

- i. The Board President will ask the public present at the meeting if anyone would like to provide input on the issue under consideration.

**2. ACTION PHASE**

**a. Deliberation Phase**

- i. The Board will discuss among themselves the merits of the issue and the proposed action. Each Board Member will have the opportunity to offer his/her opinion and any conditions he/she would want placed (if any) on a proposed action.
- ii. As part of its deliberation, the Board may determine that the issue needs further staff review, consideration or discussion and, if so, may delay any action to another Board meeting. Alternatively, the Board may proceed to the voting phase.

**b. Motion Phase**

- i. If there is support for action on an issue, a Board Member will make a motion proposing the action to be taken. If there is sufficient support, another Board Member will second the motion. If there is no second the motion fails and, unless an alternative motion on the issue is made and seconded, the Board will proceed on to the next agenda item.
- ii. If the motion receives a second, the Board President will ask if there is any additional input from Port staff, consultants, Legal Counsel, or the public present at the meeting. Input shall be limited to the motion before the Board.
- iii. The Board President will then call for the vote on the motion. Prior to the vote any Board Member may elect to have a Port staff member and/or Legal Counsel restate the proposed motion to ensure clarity before the vote of the Board.

**c. Voting Phase**

- i. The Board President will call for the vote. Each Board Member will publicly state whether he/she votes yes, no or abstain. Two affirming votes are required from each Port District Board Member for a motion to pass.
- ii. The Board President will announce the result of the vote and the action to be taken on the issue, if any.

**Adopted** by the Board of Directors of the Chelan Douglas Regional Port Authority at a regular meeting thereof held this 23<sup>rd</sup> day of February, 2022.

  
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JC Baldwin, Director

  
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Donn Etherington, Director

  
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Rory Turner, Director

  
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Jim Huffman, Director

  
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Mark Spurgeon, Director

  
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W. Alan Loebach, Director