

**RULES OF PROCEDURE
FOR THE
NORTHWEST STRAITS COMMISSION
REVISED APRIL 22, 2005**

Introduction

In 1998, in an effort to address the serious decline in marine resources in the Northwest Straits, Congress authorized The Northwest Straits Marine Conservation Initiative (HR 3461) (the Initiative). This legislation created the Northwest Straits Commission (Commission), an umbrella organization encompassing a network of seven county-based Marine Resource Committees (MRCs). The Commission provides technical assistance, integrates scientific information, develops ecosystem-level coordination and guides funding for the MRCs. These Rules of Procedure (Rules) describe the structure of the Commission as well as the process and procedural rules which govern the Commission and its members.

1. Organizational Model

The Commission is a regional coordination and support commission. Among its many goals are the following:

- to deliver technical assistance to MRCs;
- to fulfill all Commission responsibilities as described in the Murray/Metcalf Report to the Convenors;
- to create a strong identity for the public and decision-makers;
- to develop reasonable skill sets within the program; and
- to be cost effective.

To achieve these goals, the Commission will:

- employ a small administrative staff, supervised by a director (the Director) and augmented by additional program staff as needed;
- maintain shared offices/infrastructure at the Padilla Bay NERR;
- use Commission committees to streamline effectiveness;
- develop science, economic and outreach partners;
- establish an independent panel of science experts;
- coordinate with MRCs to develop and address regional education/outreach, funding, science, training and community relations; and
- meet Commission benchmarks for performance, as prescribed by the Initiative and monitor MRC progress towards achieving Performance Benchmarks.

2. Membership

There are thirteen members of the Commission. Each of the seven MRCs shall have a representative on the Commission. Internal MRC rules govern the selection of their representative to the Commission and determine the duration of that representative's term. The Governor of the State of Washington is allotted five appointments. One of those is required to represent the Puget Sound Action Team. The final seat is a tribal representative appointed by the Secretary of the Interior.

3. Alternates

The seven MRCs are encouraged to appoint alternate representatives to the Commission. The MRCs are further encouraged to send their appointed alternate to as many Commission meetings as possible, so that the Commission and the alternate will be familiar with each other in the event the regular member is unable to attend. When the regular appointee is absent, the alternate may fully participate in the Commission meetings including making decisions, whether by consensus or vote. Gubernatorial appointees may nominate an alternate, whose appointment will be subject to approval by the Commission. The Department of the Interior appointee may appoint an alternate.

4. Officers

A Chair and a Vice-Chair will be elected for a term of one year at the Commission's regular meeting in April.

5. Committee Structure

To streamline effectiveness the Commission uses five standing committees. The five committees are:

- Executive (formerly Administration/Planning)

- Education and Outreach;
- Tribal Participation;
- Technical; and
- Growth and Development

These standing committees will consist of a chair who must be a member or alternate of the Commission. The Executive Committee will be comprised of the Commission Chair, the Commission Vice-Chair, the chairs of each of the other committees, the Director and the Director of the Padilla Bay NERR (ex officio). The Executive Committee shall have no fewer than two MRC representatives. In the event that the Executive Committee has only one MRC representative, an at-large MRC representative will be appointed by the chair of the Commission. Alternate Commission members, MRC members, and other interested individuals may join committees at the discretion of the committee chair. Ad hoc committees may be formed from time to time.

6. Meetings

The Commission will meet monthly on the last Friday of the month or at such other time as is agreed upon by the Commission. The meeting venue will rotate around the region to facilitate participation by the MRCs and county commissioners/councils. The Chair may schedule special meetings.

The minutes of each meeting shall consist of decisions, future agenda items and documentation of the most important discussions. A draft of the previous month's minutes will be circulated to all Commission members for review prior to the meeting. The minutes may also be sent out to interested people before Commission approval as long as they are labeled "draft."

7. Open Public Meetings

All meetings of the Commission shall be open and public and all persons shall be permitted to attend. All actions shall be taken in open session. No action shall be taken in executive session.

Executive sessions in which the general public is excluded may be convened for the following purposes:

- (a) to review negotiations on the performance of public contracts when public knowledge regarding such consideration would cause a likelihood of increased costs;
- (b) to receive and evaluate complaints or charges brought against a commissioner or employee;
- (c) to evaluate the qualifications of an applicant for employment or to review the performance of an employee.
- (d) To discuss with legal counsel representing the Commission litigation or potential litigation when public knowledge regarding the discussion is likely to result in an adverse legal or financial consequence to the Commission

8. Quorum

A simple majority of the members of the Commission shall constitute a quorum for the transaction of business. The existence of a quorum is determined at the beginning of the meeting. In the event members leave during the meeting, the quorum requirement is still met.

9. Agenda

The Chair will approve the final draft agenda that will be sent to members at least three days before the meeting. The agenda shall always allot time for public comment. Requests for agenda time should be sent to the Commission office two weeks prior to a meeting.

10. Decision-Making Approach

The Commission shall use a "modified consensus" model for decision-making. All efforts will be made to reach consensus. Consensus means that all parties involved in decision-making share a sense that they have reached a common resolution. Consensus for the Commission will be seen as an agreement that all participants in the decision-making process are, at a minimum, "willing to live with" or "have no opposition" to the decision. If full consensus cannot be reached, a simple majority plus one may call for the issue to be put to a vote. A vote would then require a simple majority plus one to pass.

Voting by proxy is not allowed.

11. Web sites and e-mail

Individual Commission and MRC members' e-mail addresses will be made available to MRCs and requesting parties, but the Commission web site will list only a single e-mail contact for each MRC.

12. Representing the Commission

The Chair and the Director are authorized to officially represent the Commission to others. Other Commissioners may officially represent the Commission only when specifically authorized by the Commission, the Chair or the Director.

13. Conflicts of Interest

13.1 Commission members who believe they may have a real or potential conflict of interest in regard to Commission business shall disclose the circumstances of the conflict to the Commission.

13.2 Commission members must comply with subsection 12.3 when the following circumstances apply or it is reasonably foreseeable that they will apply:

- (a) the member is beneficially interested, directly or indirectly, in a contract, sale, lease, purchase, or grant that may be made by, through, or under the supervision of the Commission, in whole or in part; or
- (b) the member accepts, directly or indirectly, any compensation, gratuity or reward from any other person beneficially interested in a contract, sale, lease, purchase, or grant that may be made by, through, or under the supervision of the Commission, in whole or in part; or
- (c) the member either owns a beneficial interest in, or is an officer, agent, employee or member of, an entity that is engaged in a transaction involving the Commission.

13.3 If required by subsection 12.2 above, the member must:

- (a) Recuse himself or herself from discussions by the Commission regarding the specific contract, sale, lease, purchase, grant or transaction; and
- (b) Recuse himself or herself from any vote by the Commission on the specific contract, sale, lease, purchase, grant, or transaction; and
- (c) Refrain from attempting to influence any other member or employee in any discussion or vote regarding the specific contract, sale, lease, purchase, grant or transaction.

13.4 The prohibitions contained in subsection 12.3 do not prohibit the member from using his or her general expertise to educate and provide general information on the subject area to other Commission members.

14. Adopting Policy

14.1 Requests for adopting a resolution/position statement must be in writing and must describe how adoption of the resolution/position statement will help achieve one or more of the Benchmarks for Performance

14.2 Requests for adopting a resolution/position statement must be sponsored by a Commissioner or a MRC.

14.3 Sponsored requests are referred to the Executive Committee for consideration. The Executive Committee may alter the language of the resolution/position statement. If approved by the Committee, the resolution/position statement is introduced to the full Commission at a regular meeting.

14.4 Immediately following introduction, the Commission will send a memorandum to the MRC chairs notifying them of the proposed resolution/position statement. During the two-month period following notification, the MRCs may choose to endorse, oppose or comment upon the proposed resolution/position statement.

14.5 Action by the Commission on the resolution/position statement may be considered at a regular meeting no earlier than two months following introduction.

14.6 Sections 14.1 through 14.5 above may be waived in whole or in part by a consensus of the Commission.