

GENERAL

COMPTROLLER  
FILE NUMBER: 201010

CHARTER  
OF

THE SEATTLE CHINATOWN INTERNATIONAL DISTRICT  
PRESERVATION AND DEVELOPMENT AUTHORITY,  
DATED DECEMBER 16, 1975, ISSUED BY THE MAYOR  
PURSUANT TO PROVISIONS OF ORDINANCE NO.  
103387.

FILED DECEMBER 19, 1975.

**C. G. ERLANDSON**  
COMPTROLLER AND CITY CLERK

BY D. P. Fenton DEPUTY

**ACTION OF THE COUNCIL**

REFERRED	TO
REFERRED	TO
REFERRED	TO
REPORTED	DISPOSITION
RE-REFERRED	TO
REPORTED	DISPOSITION

# REPORT OF COMMITTEE

Mr. President:

Your ..... Committee

to which was referred the within.....

would respectfully report that we have considered the same and respectfully recommend that.....

CHAIRMAN

CHAIRMAN

# Your City, Seattle

Office of the Mayor  
Charles Royer, Mayor



December 19, 1978

The Honorable Edward L. Kidd  
City Comptroller  
City of Seattle

**SUBJECT: Amendments to Seattle Chinatown-International District  
Preservation and Development Authority Charter**

Dear Mr. Kidd:

I am transmitting to you for filing two copies signed and approved by me of amendments to the Charter of the Seattle Chinatown-International District Preservation and Development Authority.

I would appreciate it if you would file one in your office, and transmit the second copy with an indication that it has been filed to the Authority. The copy for the Authority should be sent to O. Yale Lewis, 500 Maynard Building, Seattle, Washington 98104.

Thank you for your assistance.

Sincerely,

Charles Royer

CR:hsh

cc: Mr. O. Yale Lewis  
Mr. Benjamin Woo  
Seattle Chinatown-International District Preservation  
and Development Authority  
Mr. William Stalzer, DCD

COMMUNICATIONS UNIT CLERK

78 DEC 20 11 12:50

FILED  
CITY OF SEATTLE

**City of Seattle**  
**OFFICE OF THE COMPTROLLER**  
101 Municipal Building  
Seattle, Washington 98104



E. L. KIDD  
CITY COMPTROLLER

E. J. RICE  
CHIEF DEPUTY COMPTROLLER

November 15, 1978

Mr. Benjamin Woo, Chairman  
Seattle Chinatown-International District  
Preservation and Development Authority  
4029 East Madison Street  
Seattle, Washington, 98112

Dear Mr. Woo:

By letter of September 21, 1978, the Mayor recommended approval of proposed charter amendments adopted July 20, 1977 and July 19, 1978. His letter was filed with this office October 2, 1978. The filing of his letter of approval constitutes approval, and October 2 becomes the effective date. In his letter of approval (a copy of which is enclosed), the Mayor asks for the preparation of two originals of the amendments.

If you would be kind enough to have two such originals prepared and sent to this office, we will see that they are signed by the Mayor and imprinted with the City Seal. One of those copies will be retained by us, and the other will be returned to you.

Thank you for your cooperation.

Respectfully,

A handwritten signature in cursive script, appearing to read "E. L. Kidd".

E. L. KIDD  
Comptroller and City Clerk.

ELK:gc  
encl.

cc: Hugh Spitzer, Mayor's Office  
William Stalzer, Director, Downtown Projects  
Department of Community Development.

# Your City, Seattle

Office of the Mayor  
Charles Royer, Mayor

September 21, 1978



CITY OF SEATTLE  
FILED

OCT 2 - 1978

E. L. KIDD  
CITY COMPTROLLER  
AND CITY CLERK

Mr. E. L. Kidd, Comptroller  
City of Seattle

Dear Mr. Kidd:

Subject: Proposed Amendments to the  
Seattle Chinatown-International  
District Preservation and  
Development Authority Charter

In accordance with the procedure for amendment to public corporation charters established under Ordinance 103387, Section 43, of March 1, 1975, I am recommending that the proposed amendments of July 20, 1977 and July 19, 1978 be approved.

Please prepare two originals of the amendments, each to be signed by me and bearing the City seal. One should be filed with the City and one should be forwarded to: Mr. Benjamin Woo, Chairman, Seattle Chinatown-International District Preservation and Development Authority, 4029 East Madison Street, Seattle, Wa., 98112.

Sincerely,

A handwritten signature in cursive script that reads "Charles Royer".

Charles Royer

CR:wsh  
Att.

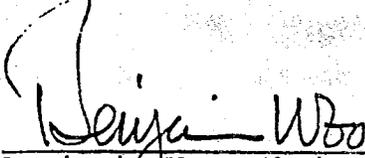
cc: O. Yale Lewis, Jr.  
Hugh Spitzer, Mayor's Office  
William Stalzer, Director, Downtown Projects,  
Department of Community Development

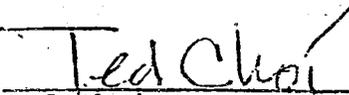
SEATTLE CHINATOWN-INTERNATIONAL DISTRICT  
PRESERVATION AND DEVELOPMENT AUTHORITY

RESOLUTION

BE IT RESOLVED that the Charter of Seattle Chinatown-  
International District Preservation and Development Authority  
is hereby amended by substituting the language in Attachment A  
hereto for all of Article V.

We, Benjamin Woo, the Chairman, and Ted Choi, the Secretary,  
of Seattle Chinatown-International District Preservation and  
Development Authority, do hereby certify that the foregoing is  
a full, true and correct copy of a resolution adopted by the  
Council of Seattle Chinatown-International District Preservation  
and Development Authority at a meeting duly called and held on  
July 12, 1978, 1978, and concurred in by the Constituency  
of Seattle Chinatown-International District Preservation and  
Development Authority at a meeting duly called and held on  
July 19, 1978, 1978.

  
\_\_\_\_\_  
Benjamin Woo, Chairman

  
\_\_\_\_\_  
Ted Choi, Secretary

ARTICLE V

POWERS OF SEATTLE CHINATOWN-  
INTERNATIONAL DISTRICT PRESERVATION AND  
DEVELOPMENT AUTHORITY

Seattle Chinatown-International District Preservation and  
Development Authority shall have the power to:

1. Own and sell real and personal property;
2. Contract for any Seattle Chinatown-International District  
Preservation and Development Authority purpose with the State,  
the United States, and any subdivision or agency of either,  
individuals, associations and corporations;
3. Sue and be sued in its corporate name;
4. Lend and borrow money;
5. Do anything a natural person may do;
6. Perform all manner and type of community services and  
activities utilizing federal or private funds;
7. Administer and execute federal grants and programs;
8. Receive and administer federal funds;
9. Provide and implement such municipal services and  
functions as the City Council and Mayor may by ordinance direct;
10. Transfer, with or without consideration, any funds,  
real or personal property, property interests or services received  
from the federal government, private sources or, if otherwise  
legal, from a city or county;

11. Receive and administer private funds, goods or services for any lawful public purpose;

12. Purchase, lease, exchange, mortgage, encumber, improve, use or otherwise transfer or grant security interests in real or personal property or any interests therein; grant or acquire options; and contract regarding the income or receipts from real property;

13. Issue negotiable bonds and notes in conformity with Section 42 of Ordinance 103387 and applicable provisions of the Uniform Commercial Code and State law in such principal amounts as, in the discretion of Seattle Chinatown-International District Preservation and Development Authority, shall be necessary or appropriate to provide sufficient funds for achieving any corporate purposes or to secure financial assistance, including matching funds from the United States, for corporate projects and activities;

14. Contract for, lease and accept transfers, gifts or loans of funds or property from the United States, the State, the City, including property acquired by any such governmental unit through the exercise of its power of eminent domain, and from corporations, associations, individuals or any other source, and to comply with the terms and conditions thereof;

15. Manage, on behalf of the City, any property acquired by the City through gift, purchase, construction, lease, assignment, default or exercise of the City's power of eminent domain;

16. Recommend to the Mayor and City Council appropriate public improvements and expenditures in the areas of the City in which Seattle Chinatown-International District Preservation and Development Authority, by its Charter, has a particular responsibility;

17. Recommend to the Mayor and City Council any property which, if committed or transferred to Seattle Chinatown-International District Preservation and Development Authority, would materially advance the public purpose for which Seattle Chinatown-International District Preservation and Development Authority was chartered;

18. Initiate, carry out and complete such improvements of benefit to the public as the Mayor and City Council may by ordinance assign;

19. Recommend to the Mayor and City Council such tax, financing and security measures as Seattle Chinatown-International District Preservation and Development Authority may deem appropriate to maximizing the public interest in the areas of the City in which Seattle Chinatown-International District Preservation and Development Authority, by its Charter, has a particular responsibility;

20. Lend its funds, property or credit or services for corporate purposes, or act as a surety or guarantor for corporate purposes;

21. Provide advisory, consultative, training, educational and community services or advice to individuals, associations, corporations or governmental agencies, with or without charge;
22. Control the use and disposition of corporate property, assets and credit;
23. Invest and reinvest its funds;
24. Fix and collect charges for services rendered or to be rendered, and establish the consideration for property transferred;
25. Sponsor, lease, manage, construct, own and lease or otherwise participate in housing projects where such activity furthers the public purpose for which Seattle Chinatown-International District Preservation and Development Authority was chartered;
26. Maintain books and records as appropriate for the conduct of its affairs;
27. Conduct corporate affairs, carry on its operations and use its property as allowed by law and consistent with Ordinance 103387, its Charter and its Rules and Regulations; and name corporate officials, designate agents and engage employees, prescribe their duties, qualifications and compensation; and secure the services of consultants for professional services, technical assistance or advice;
28. Identify and recommend to the Mayor and the City Council the acquisition by the City for transfer to or use by Seattle

Chinatown-International District Preservation and Development Authority of property and property rights which are within an urban renewal area or community development project, and which, if so acquired, whether through purchase or the exercise of eminent domain, and so transferred or used, would materially advance the public purpose for which Seattle Chinatown-International District Preservation and Development Authority was chartered;

29. Exercise and enjoy such additional powers as may be authorized by law; and

30. Have and exercise all powers necessary or convenient to effect the purposes for which Seattle Chinatown-International District Preservation and Development Authority was organized and perform authorized corporate functions.

17 SEP 30 1977 5:09

SEATTLE CHINATOWN-INTERNATIONAL DISTRICT  
PRESERVATION AND DEVELOPMENT AUTHORITY  
526 South Jackson Street  
Seattle, Washington 98104

CLERK

September 27, 1977

The Honorable Wes Uhlman:  
Mayor of Seattle  
Seattle Municipal Building  
Seattle, Washington 98104

Dear Mayor Uhlman:

Upon the advice of counsel relative to the Authority achieving favorable Internal Revenue Service tax status, the attached amendment (Resolution 77-7-13-1) to the Charter of the Authority was approved per Article XI, Sections 1, 2, 3, and 4 at regular meeting of the Council on July 13, 1977 and at regular meeting of the Constituency on July 20, 1977.

Your timely review and approval of the amendment to the Charter per Article XI, Section 6 is requested.

Sincerely,



Theodore L. Choi  
Secretary

Attachment: see reverse

APPROVED:	<u>Wes Uhlman</u>	<u>9/29/77</u>
	Mayor of Seattle	Date
ATTEST:	<u>E. L. Kinn</u>	<u>9/29/77</u>
	City Comptroller	Date

CHINATOWN-INTERNATION DISTRICT PRESERVATION AND DEVELOPMENT AUTHORITY

Resolution **77-7-13-1** :

"BE IT RESOLVED, That Article VII, Section 1, of the Corporation's Charter is hereby amended to include a new paragraph 6, as follows:

If it is determined for any reason that any or all of the Council members should be removed from office, after a full public hearing and after selection of appropriate replacements by the Mayor and City Council pursuant to this section, the Mayor and City Council may by ordinance remove any or all Council members from office. The term of any Council member removed pursuant to this section shall expire when the member receives a copy of the ordinance removing him or her from office and a letter signed by the Mayor advising him or her that he or she has been removed pursuant to this section. Any person appointed to the Council pursuant to this section shall be appointed by the Mayor and confirmed by the City Council in the same way other persons appointed to positions requiring City Council approval are appointed and confirmed. The term of any person appointed and confirmed pursuant to this section shall begin at the expiration of the term of the person being replaced and shall continue until the regular expiration of the term of the position being filled.

BE IT FURTHER RESOLVED, That the existing paragraphs 6 and 7 of Article VII, Section 1, of the Corporation's Charter be renumbered paragraph 7 and paragraph 8, respectively."

"BE IT RESOLVED, That Article VII, Section 1, of the Corporation's Charter is hereby amended to include a new paragraph 6, as follows:

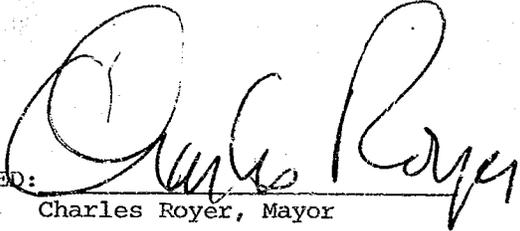
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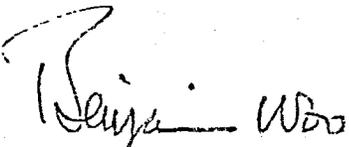
ADOPTED BY C-ID PDA  
AT REGULAR MEETING 7-13-77

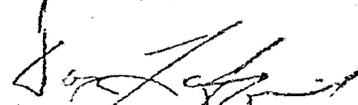
CONCURRED BY VOTE OF CONSTITUENCY  
AT REGULAR CONSTITUENCY MEETING 7-20-77  
(18 YEA, 2 NAY)

APPROVED:

  
Charles Royer, Mayor

ATTEST:

  
REINA WOO  
CHAIRMAN

  
ACTING SECRETARY

SEATTLE CHINATOWN-INTERNATIONAL DISTRICT  
PRESERVATION AND DEVELOPMENT AUTHORITY  
526 South Jackson Street  
Seattle, Washington 98104

7110  
1977 SEP 30 11 10

COMMUNICATIONS CLERK

September 27, 1977

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Mayor of Seattle  
Seattle Municipal Building  
Seattle, Washington 98104

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Sincerely,



Theodore L. Choi  
Secretary

Attachment: see reverse

APPROVED: Wes Uhlman 9/29/77  
Mayor of Seattle Date

ATTEST: E. L. Kuhn 9/29/77  
City Comptroller Date

CHINATOWN-INTERNATION DISTRICT PRESERVATION AND DEVFLOPMENT AUTHORITY

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**City of Seattle**  
**OFFICE OF THE COMPTROLLER**  
Seattle, Washington 98104



C. G. ERLANDSON  
CITY COMPTROLLER

JOHN B. KELLUM  
CHIEF DEPUTY COMPTROLLER

December 19, 1975

The Honorable Bruce K. Chapman  
Secretary of State  
State of Washington  
Legislative Building  
Olympia, Washington 98504

Dear Mr. Chapman:

Pursuant to the requirements of Ordinance No. 103387,  
I am herewith notifying you of the issuance of the Seattle  
Chinatown-International District Preservation and Development  
Authority Charter approved by Mayor Wes Uhlman on December 16,  
1975.

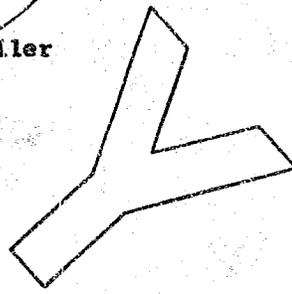
Upon your request, this office will furnish you a copy  
of the Charter and the City Ordinance.

Very truly yours,

City Comptroller

CGE:ej

cc: ✓ J. F. Fenton, Assistant City Clerk  
Honorable Wes Uhlman, Mayor





OFFICE OF THE MAYOR · CITY OF SEATTLE

WES UHLMAN MAYOR

PURSUANT TO the authority vested in me by Ordinance 103387 of the City of Seattle, and Chapter 37, Laws of 1974, First Extraordinary Session (43rd Leg., 3rd extra session), I, Wes Uhlman, hereby issue the charter of the SEATTLE CHINATOWN-INTERNATIONAL DISTRICT PRESERVATION AND DEVELOPMENT AUTHORITY, a copy of which is attached hereto, consisting of 23 pages, effective this 16th day of December, 1975.

  
\_\_\_\_\_  
Mayor

ATTEST   
\_\_\_\_\_  
City Comptroller

By \_\_\_\_\_  
Deputy

COMMUNICATIONS SECTION  
CITY OF SEATTLE

DEC 18 12:14

RECEIVED  
CITY OF SEATTLE  
DEC 18 1975

CHAPTER  
OF  
SEATTLE CHINATOWN-INTERNATIONAL DISTRICT  
PRESERVATION AND DEVELOPMENT AUTHORITY

ARTICLE I  
NAME AND SEAL

The name of this corporation shall be Seattle Chinatown-International District Preservation and Development Authority. The Authority seal, as set forth below, shall be a circle with the name "SEATTLE CHINATOWN-INTERNATIONAL DISTRICT PRESERVATION AND DEVELOPMENT AUTHORITY" inscribed therein.

ARTICLE II  
AUTHORITY FOR SEATTLE CHINATOWN-INTERNATIONAL DISTRICT  
PRESERVATION AND DEVELOPMENT AUTHORITY:

LIMIT ON LIABILITY

1. Seattle Chinatown-International District Preservation and Development Authority is a public corporation organized pursuant to Chapter 37, Laws of 1974, First Extraordinary Session (43d Leg. 3d Extra Sess.) (RCW 35.21.730) and Ordinance 103387 of the City of Seattle.

2. RCW 35.21 provides as follows: "All liabilities incurred by such public corporation, commission, or authority shall be satisfied exclusively from the assets and credit of such public corporation, commission, or authority; and no creditor or other person shall have any recourse to the assets, credit, or

services of the municipal corporation creating the same on account of any debts, obligations, or liabilities of such public corporation, commission, or authority."

#### ARTICLE III

##### DURATION OF SEATTLE CHINATOWN-INTERNATIONAL DISTRICT PRESERVATION AND DEVELOPMENT AUTHORITY

The duration of the Authority shall be "Mon Sai."

#### ARTICLE IV

##### PURPOSES OF SEATTLE CHINATOWN-INTERNATIONAL DISTRICT PRESERVATION AND DEVELOPMENT AUTHORITY

The purpose of the Seattle Chinatown-International District Preservation and Development Authority is to provide a legal entity under RCW 35.21.730 and City of Seattle Ordinance No. 103387 through which persons will be afforded a structure to work for the conservation and renewal of the unique cultural and ethnic integrities characteristic of the area historically known as the Chinatown-International District.

Employing the unique powers and capabilities conferred by State and City law, the Authority intends to promote, assist and encourage the renewal, rehabilitation, preservation, restoration and development of structures and open spaces in the area coincident with that described in the City of Seattle Special Review District Ordinance No. 102455. These efforts will be conducted in a manner that affords a continuing opportunity for local businessmen, property owners, merchants, residents, community organizations, shoppers, and visitors to carry on their traditional, as well as developing,

Chinatown-International District activities. In addition to upgrading structures and public amenities in and around the Chinatown-International District, the Authority will encourage programs to expand food retailing in the District, especially the sale of ethnic products; to expand and preserve the residential community, especially for low-income people; to promote the survival and predominance of small shops, ethnic businesses and other enterprises, activities and services which are essential to the functioning and vitality of the Chinatown-International District.

The Authority will undertake the development and operation of a Community Service Center to serve as a stabilizing institution for all users and residents of the Chinatown-International District.

The Authority will also be concerned with the rehabilitation and redevelopment of surrounding areas which may affect the charter of the Chinatown-International District.

In undertaking these purposes, the Authority will initiate and carry out studies to determine what kinds of programs will fulfill the above stated goals.

#### ARTICLE V

#### POWERS OF SEATTLE CHINATOWN-INTERNATIONAL DISTRICT

#### PRESERVATION AND DEVELOPMENT AUTHORITY

The Seattle Chinatown-International District Preservation and Development Authority shall have the power to:

1. Contract for any Seattle Chinatown-International District Preservation and Development Authority purpose with the State, the

as in the discretion of the Seattle Chinatown-International District Preservation and Development Authority shall be necessary or appropriate to provide sufficient funds for achieving any corporate purposes or to secure financial assistance, including matching funds from the United States, for corporate projects and activities;

13. Contract for, lease and accept transfers, gifts or loans of funds or property from the United States, the State, or any subdivision or agency of the State, and from corporations, associations, individuals or any other source, and to comply with the terms and conditions thereof;

14. Recommend to the Mayor and City Council appropriate public improvements and expenditures in areas of the City in which the Seattle Chinatown-International District Preservation and Development Authority by its Charter has a particular responsibility;

15. Recommend to the Mayor and City Council any property which, if committed or transferred to the Seattle Chinatown-International District Preservation and Development Authority, would materially advance the public purpose for which the Seattle Chinatown-International District Preservation and Development Authority was chartered;

16. Initiate, carry out and complete such improvements of benefit to the public as the Mayor and City Council may by ordinance assign;

17. Lend its funds, property or credit or services for corporate purposes, or act as a surety or guarantor for corporate purposes;

18. Provide advisory, consultative, training, educational and community services or advice to individuals, associations, corporations or governmental agencies, with or without charge;
19. Own and sell real and personal property;
20. Control the use and disposition of corporate property, assets and credit;
21. Invest and reinvest its funds;
22. Fix and collect charges for services rendered or to be rendered, and establish the consideration for property transferred;
23. Sponsor, lease, manage, construct, own and lease or otherwise participate in housing projects where such activity furthers the public purpose for which the Seattle Chinatown-International District Preservation and Development Authority is chartered;
24. Maintain books and records as appropriate for the conduct of its affairs;
25. Conduct corporate affairs, carry on its operations and use its property as allowed by law and consistent with Ordinance 103387, its Charter and its Rules and Regulations; and name corporate officials, designate agents and engage employees, prescribe their duties, qualifications and compensation; and secure the services of consultants for professional services, technical assistance or advice;
26. Exercise and enjoy such additional powers as may be authorized by law; and

27. Have and exercise all powers necessary or convenient to effect the purposes for which the Seattle Chinatown-International District Preservation and Development Authority was organized and perform authorized corporate functions.

#### ARTICLE VI

#### LIMITS ON SEATTLE CHINATOWN-INTERNATIONAL DISTRICT PRESERVATION AND DEVELOPMENT AUTHORITY

1. All funds, assets or credit of the Seattle Chinatown-International District Preservation and Development Authority shall be applied toward or expended upon municipal and community services, projects and activities authorized by its Charter.. The Seattle Chinatown-International District Preservation and Development Authority shall not issue shares of stock, pay dividends, make private distribution of assets, make loans to corporate officials or engage in business for profit.

The foregoing limitation does not preclude the following transactions or activities, and the Seattle Chinatown-International District Preservation and Development Authority, unless restricted by its Charter, may:

(a) Compensate corporate officials or constituents a reasonable amount for services rendered, reimburse reasonable expenses actually incurred in performing their duties and extend to the constituents derivative benefits or projects and activities accorded to the community generally or to members of community by

criteria equally applied, and as appropriate in order to avoid unreasonably impeding attainment of widespread citizen participation in carrying out corporate projects and activities;

(b) Assist corporate officials or constituents as members of a general class of persons to be assisted by a project or activity of an approved program to the same extent as other members of the class and as long as no special privileges or treatment accrues to such corporate official or constituent by reason of his status or position in the Seattle Chinatown-International District Preservation and Development Authority;

(c) Return to corporate officials or constituents fees, dues or service charges originally contributed by them and surplus to the purposes for which collected;

(d) Defend any corporate official, or former corporate official (including employees) in any legal or administrative proceeding in which he is made a party by reason of his position or former corporate position, or at the Seattle Chinatown-International District Preservation and Development Authority's option, indemnify such corporate official or former corporate official for expenses actually and necessarily incurred by him in connection with such defense, except as to matters on which he shall be adjudged in such action or proceeding to be liable for an act or omission performed without capacity or power, or willful misconduct in the performance of duty; and

(e) Sell assets for a consideration greater than their reasonable market value or acquisition costs, or charge for services more than the expense of providing them, or otherwise secure an increment in a transaction, or carry out any other transaction or activity, as long as such gain is not the Seattle Chinatown-International District Preservation and Development Authority's general object or purpose and is applied to or expended upon municipal and community services and projects and activities as aforesaid.

2. No funds, assets or property of the Seattle Chinatown-International District Preservation and Development Authority shall be used for any partisan political activity or to further the election or defeat of any candidate for public office; nor shall any funds or substantial part of the activities of the Seattle Chinatown-International District Preservation and Development Authority be used for publicity or educational purposes designed to support or defeat legislation pending before the Congress of the United States or the legislature of this State or the City Council, provided, however, that members and officials of the Seattle Chinatown-International District Preservation and Development Authority may respond to requests by contacting members of Congress, State legislators or City Council members for information and appear before any such legislative body in connection with funding and other matters directly affecting the Seattle Chinatown-International District Preservation and Development Authority or its ability to carry out the purposes for which it is chartered.

3. The Seattle Chinatown-International District Preservation and Development Authority shall have no power of eminent domain nor any power to levy taxes or special assessments.

4. The Seattle Chinatown-International District Preservation and Development Authority may not incur or create any liability that permits recourse by any contracting party or members of the public to any assets, services, resources or credit of the City of Seattle.

5. Upon dissolution of the Seattle Chinatown-International District Preservation and Development Authority and the winding up of its affairs any remaining assets of the Authority shall be distributed in accordance with Section 49 of Seattle Ordinance 103387.

#### ARTICLE VII

##### ORGANIZATION OF SEATTLE CHINATOWN-INTERNATIONAL DISTRICT PRESERVATION AND DEVELOPMENT AUTHORITY

###### Section 1. Council.

Management of all Seattle Chinatown-International District Preservation and Development Authority affairs shall reside in the Council. The Council shall be composed of twelve (12) members selected as follows:

1. Within eighteen months of the issuance of this Charter, the initial Council as designated in the application for this Charter shall by resolution divide the members of the Council into four classes of three (3) members each (designated Class I, Class II, Class III and Class IV).

2. At the regular meeting of the Council that coincides most closely with the second anniversary of the issuance of this Charter, the terms of those members of the Council that are in Class I shall expire, provided that they shall continue in office until their successors are selected and qualified as provided in the Rules and Regulations.

3. The Council vacancies created by the expiration of the term of the Class I members shall be filled with:

- (a) One member selected by the Constituency,
- (b) One member selected by the Mayor, and
- (c) One member selected by the Council.

4. All appointments to the Council shall be subject to confirmation by the City Council.

5. This reappointment and confirmation procedure shall continue annually as to successive classes, so that at the regular meeting of the Council that coincides most closely with each anniversary of the issuance of this Charter a new class of Council members shall take office; provided, however, that each person so selected shall hold office for the four-year term for which he or she is selected and until his or her successor shall have been selected and qualified; and provided that no Council member may serve more than two consecutive four-year terms.

6. The Rules and Regulations shall provide for the filling of all vacancies other than those caused by the expiration of a regular term as defined herein.

7. Efforts shall be made to insure that members of the Council shall represent a wide spectrum of socio-economic and ethnic groups associated with the Chinatown-International District.

Section 2. Council Concurrence Required.

General or particular authorization or concurrence of the Council by resolution shall be necessary for any of the following transactions: -

1. Transfer or conveyance of an interest in real estate other than a release of a lien or satisfaction of a mortgage after payment has been received and the execution of a lease for a current term of less than one year;
2. The contracting of debts, issuance of notes, debentures or bonds, and the mortgaging or pledging of corporate assets to secure the same;
3. The donation of money, property or other assets belonging to the Seattle Chinatown-International District Preservation and Development Authority;
4. An action by the Seattle Chinatown-International District Preservation and Development Authority as a surety or guarantor;
5. All transactions in which: (i) the consideration exchanged or received by the Seattle Chinatown-International District Preservation and Development Authority exceeds ten thousand dollars (\$10,000); (ii) the performance by the Seattle Chinatown-International District Preservation and Development Authority shall extend over a period of one year from the date of execution of an agreement therefor;

or (iii) the Seattle Chinatown-International District Preservation and Development Authority assumes duties to the City, the State or the United States;

6. Any project or activity outside the limits of the City;
7. Adoption of an annual budget;
8. Certification of annual reports and statements to be filed with the City Comptroller as true and correct in the opinion of the Council and of its members, except as noted;
9. Proposed amendments to the Charter; and
10. Such other transactions, duties and responsibilities as the Charter shall repose in the Council or require Council participation by resolution.

Section 3. Council Concurrence and Quorum Defined.

"Council concurrence," as used in this Article may be obtained at any regular or special Council meeting by an affirmative vote of a majority of the Council members voting on the issue, provided that such majority equals not less than one-third of the Council voting membership. The Rules and Regulations of the Authority may prescribe Council quorum restrictions which equal or exceed the quorum restrictions imposed in this Section 3. The quorum requirements for amendments to the Charter of the Authority are set forth in Article XI below.

Section 4. Offices and Division of Duties.

Seattle Chinatown-International District Preservation and Development Authority shall have two or more officers. The same

person shall not occupy both the chief executive office of the Authority and the office responsible for the custody of funds and maintenance of accounts and finances. The initial officers of the Authority shall be the Chairman, Vice-Chairman, Secretary and Treasurer of the Council. Additional officers may be provided for in the Rules and Regulations of the Authority. The Chairman shall be the agent of the Authority for service of process; the Rules and Regulations may designate additional corporate officials as agents to receive or initiate process. The corporate officers, who shall be selected from among the membership of the Council as provided in the Rules and Regulations, shall, as provided in the Rules and Regulations, direct the daily affairs and operations of the Authority. The Council shall oversee the activities of the corporate officers, establish and/or implement policy, participate in corporate activity in matters prescribed in Section 2 of this Article VI, and shall have stewardship for management and determination of all corporate affairs except as may be specifically reposed in the Constituency under Article VIII hereof.

Section 5.            Executive Committee.

The Rules and Regulations may provide for an Executive Committee, which shall be appointed or removed by, and shall have and exercise such authority of the Council in the management between meetings of the Council as may be specified in the Rules and Regulations.

ARTICLE VIII

CONSTITUENCY

Section 1. Composition.

The Constituency of the Authority shall consist of its general membership, which shall be open to all persons sixteen years of age and over who are residents, property owners, employees, business persons or community participants in the Chinatown-International District, as established by the Special Review District boundaries, who shall pay dues of one dollar (\$1) per year. The Rules and Regulations shall provide for meetings of members, including notice, quorum and other provisions dealing with the membership; provided, however, that the Council or a committee thereof shall report to the Constituency at a meeting held at least quarterly to receive their comments on matters on which the Council has acted during the preceding quarter and on matters proposed for action during the next quarter.

Section 2. Constituency Concurrence Required.

The concurrence of the Constituency shall be required on the following matters:

1. Proposed amendments to the Charter;
2. Proposed amendments to the Rules and Regulations of the Authority dealing directly with matters specified in Section 2 as being within the power and responsibility of the Constituency, or with provisions of the Rules and Regulations governing procedures for meetings of the Constituency;

3. Fixing the compensation of corporate officials and the nature and limit of expenses incurred by corporate officials that may be reimbursed;

4. Election or selection of an independent auditor; and

5. Appointment of one member to the class of the Council membership expiring each year, as provided herein.

Section 3. Constituency Concurrence Defined.

Constituency concurrence, as used herein, shall be defined in the Rules and Regulations, except that Article XI of the Charter shall define the concurrence of the Constituency that is necessary for Charter amendment and for amendments to the provisions of the Rules and Regulations that govern procedures for meetings of the Constituency.

ARTICLE IX

COMMENCEMENT OF SEATTLE CHINATOWN-INTERNATIONAL DISTRICT

PRESERVATION AND DEVELOPMENT AUTHORITY

The Seattle Chinatown-International District Preservation and Development Authority shall commence its existence effective upon filing its Charter as issued and attested.

ARTICLE X

RULES AND REGULATIONS

The Council shall adopt Rules and Regulations to provide such rules for governing Seattle Chinatown-International District Preservation and Development Authority and its activities as are

not inconsistent with this Charter. The adoption of the Rules and Regulations and any amendments thereto require a majority vote of the whole Council. The Council may provide in the Rules and Regulations for all matters related to the governance of the Authority, including but not limited to matters referred to elsewhere in the Charter for inclusion therein, and for the following:

1. The existence of committees of Seattle Chinatown-International District Preservation and Development Authority and the duties of any such committee;
2. Regular and special meetings of the Council and Constituency of the Seattle Chinatown-International District Preservation and Development Authority;
3. Suspension or removal of Seattle Chinatown-International District Preservation and Development Authority officials and conditions which would require such suspension or removal;
4. Any matters set forth in Section 14, 1-u, of Ordinance No. 103387 of the City of Seattle not inconsistent with the Charter or not provided for herein;
5. Additional classes of membership.

#### ARTICLE XI

##### AMENDMENTS TO CHARTER AND RULES AND REGULATIONS

##### Section 1. Proposals to Amend Charter or Rules and Regulations.

1. Any Council member may propose an amendment to the

Charter at any regular meeting or at any special meeting of which thirty (30) days' advance notice has been given.

2. Any Council member may propose an amendment to the Rules and Regulations (which may consist of new Rules and Regulations) at any regular meeting or at any special meeting of which thirty (30) days' advance notice has been given.

Section 2. Vote Required for Amendments to Charter.

Resolutions of the Council approving amendments to the Charter require an affirmative vote representing two-thirds of the Council members voting on the issue and a majority of the Council voting membership for adoption.

Section 3. Vote Required for Amendments to Rules and Regulations.

The minimum vote that is required for the amendment, alteration or repeal of the Rules and Regulations of Seattle Chinatown-International District Preservation and Development Authority shall be an affirmative vote of a majority of the whole Council. Such vote may be taken at any regular or special meeting of the Council.

Section 4. Constituency Concurrence Necessary for Amendments to Charter and Provisions of the Rules and Regulations That Govern Procedures for Meetings of the Constituency.

The minimum requirement for the concurrence of the Constituency to a proposed amendment to the Charter and to provisions of the Rules and Regulations that govern procedures for

meetings of the Constituency shall be an affirmative vote representing two-thirds of the Constituents voting on the issue, and at least 20 percent of the Constituency if it comprises less than 100 persons. If the Constituency comprises 100 persons or more, an affirmative vote of at least 10 percent of the Constituency shall be required.

Section 5.      Effective Date of Amendments to the Rules and Regulations.

Amendments to the Rules and Regulations shall not take effect until ten (10) days after filing of the same with the City Comptroller unless such amendment(s) shall have been passed by unanimous vote of the Council and the Constituency (if affected by the amendment) and an earlier effective date be set.

Section 6.      Approval by Mayor.

After adoption of a proposed amendment to the Charter of the Seattle Chinatown-International District Preservation and Development Authority, as set forth herein, by the Council and Constituency, the proposed amendment shall be filed in duplicate with the City Comptroller. The Mayor may approve or disapprove the proposed amendment.

Section 7.      Effective Date of Amendments to the Charter.

Amendments to the Charter proposed by the Seattle Chinatown-International District Preservation and Development Authority shall take effect and become a part of the Charter upon the filing of the Mayor's approval with the Comptroller.

## ARTICLE XII

### REVIEW

To the extent practicable, any proposal of Seattle Chinatown-International District Preservation and Development Authority that substantially affects any property owner, community participant, resident, merchant, employee, tenant or lessee within the Chinatown-International Special Review District shall be submitted to the various Chinatown-International District Community Organizations prior to its adoption by Seattle Chinatown-International District Preservation and Development Authority. To the extent practicable, any such proposal shall include a special analysis of the likely impact of the proposal on any property owner, community participant, resident, merchant, employee, tenant or lessee who will be substantially affected by the proposal and shall, to the extent practicable, be submitted to the various Chinatown-International District Community Organizations in a time and manner that affords these various organizations reasonable time to review and comment on the proposal prior to its adoption. Any recommendation of the various Chinatown-International District Community Organizations to any such proposal shall not be binding upon Seattle Chinatown-International District Preservation and Development Authority but shall be responsibly considered by Seattle Chinatown-International District Preservation and Development Authority in its own deliberations on the proposal.

ARTICLE XIII

MISCELLANEOUS

Section 1. Geographic Limitation.

Seattle Chinatown-International District Preservation and Development Authority may conduct activities outside the City of Seattle upon a determination by the Council that each such activity will further the purposes of Seattle Chinatown-International District Preservation and Development Authority.

Section 2. Public Records.

The public shall have access to records and information of Seattle Chinatown-International District Preservation and Development Authority to at least the same degree that the public enjoys access to records and information of the City of Seattle.

Section 3. Minutes.

Copies of the minutes of all regular or special meetings of the Council shall be available to any person or organization that requests them. The minutes of all Council meetings shall include a record of individual votes on all matters requiring Council concurrence.

Section 4. Public Meetings.

To the extent practicable, meetings of the Seattle Chinatown-International District Preservation and Development Authority shall be held within the general area of the International Special Review District and shall be open to the public as required under the Open Public Meetings Act, RCW 42.30.010 -

42.30.920, and all meetings of the Council shall be called and held in accordance with said law. At any such meeting, any citizen shall have a reasonable opportunity to address the Council either orally or by written memoranda.

Section 5.      Semiannual Reviews.

At least semiannually, with reasonable notice to the public, a meeting shall be held which shall include a review of all significant decisions and events relating to the programs and activities of the Seattle Chinatown-International District Preservation and Development Authority that have occurred since the last public meeting and a preview of significant matters that will be under consideration during the following six months.

Section 6.      Audits, Dissolutions, etc.

Audits, dissolutions, trusteeships and other matters affecting Seattle Chinatown-International District Preservation and Development Authority are governed by Ordinance No. 103387 of the City of Seattle.

Section 7.      Nonexclusive Charter.

This Charter is nonexclusive and does not preclude the granting by the City of other charters to establish additional public corporations.

Section 8.      Duration.

The duration of the Authority shall be perpetual unless:

- (a) dissolved in accordance with State Law; or
- (b) revoked by the Mayor with the consent of the Council in accordance with Article V hereof.

Section 9.           Revocation of Charter.

The Charter and existence of the Authority may be revoked by the Mayor with the consent of a majority of the members of the City Council in the event of:

- (a) a continuing default, after ninety days written notice, in any contractual arrangement with the City of Seattle or any subdivision thereof; or
- (b) the Authority shall fail to demonstrate an active program to maintain its constituency and to attract new members.