

COMPTROLLER FILE No. 294570

**REPORT OF COMMITTEE**

RULES AND REGULATIONS of the Seattle INDIAN SERVICES COMMISSION; adopted December 17, 1985

Honorable President:  
Your \_\_\_\_\_

to which was referred the within \_\_\_\_\_  
would respectfully report that we have considered the same and respectfully recommend that \_\_\_\_\_

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Filed January 8 1986  
Tim Hill, City Comptroller

By Theresa Dunbar  
Deputy

**ACTION OF THE COUNCIL**

Referred	To
Referred	To
Referred	To
Reported	Disposition
Re-referred	To
Reported	Disposition

Chair



RULES AND REGULATIONS  
OF  
SEATTLE INDIAN SERVICES COMMISSION

ARTICLE I  
COUNCIL

Section 1. Composition of the Council.

The initial Council members shall be appointed no later than twenty (20) days after the corporate charter shall have been issued by the City of Seattle. No Council member shall be an employee of any of the selecting organizations; provided, however, that any employee of a selecting organization who is currently serving on the Council may continue to serve on the Council until his or her resignation, forfeiture of office, or removal as provided in the Charter or Rules and Regulations. Appointments to the Council must be by written letter of appointment from the appointing organization and must have the approval of the appointing organization. New appointments shall be made annually as herein prescribed, with each Council to take office one year after the previous Council took office; provided, however, that at the regular monthly meeting which coincides most closely with the anniversary of the initial commencement of the Council hereunder, the two new or reappointed Council representatives of each of the appointing organizations shall deliver to the office of the Council a written letter of appointment from

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the appointing organization for the term. Each such representative so appointed must have the approval of the Board of the appointing organization. Council members may be reappointed and shall continue in office until either reappointed or until another Council member is appointed as herein prescribed.

Section 2. Vacancies.

Vacancies on the Council shall be filled by the action of the constituent organization with authority to select the Council member whose position is vacated. A vacancy or vacancies on the Council shall be deemed to exist in the case of the death, disability, resignation, forfeiture of office, or removal by the constituent organization with appointing authority over that member, or any Council member, as provided herein.

Section 3. Removal from Office. Council members who are absent from three consecutive regular meetings, and who have not received the specific written concurrence of the Council to their absence authorizing the same, or who are absent more than five (5) regular meetings in any twelve-month period, whether with concurrence of the Council or not, shall automatically be deemed to have forfeited their position as Council member. Upon such an occurrence, the Council shall notify the organization that has the power to replace such a member and said organization shall appoint another person as Council member to fill the vacant term. Such person shall then qualify as prescribed. If the selecting organization has not selected another person as Council member to fill the vacant term described herein within two (2) calendar

months from that organization's receipt of notice of said vacancy, the vacancy shall be filled by the Council. Such person shall then be subject to approval and qualification as prescribed.

Any Council member who during his term of office is convicted of a felony or of a crime involving moral turpitude, shall upon such conviction automatically be deemed to have forfeited his office as Council member and the Council shall, upon the happening of such event, notify the organization who appointed such Council member, and the organization which has the appointing power shall reappoint another person as Council member to fill the vacant term.

Section 4. Quorum.

At least five (5) members of the Council must be present at any regular or special meeting to comprise a quorum. A lesser number in attendance at such a meeting may adjourn the meeting and reconvene it within forty-eight (48) hours of the adjourned meeting without further notice.

ARTICLE II

OFFICERS AND COMMITTEES

Section 1. Officers Designated.

The officers of the Commission shall be a Chairperson, Vice Chairperson, Treasurer, and Secretary, each of whom shall be elected by the Council. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Council. Any two or more offices may be held by the same

person, except the offices of President and Treasurer. In addition to the powers and duties specified below, the officers shall have such powers and perform such duties as the Council may prescribe.

Section 2. Election, Qualifications and Term of Office.

Each of the officers shall be elected by the Council from among its members. The officers shall be elected by the Council at the regular meeting at which new Council members are qualified for a one-year term, and shall hold office during said one-year term and until new Council members are appointed as herein prescribed. The first officers of the Council shall be elected by the Council at its organizational meeting.

Section 3. Powers and Duties.

a. Chairperson. The Chairperson shall exercise the usual executive powers pertaining to the office of Chairperson. He or she shall be the chief executive officer of the corporation. He or she shall preside at all meetings of the Council. He or she shall be the designated agent of the corporation to receive service of process. When authorized by the Council, he or she shall have the power to sign and execute all deeds, bonds, contracts, and other obligations or instruments in the name of the corporation, and all such instruments shall be effective, valid, and binding upon his or her signature alone without the necessity of adding thereto the signature of any other officer or officers of the corporation unless otherwise required by the Charter, and such authority shall include the

right to endorse the transfer in blank, or otherwise, of any stocks, bonds, securities, or evidence of indebtedness owned or standing in the name of the corporation. He or she shall have the power to represent the corporation, or the corporation acting in any matter and to speak and vote on behalf of the corporation in regard to all operational matters.

b. Vice Chairperson. The Vice Chairperson shall act in the place of the Chairperson in the absence of the Chairperson, or upon disability or refusal of the Chairperson to act. The Vice Chairperson shall have such other duties as the Chairperson and Council shall designate.

c. Secretary. The Secretary shall be responsible for notices for all meetings of the Council, shall be responsible for keeping its minutes, shall be responsible for the seal and corporate books, shall affix the corporate seal to and sign with the Chairperson of the Council such instruments as require the seal or his or her signature, and shall make such reports and perform such other duties as are incident to his or her office, or are properly required of him or her by the Council.

d. Treasurer. The Treasurer shall have the care and custody of and be responsible for all funds and investments of the corporation, and shall cause to be kept regular books of account. He or she shall cause to be deposited all funds and other valuable effects in the name of the corporation in such depositories as may be required by law, or, if not required, as

designated by the Council. In general, he or she shall perform all of the duties incident to the office of Treasurer.

Section 4. Removal.

Upon reasonable prior notice to all Council members of the alleged reasons for dismissal, the Council by an affirmative vote of the majority of the whole Council may remove any officer from his or her office, but not from his or her position on the Council, whenever in its judgment the best interests of the Commission will be served thereby.

Section 5. Vacancies.

The Council shall fill any office which becomes vacant with a successor who shall hold office for the unexpired term and until his or her successor shall have been duly elected and qualified.

Section 6. Appointment of Committees.

The Council, by resolution adopted by a majority of the full Council, may designate from among its members one or more committees, each consisting of at least three or more members, to represent the Council and, on matters other than those described in Section 2 of Article VII of the Charter, act for and on behalf of the Council. The designation of any such committee and the delegation thereto of authority shall not operate to relieve any member of the Council of any responsibility imposed by law.

Section 7. Executive Committee.

The Executive Committee of the Commission shall consist of

the Chairperson, Vice Chairperson, Treasurer and Secretary of the Council.

Except as provided in Section 2 of Article VII of the Charter of the Commission, the Executive Committee shall have and exercise such powers of the Council of the Commission as the Council may from time to time provide by resolution.

### ARTICLE III

#### MEETINGS

##### Section 1. Regular Council Meetings.

Regular meetings of the Council shall be held at least once every month on the third Tuesday of the month at 3:30 p.m. at the office of the Seattle Indian Services Commission, located at 2218 Second Avenue, Seattle, Washington; provided, however, that the Council may alter such regular meeting time and place by resolution.

##### Section 2. Special Council Meetings.

Except as provided in Article IX of the Charter of the Commission, special meetings of the Council may be held at any place, at any time, whenever called by the Chairperson or a majority of the members of the Council.

##### Section 3. Notice of Regular Council Meetings.

No notice of the regular meeting shall be required, except of the first regular meeting after any change in the time or place of such meeting adopted by resolution of the Council, as above provided. Notice of such changed regular meeting shall be in writing, given by the Secretary or by the person or persons

calling the meeting, by personal communication over the telephone to each Council member at least twenty-four (24) hours prior to the day named for the meeting, or by at least three (3) days' notice by mail, telegram, or written communication. If mailed, notice shall be mailed by United States mail, postage prepaid, to the last known address of each Council member.

Section 4. Notice of Special Council Meetings.

Notice of all special meetings of the Council shall be given by the Secretary or by the person or persons calling the special meeting by delivering personally or by mail written notice at least twenty-four (24) hours prior to the time of the meeting to each Council member and to each local newspaper of general circulation and to each radio or television station that has requested notice as provided in RCW 42.30.080.

Attendance of a Council member at any meeting shall constitute a waiver of notice of such meeting, except where the member attends a meeting for the purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The time and place of the special meeting and the business to be transacted must be specified in the notice. Final disposition shall not be taken on any other matter at such meetings. At any regular meeting of the Council, any business may be transacted and the Council may exercise all of its powers.

Section 5. Role of Officers. The person who is elected Chairperson of the Commission, in conformity with the Charter and these Rules and Regulations, shall act as Chairperson of the

Council and the person who is elected Secretary of the Commission shall act as Secretary to the Council. Unless there is some reason to the contrary, specifically to be stated upon the minutes of the meeting, all meetings of the Council shall be deemed to be meetings of the officers of the corporation as well.

Section 6. Waiver of Notice.

Notice required to be given to any member of the Council by the Charter, the Rules and Regulations, or the laws of the State of Washington and the City of Seattle, may be dispensed with as to any Council member who at or prior to the time the meeting convenes files with the Council of the Commission a written waiver of notice or who is actually present at the meeting at the time it convenes. Such notice may also be dispensed with as to special meetings called to deal with an emergency involving injury or damage to persons or property or the likelihood of such injury or damage, where time requirements of such notice would make notice impractical and increase the likelihood of such injury or damage. Notice, as provided in Article XI of the Charter concerning proposed amendments to the Charter or Rules and Regulations and votes on such amendments, may not be so waived.

ARTICLE IV

ADMINISTRATIVE PROVISIONS

Section 1. Books and Records.

The corporation shall keep current and complete books and

records of account and shall keep minutes of the proceedings of its Council and committees having any of the authority of the Council. All books and records of the Commission may be inspected by any officer or trustee of any of the appointing organizations or his agent or attorney for any proper purpose at any reasonable time.

Section 2. Indemnification of Council Members.

The Commission elects to defend and indemnify its present and former officials and their successors to the full extent authorized by the Charter. In addition, the right of indemnification shall inure to each Council member or officer upon his or her appointment to the Council and in the event of his or her death shall extend to his or her heirs, legal representatives and estate. Each person who shall act as Council member or officer of this corporation shall be deemed to do so in reliance upon such indemnification and such rights shall not be exclusive of any other right which he or she may have.

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LAW OFFICES OF  
WICKWIRE, LEWIS, GOLDMARK  
& SCHORR  
A PROFESSIONAL CORPORATION

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January 8, 1986

HAND DELIVERED

Mr. Craig Soper  
Acting Comptroller  
City Comptroller's Office  
600 Fourth Avenue, Room 101  
Seattle, Washington 98104

Attention: Mr. Michael Saunders

Re: Seattle Indian Services Commission  
Rules and Regulations

Dear Mr. Soper:

I am enclosing the original of the amended Rules and Regulations of the Seattle Indian Services Commission that the Commission adopted at its regular monthly meeting on December 17, 1985. Notice of the proposed amendments and a statement of their purpose and effect was provided to Council members fifteen days prior to that meeting. The Council adopted the amendments by a unanimous vote of all six members present, which constitutes a majority of the whole Council consisting of eight voting positions.

Very truly yours,

WICKWIRE, LEWIS, GOLDMARK  
& SCHORR

*Sarah B. Ignatius*  
Sarah B. Ignatius

SBI:rh  
Enclosure

cc: Mr. Michael Marshall  
Ms. Carol Peloza  
Ms. Linda Gorton (with enclosure)

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