

RULES AND REGULATIONS of the SEATTLE INDIAN SERVICES COMMISSION; filed November 18, 1988

Honorable President:
Your

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

Filed November 18 1988
City Comptroller

By Theresa Dunbar
Deputy

ACTION OF THE COUNCIL

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

Cha

REPORT OF COMMITTEE

Honorable President:

Your

Committee

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

[Lined area for text entry]

Chairman

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RESTATED 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 every four years as herein prescribed, with each Council to take office four years after the previous Council took office; provided, however, that at the regular monthly meeting which coincides most closely with the fourth 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 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

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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 from more than five (5) regular meetings in any twelve-month period, shall be subject to forfeiture of their position as a Council member. Should any member be absent from meetings as detailed above, a motion of forfeiture shall automatically be placed on the agenda of the next regular Council meeting. The member whose Council position is at issue shall be notified of the pending motion and, if necessary, the debate on the motion may be postponed for a maximum of one meeting date to accommodate the presence of the member. Following debate, the motion of forfeiture shall be deemed adopted unless a majority of Council members present vote against the motion. Conditions, as appropriate, regarding meeting attendance may be proposed as

amendments to any motion of forfeiture. If the motion for forfeiture is granted, 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 the term of office, is convicted of a felony or of a crime involving moral turpitude, upon such conviction, shall automatically be deemed to have forfeited his office as Council member and the Council shall, upon the happening of such event, notify the organization that 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 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 a 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 notice to all Council members of the alleged reasons for dismissal, the Council may, by an affirmative vote of the majority of the whole Council, 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.

Section 8. Leschi Center Committee.

A standing committee of the Council shall be responsible for reviewing management of the Leschi Center. Members of the Leschi Center Committee shall be appointed by a majority of the full Council. Members of the Leschi Center Committee shall include one representative from each Leschi Center tenant which is a member of the Council. Nontenant representatives may also be appointed to the Leschi Center Committee. The Leschi Center Committee shall report to the Council on a regular basis.

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 4:00 p.m. at the office of the Seattle Indian Services Commission, located at 611 12th Avenue S., 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, 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.

Section 7. Conduct of Meetings/Chairperson Voting.

The matters of the Council shall be conducted according to Robert's Rules of Order (Revised); provided, however, the Chairperson may vote on all matters to come before the Council.

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.

45938.M33

SEATTLE INDIAN SERVICES COMMISSION

RESOLUTION NO. 122

CITY OF SEATTLE
1988 NOV 18 PM 4 25
COMPTROLLER AND CITY CLERK

WHEREAS, at least fifteen (15) days prior to the date of this Council meeting, each Council member received a copy of the proposed amendments to the Rules and Regulations and a statement of the purpose and effect of the proposed amendments; and

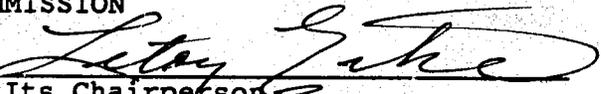
WHEREAS, this Council meeting is a regular monthly Council meeting; and

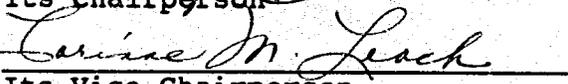
WHEREAS, the Council members present have reviewed and discussed all of the proposed amendments to the Rules and Regulations; and

WHEREAS, an affirmative vote of a majority of the whole Council has approved the proposed amendments to the Rules and Regulations;

THEREFORE, be it resolved that the attached proposed Restated Rules and Regulations shall be approved by the Council.

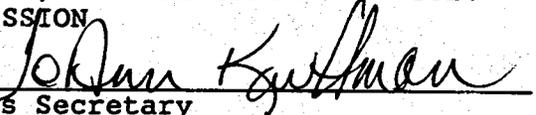
COUNCIL, SEATTLE INDIAN SERVICES
COMMISSION

By: 
Its Chairperson

By: 
Its Vice Chairperson

The undersigned hereby certifies that: I am the Secretary of the Council of Seattle Indian Services Commission; the foregoing resolution is a true and correct copy of the resolution adopted by an affirmative vote of a majority of the whole Council at a regular meeting of said Council on the 15th day of November, 1988.

COUNCIL, SEATTLE INDIAN SERVICES
COMMISSION

By: 
Its Secretary

90117.D33

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PLEASE SIGNATURE FROM THIS NOTICE

LAW OFFICES

CAIRNCROSS, RAGEN & HEMPELMANN

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November 18, 1988

HAND DELIVERED

Mr. Norward J. Brooks
City of Seattle Comptroller
101 Municipal Building
600 Fourth Avenue
Seattle, Washington 98104

Re: Seattle Indian Services Commission

Dear Mr. Brooks:

Enclosed are Restated Rules and Regulations of the Seattle Indian Services Commission. Enclosed also is Resolution No. 122 of the Commission whereby at its regular meeting on November 15, 1988, the Council approved amending the Commission's Rules and Regulations. Notice of the proposed amendments and a statement of their purpose and effect was provided to Council members more than fifteen days prior the November 15 meeting. The Council adopted the amendments by an affirmative vote of a majority of the whole Council.

If you have any questions regarding the amendments, please contact either the undersigned or John Hempelmann.

Sincerely,



Suzanne P. Overstreet
Legal Assistant

Enclosures

cc: Mr. J. Michael Marshall
90131.D33