

Your
City,
Seattle

Memorandum



CSS 25.3

To City Clerk From John Cowan, PDA Coordinator
Date 5/22 Subject Pike Place Market Public Development

Authority

Please file along with PDA Charter & Rules
& Regulations as part of Comptroller's file.
Give me a call at 4-8064 if you have
questions

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This is the Amended Version

Pike Place Market Constituency

1991

85 Pike Street • Room 500 • Seattle • Washington • 98101

BYLAWS OF THE CONSTITUENCY OF THE PIKE PLACE MARKET

ARTICLE I. Name and Authority

Section 1. The name of the organization shall be The Constituency of the Pike Place Market.

Section 2. The organization shall also be known as The Constituency, The Constituency of the Pike Place Market Preservation and Development Authority and the Market Constituency.

Section 3. The Constituency has been established by the Charter of the Pike Place Market Preservation and Development Authority, in accordance with the Municipal Code of the City of Seattle (primarily Chapter 3.110, Public Corporations).

ARTICLE II. Purposes

Section 1. The primary purpose of the Constituency shall be to foster and provide a forum for on-going public participation and oversight in all proceedings and decisions which affect the public's interest and the interests of consumers and other users of the Pike Place Market. This primary purpose shall be carried out through (but shall not be limited to) Constituency participation in Pike Place Market

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organizations such as the Preservation and Development Authority (PDA), the Market Historical Commission, the Merchants Association and others; and by participation in city, county and state government organizations; and by other means as necessary and appropriate.

Section 2. The purpose of the Constituency shall also be to perform all functions included for Constituencies in general under Ordinance 103387 of the City of Seattle, and all functions intended by the Charter and by the Rules and Regulations of the Pike Place Market Preservation and Development Authority, those functions being as follows:

- a. Concurrence on proposed amendments to the PDA Charter.
- b. Concurrence on proposed amendments to the Rules and Regulations of PDA dealing directly with matters being within the power and responsibility of the Constituency, or with provisions of the Rules and Regulations governing procedures for meetings of the Constituency.
- c. Concurrence of the fixing of compensation of corporate officials and the nature and limit of expenses incurred by corporate officials that may be reimbursed.
- d. Concurrence on the election or selection of an independent auditor.

(continued)

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e. Election of one member to the PDA Council each year.

Section 3. The purpose of the Constituency shall also be to perform all other functions, and engage in all other activities, beneficial to the public's interest and the interests of consumers and other users in the Pike Place Market.

ARTICLE III. Members

Section 1. Any person sixteen years or older interested in the purposes of the Constituency shall be eligible for membership.

Section 2. The dues shall be one dollar for a membership year or any fraction of a membership year.

Section 3. The membership year shall be ^{May} ~~April~~ first of one calendar year to ^{April} ~~July~~ thirty-first of the next calendar year.

Section 4. The rights of membership shall begin one week after the submission of an application and the payment of dues.

ARTICLE IV. Officers

Section 1. The officers of the Constituency shall be a Chairperson, a Vice-Chairperson, a Secretary-Treasurer, the four Constituency appointees to the Pike Place Market Preservation and Development Authority Council and four Officers at Large.

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Section 2. No person shall hold more than one office of the Constituency at the same time.

Section 3. No employee, officer or board member of the Pike Place Market Preservation and Development Authority, the Pike Place Market Historical Commission, the Pike Place Merchants Association or a recognized Special Interest Organization shall be eligible to serve as Chairperson or Vice-Chairperson.

Section 4. The officers shall perform duties prescribed by these Bylaws, by the membership and by the parliamentary authority.

Section 5. The officers shall be elected by ballot at a Constituency meeting and shall serve until their successors are elected. In the case of a vacancy, officers shall be appointed by a majority of the Constituency present and voting at its next regularly scheduled meeting.

Section 6. Terms of Office

6.1 The Chairperson and Vice Chairperson shall serve for two years and shall be elected in even-numbered years.

6.2 The Secretary-Treasurer shall serve for two years and shall be elected in odd-numbered years.

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6.3 Constituency appointees to the Pike Place Market Preservation and Development Authority shall serve for the duration of their tenure on the PDA Council.

6.4 Officers at Large shall serve for two years, with two Officers elected each year.

ARTICLE V. The Executive Committee

Section 1. The eleven officers of the Constituency shall constitute the Executive Committee.

Section 2. The Executive Committee shall have general supervision of the affairs of the Constituency between its regular meetings, shall fix the hour and place of meetings of the Constituency, make recommendations to the Constituency, the PDA Council and other organizations, and shall perform other duties as specified in these Bylaws. The Executive Committee shall be in service to the Constituency, and none of its acts shall conflict with actions taken by the Constituency.

Section 3. A regular meeting of the Executive Committee shall be scheduled monthly. Special meetings of the Executive Committee may be called by the Moderator and shall, by necessity, be called upon the written request of three members of the Executive Committee.

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Section 4. All meetings of the Executive Committee shall be open to all members of the Constituency.

Section 5. Any action taken by the Executive Committee shall require four affirmative votes. No other quorum is required.

ARTICLE VI. Committees

Section 1. The Executive Committee or the Membership shall each have the authority to create committees as needed.

Section 2. At the regularly scheduled Constituency meeting during the second calendar quarter, a Nominating Committee shall be elected by the Constituency. It shall be the duty of this committee to nominate candidates for the offices to be filled at the last meeting of the membership year (held in the third calendar quarter, usually in July). The Nominating Committee shall report at the regular meeting of the Executive Committee in May. Before the elections at the third calendar quarter meeting of the Constituency membership, additional nominations from the floor shall be permitted.

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Final

CONSTITUENCY BYLAWS

ARTICLE VII. ELECTIONS

Section 1. Election of Constituency officers shall be held annually at the July regular meeting of the Constituency. The Chairperson and Vice Chairperson shall be elected in even numbered years. The Secretary-Treasurer shall be elected in odd numbered years. Two officers at-large shall be elected each year.

Section 2. One Constituency appointment to the Council of the Pike Place Market Preservation and Development Authority shall be made annually at the July regular meeting of the Constituency.

Section 3. Officers and the person selected for appointment to the Council shall be elected from a list of nominees recommended by the Nominating Committee. Candidates may also be nominated by petition of the members of the Constituency, and nominations from the floor shall be permitted.

Section 4. The duties of the Nominating Committee shall be as follows:

- 4.1 To prepare a candidates packet which shall include appropriate references to the candidate's responsibilities to the Constituency, as well as the major concerns of the Market Community.
- 4.2 To consider the needs of the Market Community as a whole in identifying candidates.
- 4.3 To consider the suggestions of the officer responsible for the election in identifying candidates.
- 4.4 To validate signatures on petitions from candidates wishing to be nominated by petition.

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ARTICLE VII. ELECTIONS (Continued)

Section 5. To be nominated by petition a potential candidate must present to the Nominating Committee, at least one week in advance of the election, a petition in support of his or her nomination signed by at least twenty members in good standing of the Constituency.

5.1 After determining the validity of the names on the petition, and in advance of the election meeting, the Nominating Committee shall notify the potential candidate that he or she is eligible to have their name on the ballot.

Section 6. Responsibility for conducting elections and monitoring Constituent membership records shall rest with a two-person team consisting of the Vice Chairperson in odd numbered years and the Secretary-Treasurer in even numbered years, together with one other Constituent member chosen by that officer with the concurrence of the Executive Committee.

Section 7. The officer responsible for conducting an election shall draft election guidelines for approval by the members of the Constituency at the regular meeting prior to the election meeting. The guidelines shall include but not be limited to the following:

- 7.1 The type of disclosure information, as defined by law, required of the candidates.
- 7.2 Electioneering practices.
- 7.3 Selection of an election monitor.
- 7.4 Annual instructions to the Nominating Committee suggesting specific needs or criteria which should be considered in the choice of candidates.

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ARTICLE VII. ELECTIONS (Continued)

Section 8. The role of the Pike Place Market Preservation and Development Authority (PDA) in Constituency elections.

- 8.1 No Officer, Official, Employee or Volunteer of the PDA may use, or authorize the use of, any facilities of the PDA, directly or indirectly, for the purpose of assisting a campaign for election or appointment of any person to the Constituency or the PDA Council. Facilities of the PDA include, but are not limited to, the use of supplies, postage, and equipment; the use of employees of the PDA during working hours; use of vehicles, and office space.
- 8.2 Publications of the PDA, clientele and/or membership lists of the persons and/or organizations served by the PDA, shall be available equally, at cost, to all candidates. The Officers, Officials, Employees and Volunteers of the PDA may respond to requests from the candidates for information relevant to the election process.
- 8.3 Officers, Officials, Employees, and Volunteers of the PDA shall conduct themselves during the election campaigns in accordance with Section 3.110.560 ("Prohibited Conduct") of the Municipal Code of the City of Seattle Public Corporations Ordinance, specifically, "no current corporate official or employee shall ... engage in any transaction or activity which is, or would to a reasonable person appear to be, in conflict with or incompatible with the proper discharge of official duties ..., etc".
- 8.4 No Provision of this section shall be interpreted to restrict, proscribe, or preclude the free expression of opinion by any Officer, Official, Employee or Volunteer of the PDA, regarding any Constituency election.

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~~ARTICLE III~~
ARTICLE III: Special Interest Organizations

- Section 1. A Special Interest Organization (SIO) shall be defined as any group of individuals, or an association, corporation, commission or other formally structured organization which has an interest in the Pike Place Market Historical District.
- Section 2. In order to facilitate liaison and communication among organizations, any SIO may designate an observer whose purpose shall be to convey the SIO's viewpoint in proceedings of the Constituency, and to otherwise assist the officers of the SIO and the Constituency.
- Section 3. The Executive Committee shall have the power to recognize SIO's and encourage their establishment.
- Section 4. People designated as observers shall receive notice of all Constituency meetings and shall receive all Constituency publications.
- Section 5. The Executive Committee may designate an observer from the Constituency to attend meetings of SIO's and convey the Constituency's viewpoint.

~~ARTICLE IV~~
ARTICLE IV: Meetings

- Section 1. Regular Meetings
- Regular meetings of the Constituency shall be held on the second Tuesday of the first month

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of each quarter, these months being January, April, July and October, or within 30 days of this date, upon the direction of the Executive Committee. Whenever possible, meetings shall be held at 6:30 p.m., within the Market Historical District.

Section 2. Special Meetings.

Special meetings of the Constituency may be called according to any of the following: 1) at the discretion of the Chairperson of the Pike Place Market Preservation and Development Authority Council, 2) at the discretion of the Constituency Chairperson, and 3) on petition of ten members of the Constituency. Any request for a special meeting by the PDA Chairperson or the Constituency Chairperson, or any request by petition of ten Constituency members must, under the authority of these Bylaws, result in a special meeting being called, with appropriate notification of members.

Section 3. Authority to Chair Meetings

All meetings of the Constituency shall be chaired by the Constituency Chairperson, the Constituency Vice-Chairperson, or by a person designated by the Constituency Chairperson or the Meeting, in this order of priority.

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Section 4. Open Meetings

All meetings of the Constituency and its Committees shall be open to any Constituency member and to any member of the public.

Section 5. Voting Privileges

Only those members present at a meeting shall vote on any issue.

ARTICLE III: Procedures and Parliamentary Authority

Section 1. The Constituency shall operate procedurally within the terms of the Bylaws, the rules of the Constituency and the Charter and Rules and Regulations of the Pike Place Market Preservation and Development Authority, and the PDA Enabling ordinance.

Section 2. The parliamentary procedures of the Constituency shall be the rules contained in the latest edition of Robert's Rules of Order, Newly Revised, in all cases not covered in Section 1 above.

Section 3. At each meeting, the following shall be available: 1) the Charter and the Rules and Regulations of the Pike Place Market Preservation and Development Authority, 2) the Constituency Bylaws and rules, 3) the PDA Enabling Legislation *Repealed by 199287* (Ordinance 100493 of the City of Seattle) and 4) the latest edition of Robert's Rules of Order, Newly Revised.

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Section 4. The quorum required for the conduct of business under Article II, Section 2 of these Bylaws shall be in accord with the quorum required by the Charter and Rules and Regulations of the Pike Place Market Preservation and Development Authority, this quorum being 25 members or 20 percent of the membership, whichever is lower.

Section 5. The quorum required for the conduct of any other business at a membership meeting shall be ten members.

~~IX~~
ARTICLE IX: Amendment

These Bylaws may be amended by a majority vote of the Constituency present and voting at any Regular or Special Meeting, provided that thirty days written notice shall have been sent to the membership.

~~XI~~
ARTICLE XI: Severability

The provisions of these Bylaws are declared to be separate and severable. The invalidity of any clause, sentence, paragraph, subdivision, section or portion of these Bylaws or the invalidity of the application thereof to any person or circumstance shall not affect the validity of the remainder of these Bylaws, or the validity of their application to other persons or circumstances.

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