



MEETING OF THE BOARD OF THE
WHATCOM COUNCIL OF GOVERNMENTS
Wednesday, January 18, 2017, 3:30-5:00 p.m.
Gordon W. Rogers Conference Room
314 East Champion Street
Bellingham, Washington

AGENDA

PAGES

- A. CALL TO ORDER
- B. PUBLIC COMMENT
Citizens may speak informally to the Board on agenda items or other matters relating to the business of the Whatcom Council of Governments. *Each speaker is allowed a maximum of three minutes.*
- C. AGENDA APPROVAL – **ACTION**
- D. CONSENT AGENDA – **ACTION**
 - D.1 Minutes of the Meeting of December 14, 2016
 - D.2 December 2016 Claims
- E. BUDGET REPORT
Budget Report for the Period Ending December 31, 2016 – Ron Cubellis
- F. OLD BUSINESS
- G. NEW BUSINESS
 - G.1 Banking Resolution – **ACTION**
 - G.2 Approval of the 2017 Non-Member Fee Schedule – **ACTION**
 - G.3 Appointment of Three Small Cities’ Members to the Executive Committee – **ACTION**
 - G.4 Amendments to WCOG Bylaws – **ACTION**
 - G.5 Amendments to Whatcom Transportation Policy Board Bylaws - **ACTION**
 - G.6 Election of Chair, Vice-Chair and Secretary-Treasurer – **ACTION**
 - G.7 Other New Business (if any)
- H. EXECUTIVE DIRECTOR’S REPORT – Bob Wilson
- I. CORRESPONDENCE
- J. BOARD OPEN FORUM
- K. ADJOURN

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WHATCOM COUNCIL OF GOVERNMENTS
BOARD MINUTES – DRAFT
December 14, 2016

ATTENDANCE

BOARD MEMBERS: VOTING: Bob Bromley (Chairman), Michael McAuley (Vice-Chairman), Jack Louws (Secretary/Treasurer), Kelli Linville, Terry Bornemann, Harry Robinson, Jon Mutchler, Tom Jones; NON-VOTING: Pete Stark

GUESTS: Johnny Felix, Kaylee Galloway, Rep. Luanne Van Werven, Kirk Vinish, Greg Young

STAFF: Bob Wilson, Ron Cubellis, Hugh Conroy

A. CALL TO ORDER

At Chairman Bromley's request, Vice Chairman McAuley agreed to act as chair for the meeting, which he called to order at 3:31 p.m. with a quorum present.

B. PUBLIC COMMENT

No public comments received

C. AGENDA APPROVAL

MOTION: Mr. Mutchler moved, Mr. Jones seconded, to approve the agenda as presented.

MOTION PASSED

D. APPROVAL OF MINUTES

MOTION: Mr. Bornemann moved, Mr. Robinson seconded, to approve the minutes of the Council Board meeting of October 12, 2016.

MOTION PASSED

E. BUDGET REPORT

Mr. Cubellis presented the budget report as of November 30, 2016.

F. OLD BUSINESS

None

G. NEW BUSINESS

G.1 Approval of the 2017 WCOG Budget

Mr. Wilson informed the Board that the Executive Committee had passed a motion at its meeting recommending that the Council Board adopt the proposed budget as presented. He then explained the changes since the first draft was presented in September.

MOTION: Ms. Linville moved, Mr. Bornemann seconded, to adopt the proposed 2017 Whatcom Council of Governments' Budget, as presented.

MOTION PASSED

G.2 Approval of the 2017 WCOG Meeting Schedule

MOTION: Mr. Bornemann moved, Ms. Linville seconded, to approve the 2017 schedule of meetings of the Council Board, Executive Committee and Whatcom Transportation Policy Board.

MOTION PASSED

H. EXECUTIVE DIRECTOR'S REPORT

Mr. Wilson reminded the Board that Manager of Administration Leslye O'Shaughnessy's last day at WCOG would be December 31st.

I. BOARD OPEN FORUM

Mr. Vinish explained to the Board that the Lummi Nation intends to apply for a FASTLANE grant from the Federal Highway Administration to make improvements in the area of the Slater Road interchange of Interstate 5. Mr. Louws stated that he had sent a letter to Chairman Timothy Ballew of the Lummi Indian Business Council expressing Whatcom County's support for the Tribe's application. Ms. Linville stated her support for having Mr. Wilson send a similar letter on behalf of WCOG, and there was consensus among the members present to pursue that course of action. Mr. Wilson indicated that he would send the letter by December 15th.

J. ADJOURNMENT

There being no further business, the meeting adjourned at 3:53 p.m.

Robert J. Bromley
Chairman

Robert H. Wilson, AICP
Executive Director

Approved January 18, 2017

DRAFT

CLAIM #	PAYEE	AMOUNT	PURPOSE
2016381	Barron	1,389.19	COG 2016 - Repair & Maintenance
2016382	Cascade Natural Gas	135.46	COG 2016 - Utilities
2016383	Puget Sound Energy	294.79	COG 2016 - Utilities
2016384	Sanitary Service Corporation	52.93	COG 2016 - Utilities
2016385	Applied Digital Imaging	57.96	CTR 15-17 - Printing
		21.22	CTR 15-17 - Printing
2016386	Leslye OShaughnessy	27.00	COG 2016 - Travel - Mileage
2016387	US Bank	125.00	COG 2016 - Health Insurance
		86.95	COG 2016 - Health Insurance
		52.60	COG 2016 - Furniture & Equipment
		50.40	COG 2016 - Phones
		79.16	COG 2016 - Phones
		158.12	COG 2016 - Phones
		176.99	COG 2016 - Phones
		19.44	COG 2016 - Phones
		19.99	COG 2016 - Phones
		32.74	COG 2016 - Supplies
		33.95	COG 2016 - Supplies
		13.03	COG 2016 - Supplies
		55.00	COG 2016 - Supplies
		16.34	COG 2016 - Supplies
		31.55	COG 2016 - Supplies
		9.99	COG 2016 - Supplies
		9.99	COG 2016 - Supplies
		17.34	NSCCP Farmhouse - Supplies
		207.91	UPWP STP-R 11-16 - Travel - Lodging
		19.52	UPWP STP-R 11-16 - Travel - Mileage
		9.00	UPWP STP-R 11-16 - Travel - Mileage
		157.00	Whatcom Smart Trips (15-16) - Phones
		9.00	Whatcom Smart Trips (15-16) - Phones
		25.00	Mobility Mgmt 15-17 - Miscellaneous
		40.47	IMTC 7 - Phones
		170.00	IMTC 7 - Supplies
		34.68	IMTC 7 - Supplies
		319.12	IMTC 7 - Travel - Lodging
		33.90	IMTC 7 - Travel - Mileage
		34.46	IMTC 7 - Travel - Mileage
		204.79	US-Canada BorderData Warehouse - Phones
		204.79	US-Canada BorderData Warehouse - Phones
		40.00	Border Freight Operations - Software
2016388	WA State DRS	7,056.44	COG 2016 - Retirement Contribution
2016389	BTC Leasing	449.18	COG 2016 - Furniture & Equipment
2016390	Culligan Northwest	23.00	COG 2016 - Supplies

CLAIM #	PAYEE	AMOUNT	PURPOSE
2016391	Tom Parker	3,399.08	COG 2016 - Prof. Services
2016392	Wilson Engineering	12,273.25	Kendall Trail - Prof. Services
2016393	Champion Building LLC	5,408.16	COG 2016 - Rent
2016394	WCOG Petty Cash	300.00	COG 2016 - Health Insurance
		2.00	COG 2016 - Health Insurance
		17.39	NSCCP Farmhouse - Supplies
		252.00	Whatcom Smart Trips (15-16) - Incentives
		35.38	IMTC 7 - Supplies
2016395	Ricoh USA	207.28	COG 2016 - Rent
		.00	COG 2016 - Rent
		155.45	COG 2016 - Repair & Maintenance
2016396	IBI Group	540.00	US-Canada BorderData Warehouse - Prof. Srvcs
		540.00	US-Canada BorderData Warehouse - Prof. Srvcs
2016397	Mary Anderson	16.74	UPWP STP-R 11-16 - Travel - Mileage
		12.15	UPWP STP-R 11-16 - Travel - Mileage
		55.08	Mobility Mgmt 15-17 - Travel - Mileage
		29.70	Mobility Mgmt 15-17 - Travel - Mileage
2016398	Bruce's Janitor Service	625.00	COG 2016 - Utilities
2016399	Colophon Cafe	271.75	Whatcom Smart Trips (15-16) - Incentives
2016400	Bob Wilson	50.00	COG 2016 - Cell Phone
		50.00	COG 2016 - Cell Phone
		15.00	COG 2016 - Travel - Meals
		183.49	UPWP STP-R 11-16 - Travel - Lodging
		23.00	UPWP STP-R 11-16 - Travel - Meals
		13.00	UPWP STP-R 11-16 - Travel - Meals
		29.70	UPWP STP-R 11-16 - Travel - Mileage
		29.70	UPWP STP-R 11-16 - Travel - Mileage
		48.60	UPWP STP-R 11-16 - Travel - Mileage
		48.60	UPWP STP-R 11-16 - Travel - Mileage
2016401	Capitol City Press	630.50	Whatcom Smart Trips (15-16) - Printing
2016402	Strong Towns	2,166.18	COG 2016 - Prof. Services
		2,356.23	COG 2016 - Prof. Services
2016403	AWC	941.94	COG 2016 - Dental Insurance
		247.44	COG 2016 - Disability Insurance
		8,416.08	COG 2016 - Health Insurance
		85.12	COG 2016 - Life Insurance
		239.07	COG 2016 - Vision Insurance
2016404	Staff Wages	63,116.63	COG 2016 - Salaries & Wages
2016405	Medicare	1,218.01	COG 2016 - Soc Sec Alternative
2016406	Benefit Buyout	1,490.00	COG 2016 - Benefit Buyout
2016407	Soc Sec Alternative	4,928.71	COG 2016 - Soc Sec Alternative



MEMORANDUM

To: WCOG Council Board
From: Ron Cubellis, CPA AICP
Deputy Executive Director / CFO
Date: January 10, 2017
Subject: Resolution changing the bank WCOG uses for check writing services

Request checking accounts to be opened at Key Bank instead of Washington Federal.

BACKGROUND

The Board Executive Committee authorized staff at its meeting last month to open checking and savings accounts at Washington Federal Bank. During the implementation of this decision, the County Treasurer discovered that state law appears to require Council of Governments entities to deposit funds at the County and utilize the County's bank. We jointly asked the State Auditor's Office for their guidance on the vaguely written RCW, and their interpretation is that it does apply to us. This means accounts cannot be opened at Washington Federal, and all funds in savings or investment account must be held by the County. Therefore the December resolution is unusable as passed.

RECOMMENDATION

Staff recommends the December resolution be amended to make use of the County's treasury services arrangement with Key Bank for checking accounts only.

REQUESTED ACTION

Approve Resolution No. 17-01-1 modifying resolution No. 16-12-1 to allow for checking accounts to be opened at Key Bank.



**COUNCIL BOARD
RESOLUTION NO. 17-01-1**

A RESOLUTION AMENDING EXECUTIVE COMMITTEE RESOLUTION NO. 16-12-1.

WHEREAS, the Council Board Executive Committee adopted resolution No. 16-12-1 directing staff to open public funds checking and savings accounts at Washington Federal; and

WHEREAS, the Revised Code of Washington 43.09.285 requires the funds of Council of Governments entities to be deposited in the public treasury of the member embracing the largest population; and

WHEREAS, Whatcom County currently uses Key Bank for treasury services.

NOW, THEREFORE, IT IS RESOLVED by the Whatcom Council of Governments Council Board that:
Executive Committee resolution no. 16-12-1 is hereby amended to direct the opening of general fund and petty cash checking accounts at Key Bank and strike the authorization for opening a savings account.

Passed and approved this 18th day of January, 2017, in Bellingham, Washington, a quorum being present.

Jack Louws, Secretary/Treasurer



whatcom council of governments

MEMORANDUM

To: WCOG Board
From: Ron Cubellis, Deputy Executive Director/CFO
Date: January 10, 2017
Subject: 2017 Fee Schedule

The following fees are proposed for the 2017 Fee Schedule. These are the rates charged to non-member entities and individuals. The Staff time rate includes wages, benefits and overhead from the adopted 2017 budget. The photocopy fee remains unchanged from last year.

2017 Fee Schedule

Staff Time \$92.60 per hour
Photocopies \$ 0.15 per copy

SUGGESTED MOTION: Approve the 2017 Fee Schedule as presented.



MEMORANDUM

To: The Council Board
From: Bob Wilson, Executive Director
Date: December 20, 2016
Subject: **Proposed Amendments to Council and Policy Board Bylaws**

In Section 5 of the *Bylaws of the Whatcom Council of Governments*, I'm recommending the following revisions (with deletions ~~struck through~~ and additions in **red boldface** in the text) to better reflect how business is actually conducted, to be acted on at the January 18, 2017 meeting of the Council Board:

- The Bylaws currently call for the election of officers “at the annual meeting . . . in December.” We haven’t had an annual meeting in at least five years, so I’ve eliminated reference to that.
- Electing officers in December doesn’t make sense anyway, since WCOG’s representatives aren’t appointed by their jurisdictions until January. Therefore, I’ve rewritten that section to call for elections at the first Council Board meeting of the year.
- Although it’s understood that WCOG’s officers also serve as officers of the Policy Board, that is not clear in WCOG’s Bylaws, which I’ve revised to reflect the following:
 - The Chairperson of WCOG serves as Chair of the Policy Board;
 - The Vice-Chairperson of WCOG serves as First Vice-Chairperson of the Policy Board, and;
 - The Secretary-Treasurer of WCOG serves as Second Vice-Chairperson of the Policy Board.
- Since WCOG’s officers also lead the Policy Board, I’ve added a proviso that only representatives of member jurisdictions that are also members of the Policy Board can serve as an officer.

If the Board approves the proposed amendments to WCOG’s Bylaws, it will then be called upon to amend those of the Policy Board, which currently call for it to elect its own officers in January. I’ve removed all references to that in the Policy Board Bylaws. Also, I’ve removed the requirement in Section 6.2 of the Policy Board Bylaws that the member jurisdictions must inform staff every January of who their TTAG representative will be. Finally, I’ve changed TTAG “member” to “representative” (the members are the jurisdictions themselves).

SUGGESTED MOTIONS:

- G.4 Move to approve the proposed amendments to the Bylaws of the Whatcom Council of Governments.
- G.5 Move to approve the proposed amendments to the Bylaws of the Whatcom Transportation Policy Board.

Bylaws
of the
Whatcom Council of Governments

- Section 1: Authority
- Section 2: Bylaws in Compliance with the Interlocal Agreement of December 10, 2014
- Section 3: Membership and Representation
- Section 4: Membership Dues
- Section 5: Officers
- Section 6: Committees
- Section 7: Meetings
- Section 8: Voting
- Section 9: Executive Director
- Section 10: Budget
- Section 11: Expenses and Lawful Claims against Expenditures
- Section 12: Use of Council Services and Resources
- Section 13: Amendments
- Appendix: Interlocal Agreement of December 10, 2014

Section 1: Authority

These Bylaws are promulgated in compliance with Section 2 of the Interlocal Agreement of December 10, 2014 for participation in the Whatcom Council of Governments (hereafter referred to as “the Council”).

Section 2: Bylaws in Compliance with Agreement

These Bylaws shall be in accord with the Interlocal Agreement of December 10, 2014, as amended, and the Council shall have only those powers as set forth in the Intergovernmental Agreement of December 10, 2014.

Section 3: Membership and Representation

The following entities are voting members of the Council. Each representative must be an elected official.

Member	No. of Representatives
Whatcom County (Executive & 2 Council Members)	3
City of Bellingham (Mayor & 2 Council Members)	3
City of Blaine	1
City of Everson	1
City of Ferndale	1
City of Lynden	1
City of Nooksack	1
City of Sumas	1
Lummi Nation	1
Port of Bellingham	1
Birch Bay Water & Sewer District	1
Lake Whatcom Water & Sewer District	1

Other Jurisdictions and Special Purpose Districts Allowed

Other governmental units or special purpose districts with jurisdiction in all or part of Whatcom County and governed by elected officials are eligible for voting membership on the Council. Boards, advisory committees and other entities that are part of any voting member of the Council are ineligible for either voting or non-voting membership on the Council.

Agreement to Intergovernmental Agreement Required

Governmental units or special purpose districts meeting the aforementioned requirements may become voting members of the Council upon signing the Intergovernmental Agreement of December 10, 2014, paying annual dues, and upon amendment of these Bylaws by the Council.

Associate Membership

Associate members are authorized and shall be subject to annual dues in an amount to be determined annually by the Council. Associate members are non-voting members of the Council.

Community organizations and public agencies not part of a voting member of the Council may become associate members of the Council after signing a membership agreement and paying annual dues.

Section 4: **Membership Dues**

Annual contributions from the participating entities shall be due no later than February 28.

Section 5: **Officers**

The officers of the Council shall be the Chairperson, Vice-Chairperson and Secretary-Treasurer. The officers shall be elected at the **January** annual meeting of the Council ~~in December~~ from among the representatives of the voting members **that are also members of the Whatcom Transportation Policy Board**. Officers shall serve until such time as they are replaced at an election of officers.

Duties of Officers

Chairperson

The Chairperson shall: 1) preside at all meetings of the Council, ~~and the Executive Committee~~ **and Whatcom Transportation Policy Board**; 2) be authorized to approve expenditures; 3) be authorized to call special meetings; 4) set the time and place of meetings (unless otherwise directed by the membership); 5) establish committees and appoint members to committees; and 6) perform other duties as the membership shall direct.

Vice-Chairperson

The Vice-Chairperson shall serve in the Chairperson's place in his/her absence and be authorized to approve expenditures. **The Vice-Chairperson shall also serve as First Vice-Chairperson of the Whatcom Transportation Policy Board.**

Secretary-Treasurer

The Secretary-Treasurer shall: 1) ensure that all records of the Council and Executive Committee, including necessary budget and financial records, are maintained in accordance with applicable laws; 2) attend all meetings of the Council and Executive

Committee and ensure that the proceedings are properly recorded; 3) be authorized to approve expenditures; ~~and~~ 4) serve as Chair in the absence of the Chairperson and Vice-Chairperson, **and; 5) serve as Second Vice-Chairperson of the Whatcom Transportation Policy Board.**

Unforeseen Departure of Officers

In the event that any officer leaves a post prior to the end of his/her term, the next ranking officer in succession shall fill the position. Vacancies created by this method shall be filled by election.

Section 6: **Committees**

A. Executive

The Executive Committee shall consist of eight members, who shall be drawn from the voting representatives of the Council. The Chairperson, Vice-Chairperson and Secretary-Treasurer of the Council are automatically members of the Executive Committee and shall exercise the duties of their offices in Executive Committee meetings. The membership of the Executive Committee shall include the following Council representatives: the mayor and one councilperson from the City of Bellingham; the Whatcom County Executive and one Whatcom County councilperson; one commissioner from the Port of Bellingham; and three representatives of the six small cities in Whatcom County.

Unforeseen Changes to the Executive Committee

In the event that a particular member jurisdiction has newly elected officials within a given calendar year, and if such a change causes a vacancy on the Executive Committee for that year, the unaffected Executive Committee members will appoint a new representative to fill the vacant position at their next meeting. Such appointment will be subject to ratification of the Council at its next meeting.

Powers and Functions

The Executive Committee shall have the following authority and functions:

- 1) To ensure that policy decisions made by the Council are carried out, and to oversee the continuing administration of the functions and purposes of the Council.
- 2) To recommend the preliminary budget and schedule of assessments to the Council for approval. The Executive Committee shall ensure that all expenditures are in accord with the budget.
- 3) To establish subcommittees to address matters it has identified.
- 4) To receive recommendations for policy decisions from committees and to submit such recommendations with the Executive Committee’s own comments and recommendations to the Council for action.
- 5) To authorize execution of contracts and agreements.
- 6) To provide oversight of and guidance to the Executive Director.

B. Whatcom Transportation Policy Board

The Whatcom Transportation Policy Board (WTPB) is established to serve as the Metropolitan Planning Organization (MPO) for the Bellingham Urbanized Area and the Regional Transportation Planning Organization (RTPO) for Whatcom County. The policy board operates under its own set of bylaws approved by the Council.

Section 7: Meetings

A. Regular Meetings

Regular meetings of the Council and its committees shall be held in a location and on a schedule approved by the Council at its last meeting of the previous calendar year. Notice of meetings shall be sent to all representatives at least five days prior to the date of such meetings.

B. Special Meetings

Special meetings may be called:

- 1) by the Chairperson;
- 2) by majority vote of the Executive Committee; or
- 3) by written request of a majority of the Council members.

Notice of special meetings may be by telephone or electronic mail, and all members of the Council shall be notified.

C. Conduct of Meetings

Meetings shall be conducted in accordance with these Bylaws. When procedural questions arise that are not addressed in these Bylaws, the current authorized edition of *Robert's Rules of Order* shall be followed.

D. Quorum

A quorum for all Council meetings shall be eight voting members. A quorum for all Executive Committee meetings shall be five members. A simple majority of those present shall be required to decide an issue unless otherwise specified in these Bylaws.

Section 8: Voting

All matters coming before the Council, including the amendment of these Bylaws, shall be decided by representatives of the members subject to the requirements of the Interlocal Agreement of December 10, 2014, and subsequent modifications.

Voting at Council Meetings

Each representative shall be entitled to one vote. At any duly called meeting at which a quorum is present (as stipulated in Section 7 of these Bylaws), a vote of a majority of the representatives present shall be required to decide any question. A two-thirds majority of the representatives present shall be required to decide questions pertaining to:

- 1) Approval of and amendments to the annual budget
- 2) Membership dues assessments
- 3) Amendment of these Bylaws or the Interlocal Agreement of December 10, 2014

Voting at Executive Committee Meetings

Each Executive Committee representative shall be entitled to one vote.

Proxy Voting and Alternates

Voting by proxy is not permitted at either Council or Executive Committee meetings. Alternates may be designated by each member of the Council provided that the person so designated is also

an elected official serving in the same body as the regular representative to the Council, except in the case of the Whatcom County Executive, whose alternate may only be the Executive Pro Tem, and the mayor of Bellingham, whose alternate may only be the Mayor Pro Tem. Only the regular representative or the designated alternate may vote at meetings.

Section 9: Executive Director

The Council may retain an Executive Director to implement its mission, goals, and policies. Subject to Executive Committee oversight, the Executive Director is authorized to establish and implement business, management, administrative, and employment policies, and to employ such personnel as he/she determines necessary to effectively operate the Council.

- 1) The Executive Director shall be responsible for management of the Council, including, but not limited to: a) receiving monies payable to the Council and disbursement thereof as authorized; b) maintaining accurate and complete accounts of all receipts and disbursements; c) supervising all studies and programs authorized by the Council; d) supervising all staff, including the hiring and firing of staff; and e) performing such other duties or authorities as may be assigned to the Executive Director from time to time by the Council, Executive Committee, or Chairperson.
- 2) The Executive Director shall have authority to execute procurements with a value of fifty thousand dollars (\$50,000) or less in the name of the Council which are in conformance with the approved budget or annual work program. Procurements greater than fifty thousand dollars (\$50,000) shall require the prior approval of the Council or Executive Committee before execution by the Executive Director.
- 3) The Executive Director is authorized to enter into funding agreements and contracts on behalf of the Council when the scope of work is part of the Council's normal operations and within the approved budget.
- 4) In such instances when the Executive Director is not and shall not be available to execute contracts, agreements or invoices on behalf of the Council within the timeframe allotted for said execution, the Deputy Executive Director is authorized to do so within the constraints imposed by Section 9, sub-Sections 2 and 3 of these Bylaws. The Deputy Executive Director shall inform the Chairperson and Executive Director as expeditiously as practicable that he/she has exercised such authority.
- 5) The Executive Director shall prepare a budget annually in accordance with these Bylaws.

Section 10: Budget

Estimate

A budget estimate for the ensuing year shall be prepared by the staff and sent to each member not later than August 15, of each year.

Preliminary

The preliminary budget shall include recommendations for projects to be undertaken for the following year. Each member entity shall review this estimate, making additional recommendations it deems appropriate no later than October 1 of each calendar year.

The preliminary budget shall include the expected expenditures and income approved for the current year and recommended for the following year. Expenditures shall be divided into the major classifications of salaries and benefits, items of maintenance and operation, and capital

outlays. The revenue section of the budget shall indicate by source the expected contribution of each participating member agency and all other revenue.

Review

The Executive Committee, at a meeting prior to the December meeting of the Council Board, shall consider the preliminary budget and make such additional changes as may be necessary, and recommend it for Council approval.

Approval

At its regular December meeting, the Council shall review the preliminary budget, make such additional changes as may be necessary, and adopt the final budget.

Amendment

The Council may amend its budget from time-to-time, provided that at no time may its budget expenditures exceed funds reasonably expected to be available.

Section 11: Expenses and Lawful Claims against Expenditures

Expenditures of the Council shall be audited, verified, and signed by a Council officer and the Executive Director. The Executive Committee or Council shall review and approve the expenditures retroactively. The list of expenditures shall be signed by the Secretary-Treasurer or another Council officer.

Section 12: Use of Council Services and Resources

Voting Members

Technical assistance shall be provided by Council staff to the members whenever a request can be satisfied within the limitations of staff expertise and available resources. When requests exceed staff expertise and/or available resources, the Executive Director shall communicate those concerns to the requesting party and make every reasonable effort to provide an alternative solution.

Associate Members and Non-Members

Entities which are not members of the Council may request technical assistance. The Executive Director shall determine if there is adequate staff expertise and capacity to fulfill the request. Non-members that receive technical assistance shall be charged the actual cost to the Council for performing the work, including the fully-allocated hourly rate of each staff member involved in satisfying the request.

In all cases, the timing of any technical assistance provided shall be at the sole discretion of the Executive Director.

Section 13: Amendments

These Bylaws, together with the Interlocal Agreement of December 10, 2014, may be amended at any regular or special meeting of the Council by a two-thirds vote of the representatives present provided however, that a copy of the proposed amendment has been sent to each representative least fifteen (15) days prior to the meeting at which the vote to amend is to be taken. A vote to amend may be taken without notice, however, if each representative waives the right to notice.

BYLAWS AND PROCEDURES OF THE WHATCOM METROPOLITAN PLANNING AREA TRANSPORTATION PLANNING PROCESS

Adopted July 10, 2013
Amended January 21, 2015



Whatcom Council of Governments
314 East Champion Street
Bellingham, WA 98225
(360) 676-6974
www.wcog.org

PREAMBLE

The following constitutes the bylaws, procedures and responsibilities which shall serve to establish, organize and guide the proper functioning of the Whatcom Metropolitan Planning Area Transportation Planning Process. The intent is to provide for a combined metropolitan planning organization and regional transportation planning organization which will be responsible for fulfilling the applicable requirements of the Federal Aid Highway Act of 1962, as amended; the Urban Mass Transportation Act of 1964, as amended; the Washington State Growth Management Act of 1990, as amended; the Intermodal Surface Transportation Efficiency Act of 1991, and; subsequent state and federal laws setting forth requirements for transportation planning for all modes of travel. This planning task will be accomplished within a cooperative framework properly related to comprehensive planning on a continual basis. This cooperative, comprehensive and continuing approach is commonly known as the “3-C Planning Process.” Furthermore, this organization shall carry out any other transportation planning and programming functions as set forth in any agreements entered into between the Whatcom Council of Governments and the Washington State Department of Transportation, the United States Department of Transportation, other pertinent agencies, or in such manner as events shall dictate.

Section 1.0: Process Name and Organization Name

- A.** The name for the ongoing transportation planning process shall be the Whatcom Metropolitan Planning Area Transportation Planning Process (“the Planning Process”).
- B.** The name of the organization conducting the Planning Process is the Whatcom Council of Governments.

Section 2.0: Organizational Structure

- A.** The Whatcom Transportation Policy Board (“the Board”), a committee of the Whatcom Council of Governments, shall oversee and guide the Planning Process. The Board shall be assisted in conducting the Planning Process by two (2) standing advisory groups, those being the Transportation Technical Advisory Group and the Citizens’ Transportation Advisory Group (together, “the advisory groups”). Additional advisory groups may be established by the Board as deemed necessary and appropriate.

Section 3.0: General Policies

- A.** These general policies shall apply to the Board and the advisory groups in the conduct of the Planning Process.
- B.** All reports, programs and plans shall be reviewed by the Transportation Technical Advisory Group and the Citizens’ Transportation Advisory Group. The Transportation Technical Advisory Group and Citizens’ Transportation Advisory Group shall be afforded

sufficient time to comment on drafts prior to action by the Whatcom Transportation Policy Board. Reports, programs and plans become official documents following adoption by resolution of the Whatcom Transportation Policy Board.

C. The Board and the advisory groups shall proceed with their respective responsibilities and duties with proper consideration at all times for all modes of transportation and associated facilities.

D. All studies undertaken in the Planning Process shall be coordinated with individual modal planning programs and with comprehensive planning efforts in the Metropolitan Planning Area.

E. Transportation planning activities shall be used to promote efficient urban development. Reasonable forecasts of land use and economic conditions shall guide these activities.

F. All published data and/or reports shall be made available to the general public and other agencies in a digital format. Fulfillment of requests for paper copies of documents shall be subject to duplication costs.

Section 4.0: Amendment of Bylaws

A. Any section contained herein may be amended at any meeting of the Whatcom Council of Governments provided such proposed amendment is delivered to the voting members of the Board at least seven (7) days prior to the meeting at which the amendment is to be considered. Such notice shall set out the exact form of the proposed amendment(s). A proposed amendment shall be adopted if it receives the affirmative vote of a majority of at least a quorum of the voting members present. *(Amended January 21, 2015)*

B. These rules may be revised, updated or amended as circumstances dictate.

WHATCOM TRANSPORTATION POLICY BOARD BYLAWS

Section 5.0: Purpose

A. The Whatcom Transportation Policy Board is the federally-recognized metropolitan planning organization for the Whatcom Metropolitan Planning Area and the state-designated regional transportation planning organization for Whatcom County. As such it serves as the decision-making body for the Whatcom Metropolitan Planning Area Transportation Planning Process.

Section 5.1: Responsibilities

A. To provide policy guidance for, and oversight of, the Planning Process.

- B.** To review and approve all plans and programs developed as part of the Planning Process, including the combined metropolitan and regional transportation plan (“Whatcom Transportation Plan”).
- C.** To take official action on recommendations from the subcommittees and other matters pertaining to furthering the Planning Process.
- D.** To adopt transportation strategies, goals and objectives to guide the Planning Process.
- E.** To adopt and maintain a Transportation Improvement Program in accordance with Washington State and Federal guidelines.
- F.** To establish the boundary of the Metropolitan Planning Area in consultation with the Governor of Washington.
- G.** To modify the membership of the Board and the advisory groups as deemed necessary.
- H.** To ensure that citizen participation is achieved in the Planning Process.
- I.** Other responsibilities as required by State or Federal law.

Section 5.2: Membership

A. Whatcom Transportation Policy Board – Voting Members

1. County Executive, Whatcom County
2. Council Member, Whatcom County Council
3. Mayor, City of Bellingham
4. Council Member, Bellingham City Council
5. Mayor or Council Member, City of Blaine
6. Mayor or Council Member, City of Everson
7. Mayor or Council Member, City of Ferndale
8. Mayor or Council Member, City of Lynden
9. Mayor or Council Member, City of Nooksack
10. Mayor or Council Member, City of Sumas
11. Chairperson or Official appointed by the Lummi Indian Business Council
12. Chairperson or Official appointed by the Nooksack Tribal Council
13. Commissioner, Port of Bellingham
14. Board Member, Whatcom Transportation Authority
15. Washington State Secretary of Transportation, or his/her designee.

B. Whatcom Transportation Policy Board – Non-Voting Members

1. State Senators representing any portion of Whatcom County
2. State Representatives representing any portion of Whatcom County
3. Executive Director, Whatcom Council of Governments
4. President or his/her designee, Bellingham Technical College
5. President or his/her designee, Western Washington University
6. President or his/her designee, Whatcom Community College
7. Representative, Transportation Technical Advisory Group
8. Chairperson, Citizens' Transportation Advisory Group
9. Chairperson, Northwest Economic Council
10. Other non-voting members as deemed appropriate by the Board.

C. Voting and non-voting members of the Board shall serve terms of not less than one (1) calendar year unless the appointing entity is replacing its voting member, in which case the appointing entity may designate a replacement to serve the remainder of the former voting member's term, even if there is less than one (1) year remaining on it.

D. The appointing entity shall notify the Secretary of the Board, in writing, of the persons appointed to serve as that entity's voting and non-voting members of the Board. Said notification shall be made in January of each calendar year.

E. No voting member shall simultaneously represent more than one (1) member entity on the Board.

F. Each appointing entity may also appoint one (1) alternate voting member to the Board to represent that entity in the absence of the regular voting member. With the exception of the alternates for the Washington State Secretary of Transportation, the Lummi Indian Business Council and the Nooksack Tribal Council, alternate voting members shall be elected officials from the same appointing entity as the regular voting member. The chief elected or administrative official of the appointing entity shall notify the Secretary of the Board, in writing, not less than one (1) hour before the scheduled call to order of the Board meeting in question to inform him/her that the alternate member will attend in place of the regular voting member. Electronic mail may be used for said notification.

Section 5.3: Officers

A. The All officers of the Whatcom Transportation Policy Board except the Secretary shall be **appointed by the Board of the Whatcom Council of Governments** ~~chosen from the voting members of the Board~~ and shall be elected public officials.

B. ~~Election of officers shall occur at the first regularly scheduled meeting of the Board in each calendar year at which there is a quorum.~~

~~C.~~ The Chairperson, First Vice-Chairperson and Second Vice-Chairperson shall be elected by a majority of the members present and voting, including duly-appointed alternates.

~~D.~~ B. The First Vice-Chairperson shall act as chair in the Chairperson's absence or in case of the Chairperson's vacating his/her elected office.

~~E.~~ C. The Second Vice-Chairperson shall act as chair in the absence of the Chairperson and First Vice-Chairperson.

~~F.~~ D. The Executive Director of the Whatcom Council of Governments shall serve as Secretary of the Board. He/she shall ensure that legally-sufficient public notice is provided for all meetings of the Whatcom Transportation Policy Board and that minutes of the proceedings are taken and maintained in accordance with all applicable laws of the State of Washington and the United States of America. The Secretary shall not be entitled to vote on any matter before the Board, nor may he/she act as chair at any meeting of the Board.

~~G.~~ E. In the absence of the Chairperson, First Vice-Chairperson and Second Vice-Chairperson at a regularly-scheduled or special meeting, the voting members present shall designate by consensus a voting member to act as chair for the duration of that meeting.

Section 5.4: Meetings

A. The rules of order contained herein shall govern deliberations and meetings of the Whatcom Transportation Policy Board. Any point of order applicable to the deliberations of the Board and not contained herein shall be governed by Roberts Rules of Order.

B. The Whatcom Transportation Policy Board shall meet at least two (2) times per calendar year, on a schedule determined and adopted no later than December of the prior calendar year.

C. Special meetings may be called when deemed necessary by the Chairperson or by a majority of the voting members of the Board. When providing notification for a special meeting, at least five (5) days' written notice shall be provided describing the time, location and subject of the meeting. The five (5) days' notice may be waived if the Chairperson and one other voting member concurs, but shall be in accordance with the provisions of the Revised Code of Washington (RCW) 42.30.080, as amended.

D. A quorum shall consist of seven (7) voting members present, including duly-appointed alternates. No action shall be taken by the Whatcom Transportation Policy Board without a quorum. If a quorum is not present at a regular or special meeting, the Chairperson or acting chairperson may call for the meeting to be postponed, which shall occur if there is consensus to do so among the voting members present.

E. Voting shall be by voice vote. When requested by any voting member, voting shall be by roll call. In the event of a tie vote, the motion before the Whatcom Transportation Policy Board shall fail.

F. All meetings of the Whatcom Transportation Policy Board shall be open to the general public per the RCW 42.30 *et seq.*

G. At the discretion of the Chairperson, in consultation with the Secretary, a regularly scheduled meeting may be canceled. Notification of the cancellation shall be made at least five (5) days prior to the date of the scheduled meeting. The five (5) days' notice may be waived if two (2) additional voting members concur.

H. The Chairperson or acting chairperson shall not be deprived of any of the rights and privileges of a voting member by reason of his/her acting as the presiding officer.

Section 5.5: Business

A. Meeting agendas shall contain, but not be limited to, the following items of business, in an order determined by the Secretary.

1. Call to order by Chairperson
2. Public comment
3. Approval of the agenda
4. Approval of minutes of previous meeting
5. Old business
6. New business
7. Good of the order
8. Adjournment.

TRANSPORTATION TECHNICAL ADVISORY GROUP BYLAWS

Section 6.0: Purpose

A. The purpose of the Transportation Technical Advisory Group is to provide the Whatcom Transportation Policy Board with technical support and to inform the Board about the linkage between planning and implementation.

Section 6.1: Responsibilities

A. To recommend technical methods, procedures and standards to the Board to further the Planning Process.

B. To help coordinate the work of operating departments and agencies participating in the Planning Process.

C. To advise the Board on best practices in transportation planning.

D. To provide comments and make recommendations on draft reports, including but not limited to the Whatcom Transportation Plan, the Unified Planning Work Program, the Transportation Improvement Program, and other plans and reports.

Section 6.2: Membership

A. The following entities shall be represented on the Transportation Technical Advisory Group:

1. City of Bellingham
2. City of Blaine
3. City of Everson
4. City of Ferndale
5. Lummi Nation
6. City of Lynden
7. City of Nooksack
8. Nooksack Indian Tribe
9. Port of Bellingham
10. City of Sumas
11. Washington State Department of Transportation
12. Whatcom County
13. Whatcom Transportation Authority.

B. ~~In January of each year,~~ The chief elected or administrative official of each of the eight (8) local governments, the two (2) tribal governments and the three (3) other entities represented on the Whatcom Transportation Policy Board shall designate in writing to the Secretary of the Board one (1) person to serve as that entity's voting ~~member~~ **representative** in meetings of the Transportation Technical Advisory Group. One (1) or more alternates may also be designated. In such case where the designated voting ~~member~~ **representative** is absent and more than one (1) designated alternate is in attendance at a meeting, the alternate named first in the aforementioned written communication from the member entity shall be recognized as the sole voting ~~member~~ **representative** for that entity at that meeting.

Section 6.3: Meetings

A. The rules of order contained herein shall govern deliberations of the Transportation Technical Advisory Group.

B. Meetings of the Transportation Technical Advisory Group shall be held monthly or on a schedule approved by the Board.

C. The Secretary of the Board may call a special meeting of the Transportation Technical Advisory Group if he/she determines that such a meeting is necessary.

D. A quorum shall consist of five (5) voting ~~members~~ **representatives** of the Transportation Technical Advisory Group, including duly-appointed alternates.

E. The Secretary of the Board or his/her designee shall record in the summary of that meeting the voting ~~members~~ **representatives** or their alternates present and voting.

F. At the discretion of the Secretary of the Board, a regularly-scheduled meeting of the Transportation Technical Advisory Group may be canceled. Notification of the cancellation shall be made no less than one (1) day prior to the originally-scheduled meeting date.

CITIZENS' TRANSPORTATION ADVISORY GROUP BYLAWS

Section 7.0: Purpose

The Citizens' Transportation Advisory Group facilitates ongoing citizen participation in support of the Whatcom Metropolitan Planning Area Transportation Planning Process. It also serves as the Citizens' Advisory Panel for the Whatcom Transportation Authority. Elected officials representing any portion of Whatcom County, or their staff members, as well as employees of any entity with membership in the Whatcom Transportation Policy Board, may not serve on the Citizens' Transportation Advisory Group.

Section 7.1: Responsibilities

The Citizens' Transportation Advisory Group shall have the following responsibilities:

A. To review and respond to plans prepared as part of the Planning Process, including the Whatcom Transportation Plan.

B. To relay to the Whatcom Transportation Policy Board perspectives on local and regional transportation issues by residents of the Whatcom Metropolitan Planning Area.

C. To offer ideas, identify needs and otherwise contribute to the Planning Process.

D. Other duties as assigned by the Whatcom Transportation Policy Board.

Section 7.2: Membership

A. Members of the Citizens' Transportation Advisory Group shall be appointed as follows:

1. Three (3) members from unincorporated areas of Whatcom County, appointed by Whatcom County
2. Three (3) members from the City of Bellingham
3. One (1) member from each of Whatcom County's six (6) other incorporated cities
4. One (1) member each from the Lummi Nation and Nooksack Tribe
5. One (1) member from the staff of a college or university located in Whatcom County, recommended by the President of the respective institution and appointed by the Whatcom Transportation Policy Board
6. One (1) member from the student body of a college or university located in Whatcom County and who lives in Whatcom County during the academic year, recommended by the student government organization of the respective institution and appointed by the Whatcom Transportation Policy Board
7. One (1) member with a disability that impedes his/her ability to operate a motor vehicle and who resides in Whatcom County, appointed by the Whatcom Transportation Policy Board
8. One (1) member who is no less than seventy (70) years of age and who resides in Whatcom County, appointed by the Whatcom Transportation Policy Board
9. One (1) member from the student body of a high school located in Whatcom County who is at least seventeen (17) years of age, recommended by the Principal of the respective school and appointed by the Whatcom Transportation Policy Board
10. Additional members appointed by the Whatcom Transportation Policy Board.

(Amended January 21, 2015)

B. All voting members shall reside within the respective jurisdictions for which they were appointed to represent.

C. The duration of the terms of the members shall be at the pleasure of the appointing official or entity, but shall not be less than one (1) year unless the appointment is to replace that entity's voting member, in which case the appointing official or entity may designate a replacement to serve the remainder of the former voting member's term, even if there is less than one (1) year remaining on it.

D. Professional staff of the member entities of the Board may attend meetings of the Citizens' Transportation Advisory Group as technical advisors.

Section 7.3: Officers

A. A Chairperson and Vice-Chairperson shall be elected by a majority of the Citizens' Transportation Advisory Group's voting members at the first regularly-scheduled meeting of each year at which there is a quorum.

B. The Executive Director of the Whatcom Council of Governments or his/her designee shall serve as Secretary of the Citizens' Transportation Advisory Group.

Section 7.4: Meetings

A. Meetings of the Citizens' Transportation Advisory Group shall be scheduled approximately one (1) week prior to all regularly-scheduled meetings of the Whatcom Transportation Policy Board.

B. Meetings shall follow a printed agenda.

C. A quorum shall consist of five (5) voting members.

D. At the discretion of the Secretary of the Citizens' Transportation Advisory Group, a regularly scheduled meeting may be canceled. Notification of the cancellation shall be made no less than two (2) hours prior to the announced start time of the scheduled meeting.

Section 7.5: Special Events

A. In consultation with the Secretary, the Citizens' Transportation Advisory Group may hold special events to engage the public in the Planning Process.

B. The Citizens' Transportation Advisory Group may seek outside funding to implement a special event. The Secretary of the Citizens' Transportation Advisory Group shall determine if funds received are appropriate for use by the committee in conducting the special event. If it is determined that said funds are not appropriate, they shall be returned to the donor.