

KITSAP COUNTY, WASHINGTON ORDINANCE NO. 582-2016

AN ORDINANCE creating the KITSAP 911 Public Authority; approving a charter therefor; establishing a Board of Directors to govern the affairs of Kitsap 911; and providing how Kitsap 911 shall conduct its affairs.

WHEREAS, since 1991 certain governmental entities situated in Kitsap County have been a party (“Parties”) to an interlocal agreement establishing a joint board, known as “Cencom,” providing for the joint and cooperative provision of 911 emergency communications services to citizens within the Parties’ respective jurisdictions;

WHEREAS, since 1991, and subject to the oversight and consent of the Parties, the Cencom Policy Board has been the overall governing authority of the joint and cooperative undertaking, establishing policy, systems, and programs for Cencom’s operations, developing Cencom’s annual budget, funding, and cost share distribution, and determining staffing levels and supervising the Cencom director;

WHEREAS, since 1991, Kitsap County has served as the administrator for the Cencom joint board, equipping, operating, staffing, and maintaining facilities necessary to provide 911 communication services, issuing Limited Tax General Obligation Bonds to finance and refinance construct, equip, acquire, and improve 911 facilities and systems in furtherance of the joint and cooperative undertaking; and

WHEREAS, the Parties desire to continue to provide a county-wide operation of 911 emergency communications services by reorganizing and re-establishing Cencom as a Public Authority, changing the name of the new organization from “Cencom” to “Kitsap 911,” transferring all Cencom assets and liabilities to Kitsap 911, and transferring all administrative functions heretofore performed by Kitsap County to Kitsap 911.

THE KITSAP COUNTY BOARD OF COMMISSIONERS ORDAINS AS FOLLOWS:

New Section. Section 1. A new Chapter 2.110 “Kitsap 911 Public Authority” is added to the Kitsap County Code as follows:

Chapter 2.110 – Kitsap 911 Public Authority

Sections:

- 2.110.010 – Purpose
- 2.110.020 – Definitions
- 2.110.030 – General Powers
- 2.110.040 – Liability
- 2.110.050 – Limitation of Powers
- 2.110.060 – Charter
- 2.110.070 – Effect of Issuance of Charter
- 2.110.080 – Board of Directors
- 2.110.090 – Quorum
- 2.110.100 – Meetings of the Board
- 2.110.110 – Bylaws
- 2.110.120 – Board Review and Approval

- 2.110.130 – Charter Amendments
- 2.110.140 – Treasurer
- 2.110.150 – Funding
- 2.110.160 – Audits, Inspections, and Reports
- 2.110.170 – Fidelity Bonds
- 2.110.180 – Insurance
- 2.110.200 – Trusteeship
- 2.110.220 – Dissolution
- 2.110.240 – Construction and Order of Precedence

2.110.010 – Purpose. As authorized by RCW 35.21.730 through RCW 35.21.759, a public authority, to be known as “Kitsap 911,” is hereby created exclusively to undertake, assist with, and otherwise facilitate the public function of providing a countywide enhanced 911 emergency communications system, and perform any other public function relating to providing a countywide enhanced 911 emergency communications system. For the purpose of receiving the same immunities or exemptions from taxation as that of the County, Kitsap 911 constitutes a public agency and an authority and instrumentality of the County (within the meaning of Article VII, Section I of the Constitution of the State of Washington and within the meaning of those terms in regulations of the United States Treasury and rulings of the Internal Revenue Service prescribed pursuant to Section 103 of the Internal Revenue Code of 1986, as amended).

2.110.020 – Definitions. Unless the context clearly requires otherwise, the definitions in this section apply throughout this chapter.

- (1) “Board of directors” or “board” means the governing body of Kitsap 911.
- (2) “Director” means a member of the board.
- (3) “Bylaws” means the rules adopted for the regulation or management of the affairs of Kitsap 911 and all subsequent amendments thereto.
- (4) “Charter” means the articles of organization of Kitsap 911 adopted by this ordinance and all subsequent amendments thereto.
- (5) “County” means Kitsap County, acting through the Kitsap County Board of Commissioners.
- (6) “Clerk” means the clerk of Kitsap County Board of Commissioners or a person authorized to act on her or his behalf.
- (7) “Public authority” or “authority” means the authority created under this ordinance.
- (8) “Public agency” means any agency, political subdivision, or unit of local government of this State including, but not limited to, municipal corporations, quasi municipal corporations, special purpose districts, and local service districts; any agency of the State government; any agency of the United States; any Indian tribe recognized as such by the federal government.
- (8) “Resolution” means a final action of a quorum of the board, evidenced by a written instrument signed by the chair of the board of directors.

(9) “State” (when used as a noun) shall mean the State of Washington.

(10) “Property” shall have the same meaning as in Article VII, Section 1 of the Washington State Constitution, and includes real and personal property, equipment and furnishings, cash, accounts receivable, and anything tangible or intangible that is capable of being owned or controlled to produce value or generate cash flow.

(11) “Final action” of the board of directors means a collective positive or negative decision or an actual vote by a majority of the board of directors then in office, upon a motion, proposal, or resolution.

(12) “Service Fee Formula” means the formula used to calculate fees charged to public agencies for enhanced 911 emergency communications system services provided by KITSAP 911.

2.110.030 – General Powers. Except as limited by the State constitution, laws, regulations, charter, or this ordinance, Kitsap 911 shall have and may exercise all lawful powers necessary or convenient to effect the purposes for which Kitsap 911 is organized, including the powers listed in this section.

(1) Acquire, construct, own, sell, lease, exchange, encumber, improve, use, transfer, or grant security interest in property.

(2) Contract with public and private entities.

(3) Employ and terminate personnel, with or without cause, and contract for personnel and services with public and private entities.

(4) Accept transfers, gifts, or loans of funds or property.

(5) Sue and be sued.

(6) Incur indebtedness and issue bonds and other instruments evidencing indebtedness.

(7) Transfer funds, property, property interests, or services.

(8) To exercise any other powers that are consistent with the purpose for which Kitsap 911 is organized, and are within the express or implied authority of and may be exercised by the County.

2.110.040 - Liability. Kitsap 911 is an independent legal entity exclusively responsible for its own debts, obligations and liabilities. All liabilities incurred by the authority shall be satisfied exclusively from the assets and credit of Kitsap 911, and no creditor or other person shall have any recourse to the assets, credit, or services of Kitsap County on account of any debts, obligations, liabilities, acts, or omissions of Kitsap 911.

2.110.050 - Limitation of Powers. In all activities and transactions, Kitsap 911 shall be limited as provided in this section.

(1) Kitsap 911 shall have no power of eminent domain or any power to levy taxes or special assessments.

(2) Kitsap 911 shall have no power to incur or create any liability that permits recourse by any party or member of the public to any assets, services, resources, or credit of the County. All liabilities incurred by Kitsap 911 shall be satisfied exclusively from the assets and credit of Kitsap 911, and no creditor or other person shall have any recourse to the assets, credit, or services of the County on account of any debts, obligations, liabilities, acts or omissions of Kitsap 911.

(3) The powers, authorities, or rights expressly or impliedly granted to Kitsap 911 shall not exceed Kitsap County's express or implied powers.

(4) Kitsap 911 is subject to all general laws regulating Kitsap County and its officers and officials, including, but not limited to:

- (a) Audits by the State auditor and accounting requirements in chapter 43.09 RCW;
- (b) Open public record requirements in chapter 42.56 RCW;
- (c) Open public meetings and other public process laws in chapter 42.30 RCW;
- (d) Preservation and destruction of public records in chapter 40.14;
- (e) Public works requirements in chapter 39.04 RCW;
- (f) Competitive bidding and prevailing wage laws in chapter 39.04 RCW;
- (g) Local government whistleblower laws in chapter 42.41 RCW;
- (h) The prohibition on using public facilities for campaign purposes in chapter 42.17A RCW;
- (i) The Code of Ethics for municipal officers in chapter 42.23 RCW;
- (j) Payments and advancements in chapter 42.24 RCW; and
- (k) The provisions of chapter 4.96 RCW for actions against 911 and its directors, officers, employees, and volunteers.

2.110.060 – Charter. The charter of Kitsap 911, Exhibit A of this ordinance, is hereby approved. The charter shall be issued in duplicate originals, each bearing the signature of the Kitsap County board of commissioners and attested by the Clerk. One original shall be filed with the Clerk; a duplicate original shall be provided to the authority. The charter shall not be codified.

2.110.070 - Effect of Issuance of Charter. Kitsap 911 shall commence its existence effective upon issuance of its charter. Except as against the State or the County in a proceeding to cancel or revoke the charter, delivery of a duplicate original charter shall conclusively establish that Kitsap 911 has been established in compliance with the procedures of this ordinance. A copy of the charter, and any amendments thereto, shall be provided to the State auditor.

2.110.080 - Board of Directors. All corporate powers of Kitsap 911 shall be exercised by or under the authority of the board of directors; and the business, property and affairs of Kitsap 911

shall be managed under the supervision of the board of directors, except as may be otherwise provided by law, this ordinance, or the charter.

(1) Board directors. The members of the board of directors shall be as provided in the charter. The board of directors shall include, at a minimum, the following five directors:

- (a) One Kitsap County commissioner;
- (b) The mayor, city council member, fire chief, or chief of police of the City of Bremerton;
- (c) A mayor, city council member, city administrator, city manager, or chief of police of either the City of Port Orchard, the City of Poulsbo, or the City of Bainbridge Island;
- (d) A fire commissioner or fire chief appointed by the Kitsap County Fire Commissioners Association; and
- (e) The Kitsap County Sheriff.

(2) Alternates. Each director may appoint an alternate to serve in the event of the director's unavailability. Each alternate may vote and act on behalf on the unavailable director. The names of alternates shall be provided in writing to the chair of the board of directors.

(3) Conditions. A director may only serve for such time that he or she is the duly appointed, acting, or elected official of the County or city. All directors shall serve without compensation from Kitsap 911.

2.110.090 - Quorum. At all meetings of the board of directors, a majority of the board of directors then in office shall constitute a quorum.

2.110.100 – Meetings of the Board. The board shall meet as provided in the charter, but not less than quarterly. Minutes shall be kept in accordance with chapter 42.32 RCW.

2.110.110 – Bylaws. Within thirty days after issuance of the charter, the board of directors shall hold an organizational meeting, appoint a chair and vice chair, and adopt bylaws. The bylaws shall be consistent with the charter. In the event of a conflict between the bylaws and this ordinance or the charter, this ordinance or the charter, as the case may be, shall control. The power to alter, amend, or repeal the bylaws or adopt new ones shall be vested in the board except as otherwise provided in the charter.

2.110.120 – Board Review and Approval.

(1) At least quarterly, the board of directors shall review monthly statements of income and expenses which compare budgeted expenditures to actual expenditures. The board of directors shall review all such information at regular meetings, the minutes of which shall specifically note such reviews and include such information.

(2) Review and approval of the board of directors by resolution shall be necessary for any of the following transactions:

- (a) Transfer or conveyance of an interest in real estate other than release of a lien or satisfaction of a mortgage after payment has been received and execution of a lease.
- (b) Contracting of debts, issuance of notes, debentures or Bonds, and mortgaging or pledging of Kitsap 911 assets or credit to secure the same.
- (c) Donation of money, property, or other assets belonging to Kitsap 911.
- (d) Action by Kitsap 911 as a surety or guarantor.
- (e) Adoption of an annual budget and a separate capital budget, and amendments thereto.
- (f) Certification of annual reports and statements to be filed with the Clerk as true and correct in the opinion of the board of directors and of its members except as noted.
- (g) Adopting and amending the charter and bylaws.
- (h) Consistent with chapter 4.96 RCW, adopt policies and procedures for managing actions against Kitsap 911, directors, officers, employees, and volunteers.
- (i) Instituting legal proceedings in Kitsap 911's name.
- (j) Dissolution of Kitsap 911, upon approval by two-thirds of a quorum of the board.
- (k) Amending Service Fee Formula.

2.110.130 – Charter Amendments.

(1) Proceedings Preliminary to Amending the Charter. Any director may propose to amend the charter. Whether to consider a proposal to amend the charter requires final action by resolution of the board of directors adopted at a regular or special meeting of which thirty days advance written notice was given to each director. If the board of directors approves consideration of the proposal to amend the charter, information about the proposed charter amendment, including a copy of the proposed amendment in a format that strikes over material to be deleted and underlines new material and a statement of the amendment's purpose and effect, shall be provided to each member of the board of directors and to the Clerk at least thirty days prior to the meeting at which a vote will be taken on a resolution amending the charter.

(2) Action Amending the Charter. After the preliminary proceedings described in Section 2.110.130(1) have occurred, final action upon approval by two-thirds of a quorum of the board may be taken amending the charter. If the amendment differs materially from the proposed amendment considered during preliminary proceedings, then the preliminary proceedings described in Section 2.110.130(1) shall be repeated. After final action amending the charter, the amended charter shall be issued in duplicate originals, each bearing the signature of the board of directors. One original shall be filed with the Clerk and a duplicate original shall be retained by the authority.

2.110.140 – Treasurer. The treasurer for Kitsap 911 shall be the Kitsap County Treasurer, and a special fund with the County Treasurer shall be established and designated "Operating fund of Kitsap 911."

2.110.150 – Funding. Funding of Kitsap 911 operations and activities will include revenue generated by enhanced 911 sales, use, and excise taxes as allowed under RCW 82.14B.030 and RCW 38.52.500 et seq., and revenue generated from Service Fees consistent with the Charter, the bylaws, and Section 2.110.010. Revenue collected by Kitsap County pursuant to RCW 82.14B.030 and RCW 38.52.500 et seq., shall not be used to provide enhanced 911 emergency communications services beyond the boundaries of Kitsap County.

2.110.160 – Audits, Inspections, and Reports. Local government accounting laws, RCW 43.09.200 through RCW 43.09.2855, shall apply to Kitsap 911, and copies of all reports filed with the State auditor shall be filed contemporaneously with the Clerk. At any reasonable time and as often as the County or State Auditor deem necessary, Kitsap 911 shall make available for inspection, examination, auditing, and copying all of its records, including but not limited to contracts, invoices, payrolls, personnel records, inventories, and financial records. The County may require Kitsap 911 conduct a performance audit consistent with auditing standards adopted by the U.S. Government Accountability Office.

2.110.170 – Fidelity Bonds. Each official of Kitsap 911 responsible for handling accounts and finances shall file a fidelity bond in an amount determined by the board of directors to be adequate and appropriate, and may hold office only as long as such a bond continues in effect.

2.110.180 – Insurance. Kitsap 911 shall maintain in full force and effect public liability insurance in an amount sufficient to cover potential claims for bodily injury, death, or disability and for property damage, which may arise in connection with the acts or omissions of Kitsap 911, naming Kitsap County as an additional insured.

2.110.200 – Trusteeship. The County may, after a public hearing with notice to Kitsap 911, petition the Superior Court to impose a trusteeship over Kitsap 911. Any trustee appointed by the Superior Court shall take such actions as necessary during the trusteeship to achieve the object thereof as reasonable, including suspend and/or remove Kitsap 911 officials, manage the assets and affairs of Kitsap 911, exercise any and all Kitsap 911 powers as necessary or appropriate to fulfill outstanding obligations, restore the capability of Kitsap 911, and, if so authorized by the Superior Court, to oversee its dissolution in accordance with RCW 35.21.750.

2.110.220 - Dissolution.

(1) The board of directors may propose to the County that Kitsap 911 be dissolved. Such proposal must be made by resolution adopted by two-thirds of a quorum of the board of directors at a regular or special meeting of which thirty days advance written notice was given to each director, the Clerk, every city and fire district situated within the boundaries of Kitsap County, and any other entity as prescribed in the bylaws. Information about the proposed dissolution, including the grounds for dissolution and distribution of Kitsap 911 property, shall be provided to each member of the board of directors, the Clerk, every city and fire district situated within the boundaries of Kitsap County, and any other entity as prescribed in the bylaws at least fourteen days prior to the meeting at which a vote will be taken on the resolution. Within thirty days of adoption of a resolution approving dissolution of Kitsap 911, a copy of the resolution shall be delivered to the Clerk. The County may, after a public hearing, dissolve Kitsap 911. Upon dissolution, all Kitsap 911 property, net of all outstanding liabilities, shall be distributed as set forth in an agreed plan of distribution adopted by two-thirds of a quorum of the board of

directors and used only for enhanced 911 emergency communications systems consistent with chapter 82.14B RCW and RCW 38.52.500 et seq.

(2) The County may, after a public hearing with notice to Kitsap 911, petition the Superior Court to dissolve Kitsap 911 in accordance with RCW 35.21.750. Upon dissolution of Kitsap 911 and the winding of its affairs, and as determined by order of the Court, any remaining rights, assets, and property may be transferred to a qualified public entity or entities which will fulfill the purposes for which Kitsap 911 was chartered. Otherwise, all remaining rights, assets, and property shall vest in the County. Upon completion of dissolution proceedings, the Clerk shall indicate such dissolution by inscription of "charter cancelled" on the charter of Kitsap 911, and the existence of Kitsap 911 shall cease. The Clerk shall give notice thereof to the State auditor and to other persons as provided in the dissolution statement.

2.110.240 – Construction and Order of Precedence. This ordinance shall be liberally construed so as to effectuate its purposes and the purposes of RCW 35.21.730 through RCW 35.21.759. In the event of an inconsistency between the charter and this ordinance, the inconsistency shall be resolved by giving precedence to this ordinance.

New Section. Section 2. Severability. If any provision of this Ordinance or its application to any person or circumstance is held invalid or unconstitutional, the remainder of the Ordinance or its application to other persons or circumstances shall not be affected.

New Section. Section 3. Recitals. The recitals herein shall be findings of fact and are incorporated herein by reference but shall not be codified.

New Section. Section 5. Effective Date. This Ordinance shall take effect immediately.

ADOPTED this 25th day of April 2016.

ATTEST:

Dana Daniels, Clerk of the Board

BOARD OF COUNTY COMMISSIONERS
KITSAP COUNTY, WASHINGTON

EDWARD E. WOLFE, CHAIR

CHARLOTTE GARRIDO, Commissioner

APPROVED AS TO FORM:

Deputy Prosecuting Attorney

ROBER GELDER, Commissioners

