

# Kitsap 911 Public Authority

## Resolution 2018-008

### Amending the Kitsap 911 Charter.

**WHEREAS**, on April 25, 2016 the Board of County Commissioners adopted ordinance 532-2016 enacting chapter 2.110 of the Kitsap County code (the “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; and

**WHEREAS**, Kitsap 911 (the “Authority”) is a public corporation organized pursuant to RCW 35.21.730; and

**WHEREAS**, the Kitsap 911 Charter governs the composition of the Kitsap 911 Board of Directors (the “Board”) and provides for alternates; and

**WHEREAS**, the ordinance dictates the process for amending the charter; and

**WHEREAS**, Resolution 2018-005 “Placing a Charter Amendment on the agenda of the December 4<sup>th</sup>, 2018 Board of Directors Meeting” was adopted September 4, 2018; and

**WHEREAS**, Resolution 2018-005 and the draft charter amendment listed in Section 1 below were distributed on November 2, 2018 in accordance with the ordinance.

**NOW, THEREFORE, BE IT RESOLVED** by the Kitsap 911 Board of Directors as follows:

**Section 1. Amendment Adopted.** Sections 6.02 and 6.03 of the Kitsap 911 Charter are hereby amended as follows:

**Section 6.02. Board of Directors Composition.** The directors shall be as follows:

- (a) ~~All three Kitsap County Commissioners~~ Three Kitsap County officials one of whom must be a county commissioner.
- (b) ~~The Mayor of the City of Bremerton or a council member,~~ or the fire chief, or chief of police as appointed by the Mayor of the City of Bremerton and two City Council Members as appointed by the Bremerton City Council.
- (c) ~~The Mayors of the CityCities of Port Orchard and Poulsbo, and the Mayor or City Council member of Bainbridge Island~~
- (d) The Mayor or a council member, fire chief, or chief of police appointed by the Mayor of the City of Poulsbo
- (e) The Mayor or a council member, city administrator, fire chief, or chief of police appointed by the City Council of Bainbridge Island



- (f) A Board member and alternate representing the City of Port Orchard which shall either be the Mayor, a Council Member or Chief of Police as appointed by the Port Orchard City Council.
- (g) Three Fire Commissioners appointed by the Kitsap County Fire Commissioners Association; and
- (h) The Kitsap County Sheriff.

**Section 6.03. Alternates.** Except as provided above, Each director may appoint an alternate to serve in the event of the director's unavailability. Each alternate may vote and act on behalf of the unavailable director: The names of alternates shall be provided in writing to the chair of the board of directors.

**Section 2. Amended Charter.** The amended charter is attached to and incorporated into this resolution.


**Section 3. Notice to Kitsap County.** The Kitsap 911 Executive Director will file a duplicate original of this resolution and the amended charter with the Clerk of the Board of Kitsap County Commissioners.

**Section 4. Severability.** If any provision of this Resolution or any provision of any document incorporated by reference shall be held invalid, such invalidity shall not affect the other provisions of this Resolution which can be given effect without the invalid provision, if such remainder conforms to the requirements of applicable law and the fundamental purpose of this agreement, and to this end the provisions of this Resolution are declared to be severable.

**Section 3. Effective Date.** This resolution shall become effective immediately upon adoption and signature as provided by law.

**MOVED AND PASSED** by a two-thirds majority of the quorum at a regular meeting of the Kitsap 911 Board of Directors on December 4, 2018 of which all Directors were notified and a quorum was present.

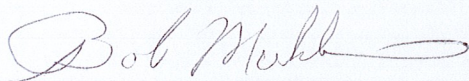
**KITSAP 911 BOARD OF DIRECTORS**

  
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DAVID ELLINGSON, CHAIR

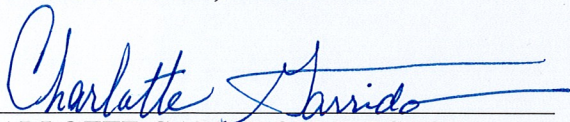
  
\_\_\_\_\_  
KOL MEDINA, DIRECTOR

  
\_\_\_\_\_  
BECKY ERICKSON, DIRECTOR

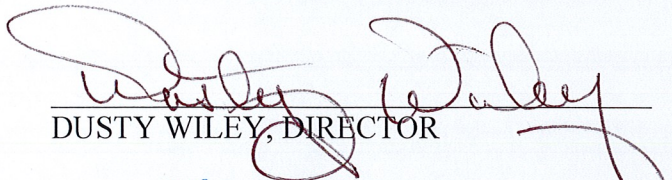




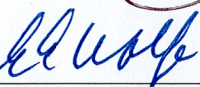
BOB MUHLEMAN, DIRECTOR



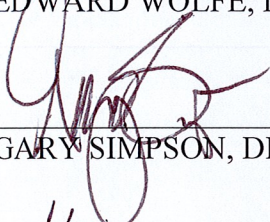
CHARLOTTE GARRIDO, DIRECTOR



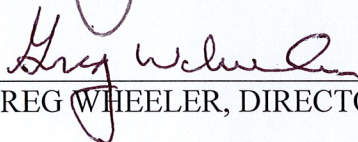
DUSTY WILEY, DIRECTOR



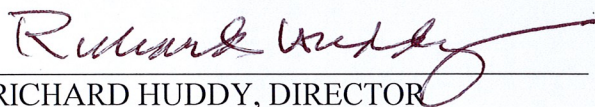
EDWARD WOLFE, DIRECTOR



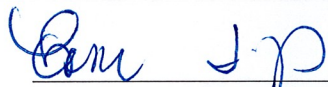
GARY SIMPSON, DIRECTOR



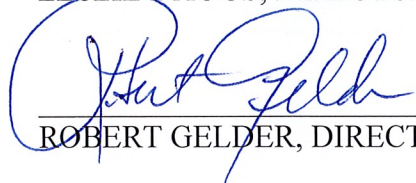
GREG WHEELER, DIRECTOR



RICHARD HUDDY, DIRECTOR



LESLIE DAUGS, DIRECTOR



ROBERT GELDER, DIRECTOR



ROB PUTAANSUU, DIRECTOR

ATTEST:



Richard A. Kirton, Executive Director

**CHARTER  
of the  
KITSAP 911 PUBLIC AUTHORITY**

**ARTICLE I: NAME**

**Name.** The name of Kitsap 911 shall be Kitsap 911.

**ARTICLE II: AUTHORITY AND LIMIT ON LIABILITY**

**Section 2.01. Authority.** Kitsap 911 is a public corporation organized pursuant to RCW 35.21.730 through 35.21.759, and Ordinance No. 532-2016<sup>1</sup> (the “Ordinance”) of Kitsap County, Washington (the “County”).

**Section 2.02. Limit on Liability.** All liabilities incurred by Kitsap 911 shall be satisfied exclusively from the assets, credit, and properties of Kitsap 911, and no creditor or other person shall have any right of action against or recourse to the County, its assets, credit, or services, on account of any debts, obligations, liabilities or acts or omissions of Kitsap 911.

**ARTICLE III: DURATION**

The duration of Kitsap 911 shall be perpetual except as provided in the Ordinance.

**ARTICLE IV: PURPOSE**

As authorized by RCW 35.21.730 through RCW 35.21.759, Kitsap 911 is established 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. Kitsap 911 shall have no purpose other than the public function of 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).

**ARTICLE V: POWERS AND RESPONSIBILITIES**

**Section 5.01. Powers.** Kitsap 911 shall have and may exercise all lawful powers conferred by State laws, the Ordinance, this Charter, and its Bylaws. Kitsap 911 in all its activities and transactions shall be subject to the powers, procedures, and limitations contained in the Ordinance.

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<sup>1</sup> enacting chapter 2.110 of the Kitsap County code



**Section 5.02 Provision of Services.** Kitsap 911 shall provide enhanced 911 emergency communications services to public agencies desiring the same. Public agencies receiving such services shall pay fees for these services as established by the board of directors.

**Section 5.03 Federal Communications Commission Licenses.** Kitsap 911 shall review, renew, and update Kitsap 911's FCC licenses, and will assist public agencies receiving enhanced 911 emergency communications services from Kitsap 911 in reviewing, renewing, and updated their FCC licenses as requested.

**Section 5.04. Actions Against Kitsap 911 and its Directors, Officers, Employees and Volunteers.** The provisions of chapter 4.96 RCW shall apply to actions against Kitsap 911 and its directors, officers, employees, and volunteers.

**Section 5.05. Definitions.** The words and phrases in this Charter shall have the same meanings as defined in the Ordinance.

## **ARTICLE VI: BOARD OF DIRECTORS**

**Section 6.01. Obligations and Responsibilities of Board of Directors.** Management of all Kitsap 911 affairs shall reside in a board of directors ("Board of Directors"), which shall control and oversee Kitsap 911's operations and funds, correct any deficiencies, and assure that the purposes described in the Ordinance and this charter are reasonably accomplished.

**Section 6.02. Board of Directors Composition.** The directors shall be as follows:

- (a) Three Kitsap County officials one of whom must be a county commissioner;
- (b) The Mayor of the City of Bremerton, or the fire chief, or chief of police as appointed by the Mayor of the City of Bremerton and two City Council Members as appointed by the Bremerton City Council;
- (c) The Mayor or a council member, fire chief, or chief of police appointed by the Mayor of the City of Poulsbo;
- (d) The Mayor or a council member, city administrator, fire chief, or chief of police appointed by the City Council of Bainbridge Island;
- (e) A Board member and alternate representing the City of Port Orchard which shall either be the Mayor, a Council Member or Chief of Police as appointed by the Port Orchard City Council;
- (f) Three Fire Commissioners appointed by the Kitsap County Fire Commissioners Association; and
- (e) The Kitsap County Sheriff.

**Section 6.03. Alternates.** Except as provided above, 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.



**Section 6.04. Conditions.** A director may only serve for such time that he or she is the duly appointed, acting, or elected County commissioner, City mayor or council member, fire commissioner, or sheriff. All directors shall serve without compensation from Kitsap 911.

**Section 6.05. Quorum.** At all meetings of the board of directors, a majority of the board of directors then in office shall constitute a quorum.

**Section 6.06. Committees.** The board of directors may appoint committees as provided for in the Bylaws.

**Section 6.07. Voting.** The board of directors shall strive to operate by consensus. Each individual director shall have one vote. Unless a super majority vote is specifically required by this charter or the bylaws, Board decisions shall require a simple majority vote of more than one-half of the votes cast when a quorum is present.

**Section 6.08. Officers.** The board of directors shall have two officers, a Chair and Vice-Chair. Appointment, removal, and term of the officers shall be as established in the bylaws.

**Section 6.09. Action Requiring Approval of the Board of Directors.** Review and approval of the board of directors by resolution shall be necessary for any of the following actions:

- (a) Making and amending bylaws to govern Kitsap 911 board of director procedures.
- (b) Proposing amendments to the charter.
- (c) Appointing the executive director, who shall serve at the board of directors' pleasure and convenience.
- (d) Consistent with the Ordinance and this charter, determining what services shall be offered and under what terms they shall be offered.
- (e) Reviewing and adopting an annual budget, a separate capital budget, and amendments.
- (f) Establishing appropriate fees for 911 emergency communications services provided by contract to other public agencies ("service fees").
- (g) Adopt operating policy for Kitsap 911.
- (h) Establishing, amending, and eliminating classifications for all Kitsap 911 positions, fixing compensation, and adopting personnel policies.
- (i) Transferring or conveying interests in real estate other than release of a lien or satisfaction of a mortgage after payment has been received and execution of a lease for a term less than one year.



- (j) Contracting of debts, issuance of notes, debentures or Bonds, and mortgaging or pledging of Kitsap 911 assets or credit to secure the same.
- (k) Donating money, property, or other assets belonging to Kitsap 911.
- (l) Action by Kitsap 911 as a surety or guarantor.
- (m) All capital expenditures in excess of \$50,000, and all other transactions which: (i) the consideration paid, received, or exchanged by Kitsap 911 exceeds \$50,000; (ii) performance by Kitsap 911 extends over a period exceeding three years from the date of execution of an agreement therefor; or (iii) Kitsap 911 assumes duties to the County, State, United States, or other governmental entity.
- (n) Certificating 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.
- (o) Consistent with chapter 4.96 RCW, adopt policies and procedures for managing actions against Kitsap 911, directors, officers, employees, and volunteers.
- (p) Instituting legal proceedings in Kitsap 911's name.
- (q) Hiring or retaining legal counsel and independent accountants and auditors.
- (r) Review the charter no fewer than every 10 years with the assistance of legal counsel.
- (s) Appoint and delegate authority to committees as provided in the bylaws.
- (t) Such other actions, duties, and responsibilities as the Ordinance or this charter shall repose in the board of directors or the board of directors may reserve.
- (u) Dissolution of Kitsap 911, upon approval by two-thirds of a quorum of the board.
- (v) Establishing and amending Service Fee Formula upon approval of two-thirds of a quorum of the board. For the purpose of this subsection, "Service Fee" means the fees established for the following entities:  
 Bainbridge Island Fire & Rescue, Central Kitsap Fire & Rescue,  
 North Kitsap Fire & Rescue, Poulsbo Fire Department, and South  
 Kitsap Fire & Rescue; the cities of Bainbridge Island, Bremerton,  
 Port Orchard, and Poulsbo, Kitsap County, Port Gamble  
 S'Klallam Tribe, and Suquamish Tribe.

## ARTICLE VII: MEETINGS

**Section 7.01. Board of Directors Meetings.** The board of directors shall meet as established in the bylaws, but not less than quarterly. Minutes shall be kept in accordance with



chapter 42.32 RCW. Special meetings of the board of directors may be called as provided in the bylaws.

**Section 7.02. Open Public Meetings.** The Open Public Meetings Act, chapter 42.30 RCW, shall apply to all meetings of the board of directors or any committee thereof when the committee acts on behalf of the board of directors, conducts hearings, or takes testimony or public comment.

**Section 7.03. Parliamentary Authority.** Robert's Rules of Order shall guide meetings where they are not inconsistent with this charter or the bylaws.

**Section 7.04. Minutes.** The board of directors shall cause minutes to be kept of all regular or special meetings of the board of directors. The minutes shall include a record of individual votes on all matters requiring approval of the board of directors.

## ARTICLE VIII: BYLAWS

The bylaws may be amended to provide additional or different rules governing Kitsap 911 and its activities as are not inconsistent with the laws of the State, the Ordinance, or this charter. The board of directors may provide in the bylaws for all matters related to the governance of Kitsap 911, including but not limited to matters referred to elsewhere in this charter.

## ARTICLE IX: AMENDMENTS TO CHARTER AND BYLAWS

**Amending the Charter and Bylaws.** Amendments to the charter shall be as provided in the Ordinance. Amendments to the bylaws shall be as provided in Article VIII of the charter and the bylaws.

## ARTICLE X. FISCAL AND BUDGET

**Section 10.1. The Fiscal Year.** The fiscal year shall coincide with the calendar year.

**Section 10.2. Funding.** Funding of Kitsap 911 operations and activities will include funds distributed to Kitsap 911 as allowed under RCW 82.14B.030 and RCW 38.52.500 et seq., and revenue generated from Service Fees. The bylaws shall prescribe the Service Fee Formula. By resolution, the board of directors may amend the Service Fee Formula upon approval by two-thirds of a quorum of the board, provided that least sixty days prior to the meeting at which a vote will be taken establishing or amending the Service Fee Formula, written notice of proposed Service Fee Formula amendments shall be given to each director, the Clerk, every city and fire district situated within the boundaries of Kitsap County, and any other entity as identified in Subsection 6.09(v) above and as prescribed in the bylaws.

**Section 10.3. Budget Estimates.** Within the times prescribed in the bylaws, the executive director shall provide in writing to each director detailed and itemized estimates of probable revenues and all expenditures required for the ensuing fiscal year, to include Kitsap

911's work plan and proposed service fees for enhanced 911 emergency communications services provided by contract to other public agencies.

**Section 10.4. Adoption of Budget.** Within the times prescribed in the bylaws, the board of directors shall fix and determine each item of the budget separately, and adopt an annual work program, budget, and service fees for the ensuing fiscal year that identifies anticipated activities, goals, revenues, and expenditures for completing the work program. No increase or decrease to the final budget shall occur without the approval of the board of directors.

**Section 10.5 Excess of Expenditures, Liability.** Expenditures made, liabilities incurred, or warrants issued in excess of any of the detailed budget appropriations or as amended by the board of directors shall not be a liability of Kitsap 911, but the official making or incurring such expenditure or issuing such warrant shall be liable therefor personally and upon his or her official bond.

**Section 10.6. Accounting, Budgeting, and Reporting.** Kitsap 911 shall be subject to the Budgeting Accounting & Reporting System (BARS) applicable local government, and shall comply with Local Government Accounting laws, including but not limited to Chapter 43.09 RCW.

## **XI. REGISTERED AGENT, CLAIMS, AND SERVICE**

A. The registered agent for Kitsap 911 is the Executive Director. The identity of the agent and the address where he/she may be reached during normal business hours must be recorded with the County Auditor. A statement of the registered agent designation, executed by the Chair of the Board of Directors, shall be filed with the Secretary of State.

B. Claims for damages made under Chapter 4.96 RCW shall be filed with the Executive Director. The identity of the agent and the address where he/she may be reached during normal business hours must be recorded with the County Auditor.

C. Service of process under RCW 4.28.080 shall be by delivering a copy of the summons and complaint to Executive Director. The identity of the agent and the address where he/she may be reached during normal business hours must be recorded with the County Auditor.

D. Within 30 days of receipt of the filings described in this Article XI, Kitsap 911 shall file copies with the Clerk.

## **ARTICLE XII: COMMENCEMENT**

Kitsap 911 shall commence its existence effective upon the issuance of its charter, as sealed and attested by the Clerk.

## **ARTICLE XIII: DISSOLUTION**

Dissolution of Kitsap 911 shall be in the form and manner required by State law and the Ordinance.



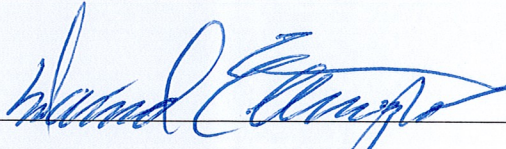
**ARTICLE XIV: ORDER OF PRECEDENCE**

In the event of an inconsistency between the charter and the Ordinance, the inconsistency shall be resolved by giving precedence to the Ordinance.

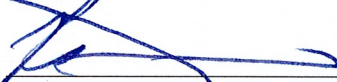
**ARTICLE XV: APPROVAL OF CHARTER**

This charter was adopted as amended by Resolution No. 2018-008, moved and passed by two-thirds majority of the quorum at a regular meeting of the Kitsap 911 Board of Directors on December 4, 2018 of which all Directors were notified and a quorum was present.

**KITSAP 911 BOARD OF DIRECTORS**

  
\_\_\_\_\_  
DAVID ELLINGSON, CHAIR

ATTEST:

  
\_\_\_\_\_  
Richard A. Kirton, Executive Director