

By-Laws of the North Highline Unincorporated Area Council

ARTICLE I.

Name

North Highline Unincorporated Area Council

ARTICLE II.

Purpose

A non-profit corporation [t]o represent the residents, business owners, and property owners of the North Highline Unincorporated Area in their dealings with the government of King County and other entities, with respect to issues affecting them and their property. Those issues may include without limitation, zoning and re-zoning, utility planning, open spaces and parks, capital funding, human service plans, surface water management plans, land use regulations, health and safety regulations, governmental services, transportation, annexation, taxes and fees, business regulations, nominations to King County boards and commissions, projects to improve the quality or delivery of County services, community service centers and representatives, police storefronts, King County grants for local projects or activities, or any other matters of concern to the residents, business owners and property owners of this area. This phrase originally said To. Amended 12/99

ARTICLE III.

Area and Boundaries

- A. Geographic area represented: The contiguous unincorporated area which is completely surrounded by the cities of Seattle, Tukwila, SeaTac, and Burien. Including all areas, which are not within the corporate limits of any of the surrounding cities. Communities represented include, among others, White Center, Shorewood, Salmon Creek, Top Hat, Beverly Park, Boulevard Park, South Park, Glendale and Riverton Heights.
- B. Boundaries: Starting at the point where the corporate limits of the City of Seattle meet the corporate limits of the City of Burien, at approximately the intersection of Seola Beach Drive with the line of SW 112th Street, then proceed generally northward then eastward along the corporate limit of the City of Seattle until it first meets the corporate limit of the City of Tukwila, then proceed generally southward and westward along the corporate limit of the corporate limit of the City of Tukwila until it first meets the corporate limit of the City of Burien, then proceed generally westward along the corporate limit of the City of Burien to the point of origin. Boundaries are further described on the attached map.

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ARTICLE IV.

Voting and Representation

- A. Eligibility to vote for council members. Voting for council members is open to any person at least 18 years old on the day of the election who:
1. Has their primary residence within the boundaries of the North Highline Unincorporated area, or
 2. Is not a resident of the North Highline Unincorporated area but owns real property within the boundaries of the North Highline Unincorporated area, or
 3. Is not a resident of the North Highline Unincorporated area but owns or operates a business or non-profit organization within the boundaries of the North highline Unincorporated area.
- B. Any person voting under sections IV.A.2. or IV.A.3. above must be either; a) the actual owner of the property, business or executive director of the non-profit organization; or b) be officially designated as the representative of the property, business or non-profit organization. To be an “officially designated representative” the representative must be an employee or part of the non-profits’ executive board. In any case, no property, business or non-profit organization may have more than one person officially designated as its representative.
- C. No individual person may have more than one vote.
- D. The council shall establish such reasonable means for proving eligibility to vote, as it deems necessary and appropriate. Resident voters will be required to show picture identification and proof of residency; non-resident voters or their officially designated representatives who are business owners, non-profit organizations, or property owners will be required to show written evidence and picture identification, that they are a business, non-profit organization, or property owner in North Highline. *Amend 5/5/05, 2/16/06*
- E. If any person’s eligibility to vote is challenged, such challenge must be brought before the council which will determine all questions of eligibility according to these by-laws and such other procedural rules as the Council may adopt. A person may be declared ineligible to vote only if two thirds of all council members so find.
- F. If any person contests the election results, they must do so before the council at the next scheduled meeting, recounting of the ballots will take place at the King County Elections Department, Seattle, at a per-ballot cost and at the expense of the contestant according to RCW 29.64.020. *Added 10/98*

ARTICLE V.

Council Structure, Election of the Council, Council Procedure

- A. The Council shall consist of thirteen (13) members:

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1. Two members shall be elected from each of the four districts described below. Each member so elected shall be a resident of the district in which they are elected, and shall be elected by the residents of that district.
 - a. District One. All precincts lying easterly of State Route 509.
 - b. District Two. All unincorporated area bordered on the north by the City of Seattle, on the south by the City of Burien, on the east by State Route 509 and on the west by 4th Avenue SW.
 - c. District Three. All unincorporated area bordered on the north by the City of Seattle, on the south by the City of Burien, on the east by 4th Avenue SW and on the west by 16th Avenue SW.
 - d. District Four: All unincorporated area bordered on the north and west by the City of Seattle, on the south by the City of Burien, and on the east by 16th Avenue SW. *Amended 1/10*
2. Five members shall be elected at-large from the entire North Highline Unincorporated Area.
3. Only persons who are eligible to vote as set forth in Article IV may serve on the Council. Voting for at-large seats shall be open to any person eligible to vote under these rules. Officially designated representatives for business/non-profit organizations qualify to serve if they are an employee of the business/non-profit organization, and if the business/non-profit organization provides a letter on business stationery letterhead stating the employee is their chosen representative. *Amended 10/98*
4. A special three-day filing period shall be opened and positions advertised as soon as possible after the filing deadline for any positions that have no candidates. *Added 10/98*
5. Write-in candidates must complete a candidate's filing statement and deliver it to the election committee chair or their designee no later seven days prior to when the voting polls open. *Added 10/98, amended 2/16/06*
6. Council members shall serve for a term of two years. Newly elected Council members shall be installed at the June meeting next following the May election. Each council member's term shall start immediately when installed and shall end when their successor is installed. On the initial Council, the terms of one member from each district and two at-large memberships expire in 1997, and the terms of the remaining members shall expire in 1998.

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7. Any Council member elected by the Council to fill a vacant seat will serve the remaining term for the position filed. *Paragraphs 6 and 7 were changed from 4 and 5 10/98*
- B. Election of Council members shall be done at an annual "Town Meeting," to be held on the third Thursday of May each year at a time and place, which the Council shall designate.
1. The annual town meeting shall include an election meeting, which may be immediately followed by a business, and information meeting. *Amended 10/98*
 2. The annual town meeting will be held at a location to be designated by the Council.
 3. The election meeting will be organized and directed by a nomination and election committee.
 - a. The committee shall include all those Council members who are not standing for election and may include one non-member, who is not standing for election, from each district.
 - b. Starting at least ninety days before the election date, the committee shall publicize the election in the community and seek out interested members of the community to run for those council seats up for election.
 - c. The committee shall publicize a slate of candidates at least 30 days before the election.
 - d. The chair of the election committee shall be selected by the committee from among its own members.
 - e. In the event of a tie between two candidates for any one position, the elections committee shall ask if either of the tied candidates wishes to yield to the other. If one candidate does so yield then the other shall be declared elected. If neither candidate yields then the elections committee shall determine the winner by means of a coin flip conducted according to conditions set by the elections committee. *Amendment added 8/15/1996*
 4. The business and information meeting shall be organized and directed by the Council. The President of the Council shall sit as the chair of the meeting.
- C. Duties and powers of Council
1. In addition to those functions or activities set forth elsewhere in these articles, the Council shall:

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- a. Be responsible for its own budget, fund raising, projects, activities and management.
 - b. The Council shall receive and consider the concerns of its constituents with respect to matters within the domain and control of the King County government, and shall communicate those concerns to King County by such means, and in such ways, as the Council deems appropriate.
 - c. The Council shall see that information regarding significant actions or decisions by the government of King County, or any agency thereof, is communicated to its constituents by such means as the Council considers appropriate, and at such times as will provide its constituents the opportunity to comment on those actions or decisions.
 - d. The Council shall seek information from King County on any matters of concern to the Council, and on any matter brought to its attention by any constituent to the extent the Council deems necessary or appropriate, and shall communicate with interested constituents such responses as are provided by King County.
 - e. The Council shall express to King County its own concerns, and the concerns of its constituents, as the Council deems necessary and appropriate and by such means as the Council sees fit.
2. Council members shall attend meetings, participate in the discussions and deliberations of the Council, accept and respond to questions and comments from their constituents, and perform such other duties or functions as the Council may designate.
 3. The Council shall have the power to concern itself with anything of interest to the community, except as prohibited elsewhere in these by-laws.
- D. It is the intention of the North Highline Unincorporated Area Council that all meetings shall be open and public and all persons shall be permitted to attend any meeting, except as otherwise provided by the Open Public Meetings Act, RCW 42.30. No member of the public shall be permitted to register their name or other information, pay a fee, or otherwise fulfill any condition precedent to attendance at any public meeting of the Council.
1. Regular meetings of the Council shall be held at 7:00 p.m. on first Thursday of each month in the meeting room at the North Highline Fire District Headquarters, 1243 SW 112th, White Center, Washington.
 2. The Council may, in a regular or special meeting, change the date or place of any regular meeting.
 3. A schedule or announcement showing the time, date and place of regular meetings shall be posted at each public library within the North Highline Unincorporated Area, and at such other places as the Council may designate, and shall be provided to newspapers distributed in the North Highline Unincorporated Area.
 4. Any change in the time, date or place of a regular meeting shall be publicized by the posting and distribution of an announcement, as set forth in section V.D.3.

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above. The announcement shall conspicuously set forth that it is an announcement of a change from the regular meeting schedule.

5. Special meetings may be called by the President or a majority of the Council members as set forth in the Open Public Meetings Act, RCW 42.30.080, and subject to the limitations set forth therein.
 6. The goal of encouraging full participation by members of the community shall be respected in all matters regarding the setting of meeting times and places. The President in Council meetings, and committee chairmen in committee meetings, may participate in all discussions and in all votes, unless doing so would violate the conflict of interest or other provisions of these by-laws.
- E. If a Council seat becomes vacant between election meetings, the remaining members of the Council shall select a person, who is not presently on the Council, from among those members of the community eligible to serve who have expressed an interest in so serving.
1. Selection shall be a majority vote of the remaining members of the Council.
 2. Selection may be done at a regular or special meeting of the Council.
 3. The Council shall ensure that public notice is given that there is a vacancy on the Council, that the Council will be selecting a person to fill that vacancy, and the date, time and place of the meeting at which the vacancy will be filled, at least two weeks before such meeting.
 4. The Council shall take such steps, as it deems necessary and reasonable to ensure that interested members of the community have the opportunity to nominate themselves for selection to fill any vacancy.
 5. Any person so selected shall serve for the remainder of the term of the seat vacated.
- F. Removal. Council members may be removed from the Council if they are:
1. No longer eligible to vote as set forth in Article IV, *EXCEPT* that no Council member may be removed during his/her term if made ineligible by an amendment to these bylaws, or Added 10/98
 2. Fail to attend three (3) consecutive regular meetings with absences that are unexcused, or Added 10/98
 3. Fail to attend a minimum of 5 regular scheduled meetings between June 1 of one year and May 31 of the next, with absences that are not excused. The executive committee of the Council shall determine if the absence is excused.
- G. Seven members shall constitute a quorum of the Council except when otherwise provided elsewhere in these rules.

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ARTICLE VI. Officers

A. President. The President shall:

1. Preside at all meetings of the Council
2. Set the agenda for all regular and special meetings of the Council.
3. Appoint the chairpersons of all committees created by the Council.
4. See that all orders and resolutions of the Council are carried into effect.
5. Carry out all functions required of the President by these Bylaws.
6. Perform such other duties as from time-to-time may be assigned to the President by the Council.

B. Vice President. The Vice President shall:

1. Take the place of the President and perform the President's duties whenever the President is absent or unable to act.
2. Perform such other duties as the President or Council may from time-to-time delegate.

C. Secretary. The Secretary shall:

1. Keep correct and complete minutes of all meetings of the Council.
2. Keep a correct and complete record of the names, addresses, telephone numbers, and other pertinent information for all Council members.
3. Keep a correct and complete record of the minutes and actions of the Council.
4. Post, publish, serve, and otherwise distribute notices of all meetings of the Council
5. Ensure that copies of these by-laws are made available for public inspection as required herein.
6. Attend to such correspondence as may be required.
7. Perform all duties incident to the office of Secretary of the Council.

D. Corresponding Secretary Added 10/98

E. Treasurer. The Treasurer shall:

1. Have charge or custody of, and be responsible for, all funds and securities of the Council, and deposit all funds in such financial institutions as are approved by the Council.

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2. Receive, and give receipts for, monies due and payable to the Council from any source whatsoever.
 3. Keep correct and complete books and records for the Council's accounts and transactions in accordance with generally accepted accounting principles.
 4. See that all expenditures are made in accordance with procedures duly established from time to time, by the Council.
 5. Provide a Treasurer's report to the Council at each regular meeting, and a full financial report at each annual Town Meeting.
 6. Sign such documents as required the signature of the Treasurer.
 7. In general, perform all duties incident to the office of Treasurer and such other duties as the President may, from time to time, assign.
 8. The Treasurer shall serve without bond unless the Council shall by resolution determine otherwise.
- F. The President, Vice-President, Secretary, and Treasurer shall be the Executive Committee of the Council.
- G. Election and terms of Officers.
1. The Council shall elect officers from among themselves, immediately after all new Council members are installed at the regular meeting each June.
 2. Each officer shall serve in that capacity until replaced at the next regular June meeting.
 3. If any officer's position becomes vacant for any reason, the position shall be filled by the Council, from among its members, at a special meeting or at the next regular meeting after the vacancy becomes known.

ARTICLE VII. Committees

In addition to those committees described elsewhere in these articles, the president or Council may create such committees, as they deem necessary or appropriate.

- A. The president shall appoint a chairperson for each committee so created. If the president fails to so appoint a chairperson within a reasonable time then the Council shall do so.
- B. The chairperson of each committee shall appoint to their committee such persons, in such numbers, as the chairperson deems appropriate or necessary, unless the President or Council directs otherwise.
- C. The functions and duties of each committee shall be described or delineated by the president or Council, depending on which created the committee. The chairperson of each committee may designate such functions and duties for the committee as the chairperson deems necessary or appropriate within the range of functions and duties described or delineated by the president or Council.

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ARTICLE VIII.

Non-discrimination statement

The North Highline Unincorporated Area Council shall not discriminate against any person or group on the basis of race, religion, color, sex, sexual orientation, disability, national origin, income, political affiliation, or any other legally protected classification.

ARTICLE IX.

Conflict of interest and ethics rules

A. Conflicts.

1. Conflicts of interest. Members of the Council shall not participate in any discussion or decision in which the Council member, any member of their immediate family, or any partner or close business associate, has a material financial interest in the issue being discussed or decided which is different from the interests of members of the general public.
2. Gratuities. No member or employee of the Council may accept any gift, favor, loan, retainer, entertainment or other thing of value when such acceptance would conflict with performance of the member or employee's duties, or would give rise to the appearance of such a conflict.

B. Definitions.

1. Immediate family member includes spouse, domestic partner, dependent children, other dependent relatives, and other dependant members of the same household.
2. A conflict, or apparent conflict, of interest shall be deemed to exist any time a reasonable and prudent person would believe that a thing of value was given for the purpose of obtaining special consideration.
3. Participation in a discussion or decision includes any discussion of an issue or matter between Council members, whether in a council session or not. The presence of a Council member during any discussion or deliberation shall be deemed to constitute participation, except that a Council member may participate in any public meeting or session of the Council as set forth below.

- C. Discussion of issues. A Council member having a conflict of interest as described above may at any public meeting of the Council or a committee, after disclosing the conflict to those present, observe the discussions and deliberations of the Council, and speak from the audience in the same manner as any member of the public who is present.

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ARTICLE X.

Rules of Parliamentary Procedure

The rules contained in the current edition of Roberts Rules of Order shall govern the Council in all cases to which they are applicable and in which they are not inconsistent with these by-laws or any special rules of order the Council may adopt.

ARTICLE XI.

Donations

- A. The Council may solicit and accept voluntary donations of money, goods or services. No fee or charge shall be required as a condition of participation in any election, meeting, discussion or deliberation of the Council.
- B. The Council may conduct fund raising activities, which require the payment of a donation or charge for participation. No Council business, other than fund raising, may be conducted at any such activity.

ARTICLE XII.

Amendments

These articles may be amended by a two thirds vote of the entire Council, provided that the proposed amendments are submitted in writing for discussion at the previous regular meeting of the Council prior to the regular meeting at which it is considered for adoption, and provided that notice is given to the community in the manner required for a special meeting of the Council.

ARTICLE XIII.

Tax Exempt Status

- A. The Council is to be operated as a tax exempt corporation under Section 501 (c)(4) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law.
- B. Any other provisions of these by-laws notwithstanding, the Council shall not engage in activities not permitted to be carried on by a corporation under Section 501(c)(4) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law.
- C. The Council shall not participate in, or intervene in, any political campaign for or against any candidate for public office. Individual Council members are not prohibited from personally supporting or opposing candidates for public office.

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ARTICLE XIV.

Liability of Members/Indemnification

- A. No member shall be liable to the Council or its members for monetary damages for conduct as a director or officer of the corporation. This limitation does not apply in cases of intentional misconduct by the member, knowing violation of law by the member, or any transaction in which the member received or was to receive a benefit to which they are not legally entitled.
- B. The Council shall indemnify and defend any member made a party to a proceeding because of their status or actions as a Member of the Council, to the fullest extent permitted under RCW 23B.08.500 - .600.
- C. The Council shall purchase and maintain insurance on behalf of its Members and Officers against liability asserted against or incurred by the individual arising from their status as a member or officer of the Council. *New sections XIII and XIV added 12/99*

Revision dates:

08/1996

10/1998

12/1999

05/2005

02/2006

01/2010