

Port of Friday Harbor Ad Hoc Voluntary Citizens Advisory Committee Bylaws

PREAMBLE

The purpose of the standing Ad Hoc Citizens Advisory Committee (CAC) shall be to investigate and advise the Port of Friday Harbor Board of Commissioners on various topics as assigned by the Board. The ad hoc voluntary committee shall be solely advisory in nature and shall not conduct any business on behalf of the Port Commission.

ARTICLE I

MEMBERSHIP

1. **Number.** The membership of the CAC shall consist of up to ten until such number is changed by an amendment to these Bylaws.
2. **Eligibility.** Individuals shall be appointed to the CAC by the Board of Commissioners. In appointing members to the CAC, the Board of Commissioners shall act in good faith and shall use its best efforts to achieve a composite CAC which reasonably reflects the diverse needs and interests of the communities serviced by the Port.
3. **Term.** Subject to the provisions relating to resignation and removal of a member, members of the CAC shall be appointed to a single two-year term.

INITIAL MEMBERS

To Be Determined

1. **Appointment.** The Board of Commissioners shall appoint members of the CAC to fill any vacancies.
2. **Resignation, Removal.**
 - (a) Any member may resign at any time from the CAC upon written notice to the Board of Commissioners. The resignation shall be effective regardless of whether it is accepted by the Board.
 - (b) Only the Board of Commissioners has the power to remove a CAC member. The Board of Commissioners may, in its absolute discretion, remove any member of the CAC from office at any time during his or her term upon written notice to such member. The notice shall be effective when given in person or by telephone or upon deposit in the United States mails, postage prepaid, if given by mail.
3. **Vacancies.** Vacancies on the CAC caused by any reason whatsoever will be filled by and at the leisure of the Board of Commissioners.
4. **Compensation.** The members of the voluntary ad hoc shall receive no compensation or reimbursement for expenses incurred in serving on the CAC.
5. **Scope of Work for the Committee.** The CAC shall advise the Board of Commissioners with respect to:

The scope and duration of topics for the Committee to investigate shall be assigned by a vote of the Board at a regularly scheduled Commissioners meeting.
6. **Limitation on Powers.** The role of the CAC shall be solely advisory in nature. In no event shall the CAC have any authority to exercise any control over the daily management or operation of the Port. No member of the CAC shall be deemed to have the rights of a Port officer or employee.

ARTICLE II

OFFICERS

1. **Appointment.** The members of the CAC shall appoint a Chairperson, Vice-Chairperson, and Secretary for the Committee. A Port staff liaison will serve to assist with the publishing of meeting notices and communications with the Board and Port staff.
2. **Duties.**
 - (a) **Chairperson.** The Chairperson shall preside over all meetings of the CAC. The Chairperson shall serve as a non-voting representative of the CAC to the Board of Commissioners.
 - (b) **Vice-Chairperson.** The Vice-Chairperson shall preside over meetings of the CAC in the absence of the Chairperson and shall exercise such other rights and duties as the Chairperson shall prescribe.
 - (c) **Secretary.** The Secretary shall:
 - (i) Keep the minutes of the CAC and send said minutes to the Board of Commissioners within 14 days of the date of any meeting.
 - (ii) Give such notices as may be required by law or these Bylaws.

ARTICLE III

MEETINGS

1. **Regular Meetings.** The CAC shall hold at least monthly regular meetings during a period of activation. For the purpose of conducting its regular business, meetings shall be at the offices of the Port or at another meeting place designated by the CAC Chairperson. Additional regular meetings may be scheduled according to procedures established by the CAC subject to scheduling, notices and availability of a port staff liaison.
2. **Special Meetings.** Special meetings of the CAC may be called at any time by the Chairperson of the Board of Commissioners, the Executive Director, or by the Chairperson of the CAC at the written request to both the Executive Director of the Port subject to scheduling, notices and availability of a port staff liaison.
3. **Proxies.** No member of the CAC may act by proxy.
4. **Notice.** Regular meetings of the CAC may be held without additional notice to its members if the time of such meeting has been fixed by these Bylaws or by the CAC at the immediately preceding meeting. Special meetings shall be held upon not less than 24 hours notice.
5. **Open Meetings.** All regular and special meetings of the CAC shall be preceded by notice thereof to the public of the date, time and place. Said notice shall be given in the same manner the Board of Commissioners gives notice of its regular and special meetings. All persons shall be permitted to attend any regular or special meetings of the CAC, and no persons shall be required as a condition to attend at any such meeting to register his or her name or to provide any other information.
8. **Quorum.** At any meeting of the CAC, five members then serving shall constitute a quorum.

ARTICLE IV

AMENDMENTS OF BYLAWS

Bylaws of the CAC may be adopted, amended, or repealed only by the Board of Commissioners. Recommendations for amendments in the Bylaws may be initiated by the CAC.