Joint Board Meeting Protocols
July 10, 2017

Meeting Requirements

Per the Amended and Restated Interlocal Cooperation Agreement, Section 5.3 Meeting Procedures “…the Joint Board shall establish procedures for the operations and meetings of the Joint Board…”

1. Joint Board meetings occur on the second Monday of each month and are open to the public.

2. Joint Board meetings require a quorum consisting of a majority (4) of the Joint Board members (or assigned alternate) be present in person.

3. Joint Board members will attend regular and special Joint Board meetings.

4. Joint Board members unable to attend will inform the Regional Program Administrator of their designated alternate prior to the meeting.

Meeting Materials and Briefing

1. The Regional Program Administrator will provide the final overview of the agenda to the Site Managers on the Wednesday prior to the Joint Board meeting.
   a. Routine updates, action items and reports will be available with the meeting agenda packet, delivered the Wednesday prior to the meeting.
   b. Action items changes or reports made after delivery of the agenda packet will be identified and provided at the meeting.
   c. Action items not ready on the Wednesday prior to the meeting may need to be moved to the next scheduled meeting.
   d. Executive session topics, if scheduled, will be communicated to agency’ attorneys and Site Managers in advance of the meeting.

2. Prior to the meeting, the Site Manager has the responsibility to schedule, notify, and arrange for briefing his/her Joint Board member on action items and on briefing or discussion topics for regular Joint Board meetings. If a meeting cannot be arranged, a written briefing should be provided.

3. The Site Manager will raise any questions or concerns their Joint Board member may have to the Regional Program Administrator, when feasible, to determine if an item requires further work at the staff level or should be modified or removed from the scheduled agenda.

4. The Regional Program Administrator will update the Site Manager(s) in advance if a scheduled action item needs to be removed from the agenda.
Authority

Per the Amended and Restated Interlocal Cooperation Agreement, Section 5.4 Authority of the Joint Board “…the Joint Board is authorized to make decisions and take actions on all matters related to the RFC Project and ORCA Program except those matters that require action by governing boards of the Agencies…”

The Joint Board will reach unanimous decisions on action Items or other business of the Joint Board in which a quorum is present, except for actions under section 5, where Joint Board members, by simple majority, vote in which a quorum is present, may:

- Terminate or replace the Regional Program Administrator, in accordance with Section 6 of the Amended and Restated Interlocal Cooperation Agreement.
- Terminate or replace one of the regional service providers.
- Approve change orders, provided the amount approved does not exceed the adopted ORCA Operating Budget.
- Determine the amount of damages and additional costs to be paid by the withdrawing agency or an agency removed from this Agreement.
- Approve agency-specific purchases of goods and services in accordance with the Amended and Restated Interlocal Cooperation Agreement.

Assign a Joint Board Alternate Representative

Per the Amended and Restated Interlocal Cooperation Agreement, Section 5.2 “…an Agency may select an alternate representative to participate on the Joint Board during the absence or inability of the designated official to participate…”

1. Each Joint Board member, in advance of the meeting, will designate an alternate to act on their behalf when they are unable to attend regular or special Joint Board meetings. If the Joint Board member or alternate are not in attendance, that agency forfeits their voting rights on that date.

2. The Joint Board member may assign the Site Manager to serve as alternate in the event no other alternate is available.

3. In the event both the Joint Board member and alternate are unable to attend the scheduled meeting, the Joint Board member (or designee) will notify the Regional Program Administrator of the agency’s designated representative for that meeting in advance of the meeting.

Chair, Vice Chair

Per the Amended and Restated Interlocal Cooperation Agreement Section 5.3: “The Joint Board shall establish procedures for the operations and meetings of the Joint Board, including the election of chair, vice chair, and other positions deemed necessary by the Joint Board, and the
The terms of office of the chair and other positions shall be determined by the Joint Board.

1. Annually, by the May meeting, Joint Board members will nominate and approve the next Joint Board Chair for a term of one year, June 1 – May 31.

2. Sound Transit will serve as Vice Chair, per JB Decision Memo May 8, 2017.

3. Everett Transit will serve as Interim Vice Chair, per JB Decision Memo March 14, 2014.

Record of Decision

Signature process for approved/authorized Joint Board Record of Decision (Decision Memo)

Per the Amended and Restated Interlocal Cooperation Agreement “…Except as provided in this Agreement, all decisions made by the Joint Board under this Agreement shall be final and binding on the Agencies. Decisions and actions by the Joint Board shall be memorialized in writing and signed by the chair or acting chair of the Joint Board. A copy of each decision and action shall be distributed to each Joint Board representative and alternate representative within five (5) days of the decision or action.”

1. The Regional Program Administrator will request presiding Joint Board Chair or Vice Chair sign the Record of Decision. The Record of Decision will include the signature page and supporting material for the approved/authorized action taken by the Joint Board.

2. The Regional Program Administrator will email the executed Record(s) of Decision to the Joint Board and Site Managers within 5 business days of the Joint Board meeting.

3. The file for executed Record(s) of Decision is maintained in the ORCA Regional Record Center.