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PORT OF KINGSTON

RESOLUTION 02/03/15

DELEGATION OF DUTIES

A RESOLUTION, of the Commissioners of the Port of Kingston delegating to the Executive Director certain administrative powers and duties, establishing limits on the powers and duties so delegated, and providing for the method of amending this resolution.

WHEREAS, Commissioners of the Port of Kingston have determined that the operation of the Port would be improved if the Commissions were to delegate certain of the Board's administrative powers and duties to the Executive Director;

AND WHEREAS, the Commissioners resolve to amend Resolution 12-02-13, Delegation Of Duties;

THEREFORE BE IT RESOLVED, by the Commissioners of the Port of Kingston that the statement attached hereto as Exhibit "A" Delegation of Authority is adopted and shall remain in full force and effect until amended or revoked.

Passed at the regular meeting of the Port of Kingston Commission held at Kingston, Washington on February 25, 2015

There being a vote thereon as follows: 3 for, 0 against, 0 absent.

Attested by: _____

Christine Conners, recording secretary

_____

Walt Elliott, Commissioner

_____

Pete DeBoer, Commissioner

_____

Bruce MacIntyre, Commissioner

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EXHIBIT A

TO

RESOLUTION 02/03/15

Port of Kingston

STATEMENT OF COMMISSION POLICY AND PROMULGATION OF RULES OF GENERAL APPLICABILITY

1. The Board of Commissioners of the Port of Kingston (herein the Board), having been duly elected by the people, is the governing authority of the Port of Kingston District (the Port). The Board is solely responsible for establishing and adopting Port policies. It is the duty of the Board to oversee all aspects of the Port's operations and its management.

2. As a general proposition, the Executive Director has the responsibility for managing the Port's day-to-day business and operations. The Executive Director acts for the Board in that context and is responsible for implementing the Board's policies.

3. The Board has determined that the Port's business and affairs can be more efficiently handled if the Board delegates to the Port's Executive Director certain of the Board's administrative powers and duties (herein authority) in accordance with the provisions of RCW 53.12.270.

4. This resolution is promulgated in order to identify and specify the authority which has been delegated to the Executive Director. A delegation herein of specific authority to the Executive Director necessarily implies a delegation of authority to take such other and further action as is reasonable and necessary to exercise the specific authority so delegated. In no event, however, shall the Executive Director be deemed to have been given authority to set or establish Port policy, or to exercise any authority which has not been specifically identified by the Board according to the specific language of this Resolution,

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5. The Executive Director shall keep the Board fully advised at all times. The Executive Director shall coordinate with the Controller to provide regular periodic written reports with respect to the following matters:
   A. Financial accounting and money accountability;
   B. Progression of Projects;
   C. Marina operations;
   D. Environmental concerns.

6. In those cases where the Executive Director is given authority to expend Port funds, he/she may do so without prior Board approval, except;
   A. The expenditure must fall within a budgeted expense category.
   B. The expenditure must not cause the amount of a budgeted expense category to be exceeded.

7. In appropriate cases, the Executive Director may delegate to the Port staff the responsibility for carrying out his/her responsibilities. The Executive Director shall insure that such staff members clearly understand the limits on the Executive Director's and their authority.

8. The Executive Director shall have the authority to take action that they deem appropriate to ensure that the Port Staff at all times complies with applicable federal, state, and local laws, rules, and regulations. The Executive Director shall initiate appropriate action on, and keep the Commissioners advised of possible malfeasance as well as any reports of staff abuse or harassment.

9. Authority to implement administrative rules and regulations necessary for the efficient operation of the Port and to carry out the policies decided by the Commission.

10. <u>Financial</u>

    A. <u>Budgets</u> The adoption of the Port budget is the responsibility of the Board. The Executive Director has no authority to adopt budgets, but the Executive Director, and Controller shall

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be responsible for submitting to the Board proposed budgets, together with all necessary supporting data.

B. Financial Records, Accounting, and Investments

(1) An independent Certified Public Accountant shall be hired by the Board to service as the Port's accountant. The Executive Director and Controller are responsible for the general supervision and direction of the Port Accountant.

(2) The Port Accountant shall regularly furnish reports directly to the Board and the Controller.

(3) The Port Accountant shall comply with all state laws and regulations having to do with Port finances and accounting. The Port Accountant shall adopt appropriate accounting methods and procedures and shall maintain all necessary records and books of account.

(4) The Port Accountant shall be responsible for the accuracy of the Port's financial books and records.

(5) The Controller shall deposit Port funds into those depositories, which are from time to time designated by the Board.

(6) The Port Accountant shall supervise the investments which the Kitsap County Treasurer makes with Port funds and notify the Board if imprudent investments have been made or are proposed.

C. Issuance of Evidence of Indebtedness The Executive Director shall have the authority to incur debts and obligations on behalf of the Port, so long as they are for budgeted items, except the Executive Director has no authority to:

(1) Issue promissory notes

(2) Issue bonds

(3) Incur obligations in excess of those amounts specifically provided for elsewhere in this Resolution.

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11. Marina Operations

A. Tariffs, Port tariffs and the individual tariff items therein shall be adopted and published by the Board, except:

(1) The Executive Director shall submit proposed tariffs and tariff items therein for the Board's consideration.

(2) The Executive Director may publish interim or temporary tariff items, subject, to subsequent ratification by the Board.

B. Office Administration The Executive Director is responsible for administering and managing day-to-day operations of the Port Office and its staff.

C. Employment of Staff

(1) The Executive Director shall be hired by the Board.

(2) The Port Accountant shall be hired by the Board.

(3) The Port Attorney shall be hired by the Board.

(4) The Executive Director shall be responsible for hiring all other staff at all levels.

(5) The Executive Director may discharge, with or without cause, any member of the staff, except the Port Accountant and Attorney. The Port Accountant and Attorney may be discharged only by formal action of the Board.

(6) The Executive Director may assign/reassign port workers as necessary on a temporary or permanent basis subject to approved labor agreements.

(7) The Executive Director may assign/reassign port worker's job duties, tasks and time allocations as necessary on a temporary or permanent basis subject to approved labor agreements.

D. Salaries

(1) The Board retains the authority to fix the compensation of the Executive Director, Accountant, and Attorney.

(2) Within guidelines promulgated by the Board from time to time, the Executive Director shall be responsible for fixing the salaries of all staff members.

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E. Marketing The Executive Director, assisted by the Controller, has the authority to approve marketing plans and make marketing decisions within the budget and other constraints approved by the Commissioners.

F. Contracts for Utilities, Maintenance, and Services The Executive Director shall procure all reasonable and necessary utilities, maintenance services, and other services required by the Port, except Maintenance service contracts costing more than Five Thousand Dollars ($5,000) per year must be approved by the Board.

G. Planning

(1) The Executive Director shall coordinate and implement long-range plans for the Port.

(2) All Plans shall be submitted to the Board and may not be implemented without Board approval.

H. Environmental

(1) The Executive Director has the authority to take measures to insure compliance by the Port with all environmental laws, rules and regulations. They also have the authority to take reasonable measures to ensure that tenants and invitees comply with all environmental laws, rules, and regulations.

(2) The Executive Director has the authority to take timely and appropriate action on all violations of environmental laws, rules, and regulations. These shall be promptly reported by the Executive Director to the Board.

I. Insurance

(1) The Board has the responsibility for selecting the Port's insurance broker/agent

(2) The Executive Director and Controller are responsible for obtaining all appropriate insurance, except:

(a) Medical, health, and accidental insurance coverage must be first approved by the Board.

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(b) No life insurance coverage may be obtained without the Board's approval.

(c) The dollar amount of casualty insurance coverage may not exceed the replacement cost of the facilities insured.

12. Personal Property

A. Purchase of Equipment (Cost to be Capitalized)

(1) The Executive Director may purchase on the open market all equipment necessary for Port functions, except: Equipment having a purchase price of more than Five Thousand Dollars ($5,000).

(2) Purchases by the Executive Director on the open market may be made only after obtaining quotes from a representative number of suppliers. All quotes solicited shall be kept on file for at least three (3) years.

(3) Purchases of equipment which must be special ordered (for which there is no open market) may only be acquired through the bidding process.

B. Lease of Personal Property: The Executive Director may execute leases of personal property to the Port from others when necessary for Port operations, except Leases for periods longer than one (1) year, or exceeding Five Thousand Dollars ($5,000).

C. Purchase of Supplies and Materials (Excludes Equipment)

(1) The Executive Director may procure, and sign contracts for the purchase of, all supplies and materials necessary for Port operations except:

(a) Materials which are to be incorporated in construction projects may only be obtained in accordance with the procedures established in Section 6 hereof.

(b) Annual supply contracts in excess of Five Thousand Dollars ($5,000) shall first be submitted to the Board for its approval.

(c) Purchases on the open market may be made only after having obtained quotes from a representative number of suppliers. All quotes solicited shall be kept on file for at least three (3) years.

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D. Repair and Maintenance of Equipment

(1) The Executive Director shall be responsible for equipment repair and maintenance, and to that end, may use the Port's own labor forces or may have the work done by contract.

(2) The Executive Director is authorized to expend such funds as are reasonable and necessary to keep the equipment in good order and repair; however, repairs shall not exceed 50% of the new value of the equipment or Five Thousand Dollars ($5,000) whichever is less.

E. Sale of Personal Property

(1) Items of personal property having a value of more than One Thousand Dollars ($1,000) are to be sold only upon specific authorization of the Board.

(2) Personal property valued at One Thousand Dollars ($1,000) or less may be sold by the Executive Director only pursuant to, and in accordance with, the provisions of the annual resolution of the Board adopted in compliance with RCW 53.08.090.

(3) In those cases where the Executive Director is authorized to sell personal property, the Executive Director shall solicit bids from a representative selection of prospective purchasers before making the sale or arrange for an advertised public sale or auction. A copy of the bids shall be kept on file for at least three (3) years.

13. Real Property Transactions

A. Purchase of Real Property: The Executive Director does not have the authority to purchase real property on behalf of the Port. The Executive Director shall be responsible for recommending the purchase of real property. When directed by the Board to do so, the Executive Director shall be responsible for negotiating the suggested terms and conditions of real property acquisitions. The final terms and conditions require Board approval.

B. Sale of Real Property Only the Board may sell real property owned by the Port. If directed to do so, the Executive Director shall undertake to negotiate sales thereof and to submit the proposed terms and conditions of the sale to the Board for its approval.

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C. Lease of Real Property by the Port to Others

(1) The Executive Director shall be responsible for reviewing and approving moorage agreements between the Port and Marina Tenants.

(2) Other than Moorage Agreements only the Board can execute leases of real property on behalf of the Port.

(3) The Executive Director shall be responsible for negotiating the suggested terms of such leases, which terms shall be submitted to the Board for its approval.

D. Lease to the Port by Others

(1) Only the Board can execute leases of real property to the Port by others.

(2) The Executive Director shall be responsible for negotiating the suggested terms of leases of real property to the Port. He/she shall submit the suggested terms to the Board for its review and approval.

E. Licenses and Permits The Executive Director has the authority to negotiate the terms of, and where the same will expire within one (1) year from date of the execution, may execute licenses and permits on behalf of the Port.

F. Generally Except as specifically authorized above, the Executive Director may not sell, encumber, or hypothecate Port real property.

14. Construction of Improvements on Real Property (Cost of which will be capitalized)

A. Construction with the Port's Own Labor

(1) The Executive Director is authorized to use necessary workers for operation, construction, and maintenance of facilities.

(2) The Executive Director shall be responsible for obtaining prior Port Commission approval for work projects, which are new construction or major modifications of Port facilities to be carried out by Port crews when the total estimated cost of materials exceeds Five Thousand Dollars ($5,000).

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B. Small Works Projects

(1) The Executive Director shall have the responsibility for deciding whether and when to have work performed under contracts let to contractors who are listed on the small works roster, except small works projects having an estimated cost in excess of Five Thousand Dollars ($5,000) must first be approved by the Board.

(2) The Executive Director shall keep the Board fully informed about all small works projects.

C. Construction of Improvements Pursuant to Contracts Let at Public Bidding

(1) Construction projects which will involve the call for public bids require the prior approval of the Board.

(2) The Executive Director is authorized to sign construction contracts let at public bidding on behalf of the Port, only if such construction has been first approved by formal action taken by the Board at an open meeting.

D. Construction Contract Administration

(1) The Executive Director shall be responsible for overseeing all construction projects.

(2) The Executive Director may not delegate the responsibility for construction contract administration to any person or organization unless that person is a member of the Port staff, or that person or organization has been specifically employed pursuant to a written contract approved by the Board to perform that service for an on behalf of the Port as the Port's agent.

(3) Change orders may be approved by the Executive Director or his designee unless the cumulative change orders will exceed the contract price by more than 10 percent (10%), or Five Thousand Dollars ($5,000), whichever is less.

15. Professional Services

A. Architectural, Engineering, Technical, and Scientific Services The Executive Director has the authority to employ, and enter into contracts with, architects, engineers, technical service organizations, and scientific service organizations, except:

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(1) A contract to supply such services which call for payment by the Port to the provider in excess of Five Thousand Dollars ($5,000) shall require the prior approval of the Board.

(2) In those cases where the Executive Director is authorized to select the provider, the Executive Director shall interview, and check the references of, a representative number of such persons before making recommendation to the Board.

B. Legal Services

(1) Regular retained Port counsel shall be employed by the Board. The Executive Director shall have the responsibility for negotiating and establishing Port Counsel's fee schedule, which schedule must be approved by the Board.

(2) Outside legal counsel may be employed by the Executive Director if circumstances require, but under normal circumstances, the Executive Director will be expected to consult with the Board and with regular Port counsel before doing so. In those cases where outside counsels are to be employed, the Executive Director shall ascertain in advance the terms of engagement and the schedule of fees.

C. Other Professional Services All other contracts for professional services shall be made by the Board after receiving recommendations in that respect from the Executive Director.

D. Labor Relations (Other than Staff)

(1) Collective Bargaining Agreements and Labor-Related Agreements

(a) The Board reserves the authority to determine whether or not the Port shall enter into labor contracts with any individuals or groups of individuals.

(b) In the event the Board has determined that it will enter into contracts with individuals or groups of individuals, the Executive Director, or a person designated by the board, shall be responsible for negotiating all such agreements, whether the same are classified as collective bargaining agreements or other labor-related contracts, except labor agreements, the term of which will exceed three (3) years, must have the prior approval of the Board.

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E. Litigation

(1) Commencing Lawsuits

(a) The Executive Director may commence the following actions on behalf of the Port:

(a.1) suits to collect outstanding accounts receivable;

(a.2) suits involving the breach of an agreement for the sale of personal property to the Port;

(a.3) breach of maintenance agreements;

(a.4) suits to evict tenants from the marina.

(2) The Executive Director may not commence any other litigation without the prior approval of the Board.

F. Settlement Unless otherwise specified in this EXHIBIT A to Resolution No. 02/03/15, any other matter which is the subject of litigation may be comprised and settled only by the Board of Commissioners and the Port Attorney.