

RESOLUTION NO. 2006-08

**Delegation of Authority in Absence of Executive Director
Port of Chelan County**

WHEREAS the Commissioners of the Port of Chelan County (“Commissioners”) are authorized under Title 53 of the Revised Code of the State of Washington to delegate authority to the managing official of the Port of Chelan County (“Port”), and

WHEREAS the Commissioners shall, from time to time, employ an Executive Director to serve at the pleasure of the Commissioners to act as managing official and chief executive officer of the Port. The Commissioners have previously delegated certain authority to the Executive Director pursuant to Resolution 2005-26;

WHEREAS in the absence of the Executive Director the managing official of the Port shall be based on seniority within the Port’s management team;

WHEREAS in the absence of the Executive Director, the Commissioners desire to delegate certain limited authority to the managing official

NOW THEREFORE BE IT RESOLVED as follows:

A. In the absence of the Executive Director, the managing official for the Port shall be the individual on the management team with the greatest seniority (e.g. years of employment at the Port). In the absence of the Executive Director and the most senior member of the management team, then the individual on the management team that is second in seniority shall be the managing official, and so on. The Port’s management team is comprised of the Property Manager, Business Manager, CTC Manager, and Economic Development Manager.

B. The absence of the Executive Director, or of a managing official, may only be established by the President of the Port Commission.

C. In the absence of the Executive Director, as established pursuant to Paragraph B, above, the managing official for the Port shall be authorized on behalf of the Port to:

1. Represent the Port to the public, consistent with the Commissioners’ direction and/or adopted Port policy.
2. Except as set forth in subparagraphs 3 and 4, below, negotiate for purchases, contracts and other agreements including, without limitation, leases and purchase agreements, for presentation to and approval by the Commissioners in situations where the managing official has been authorized to negotiate and execute contracts by direction of the Commission.

3. Negotiate and execute contracts, maintenance contracts, and other agreements where the total cost to the Port is projected to be no greater than \$10,000 per year, provided that such funds have been allocated in the Port budget for the year of the expenditure and are available at the time of the execution of the contract or other agreement. The managing official shall consult with the Port's internal auditor, legal counsel and one commissioner prior to signing any contract or agreement pursuant to this Paragraph and shall advise the Commission of any such action within a reasonable period of time, not to exceed one week.

4. Negotiate and execute new leases where the annual revenue projected to be generated does not exceed \$10,000, or minor modification to existing leases, including payment deferrals, due dates for payments, adjustments to the leased premises, and the like where the increase or decrease in annual revenue projected to be generated does not exceed \$10,000. The managing official shall consult with the Port's internal auditor, legal counsel and one commissioner prior to signing any contract or agreement pursuant to this Paragraph and shall advise the Commission of any such action within a reasonable period of time, not to exceed one week.

5. Engage and direct consultants and advisors to the Port, including attorneys, auditors, engineers, and planners, consistent with the historical use of such services by the Port and as directed by the Commissioners.

6. Implement the direction of the Commissioners and supervise and direct the activities and expenditures of the Port, consistent with responsibilities of the Executive Director of the Port.

7. In the event the managing official reasonably concludes: (1) that an emergency exists; and (2) that a special meeting of the Commissioners cannot be held in time to reasonably address the emergency; and after the managing official has made a good-faith effort to assure that at least one Commissioner and legal counsel are aware of the emergency and the commissioner consents to the action recommended by the managing official, then the managing official shall be authorized to negotiate and execute contracts, leases, or other agreements involving sums in excess of \$10,000, or the expenditure of funds not specifically included in an approved budget. The managing official may conclude that an emergency exists only if the managing official reasonably determines that the following conditions exist:

- a. A delay in contracting is likely to result in the failure of the Port to maintain compliance with law or with a provision of a lease, rental, or other contractual agreement of the Port,
- b. A delay in entering into the contract or making the expenditure is likely to increase the cost of the ultimate contract or expenditure to the Port, or result in the Port incurring expense it would otherwise

reasonably be able to avoid by the managing official entering into the contract or making the expenditure at the time the managing official does so; or

- c. The contract or expenditure is reasonably necessary to prevent or minimize probable harm or harm or to eliminate or reduce a threat of harm or damage to persons or property.

The managing official shall prepare a written report summarizing how the managing official determined the emergency conditions set forth above existed and shall promptly, considering the circumstances existing at the time, submit a copy of the report to the then-serving President of the Commission. A copy of the report shall accompany the payment voucher and shall remain on file in the Port office.

IT IS FURTHER RESOLVED that nothing herein is intended to amend or modify Resolution 2005-26 regarding the Delegation of Authority to the Executive Director.


IT IS FURTHER RESOLVED that, except as specifically set forth by the Commissioners in this Resolution, or unless specifically authorized by other Resolution or action of the Commissioners, the Commissioners shall retain the authority enumerated in Resolution 2005-26..

AND IT IS FURTHER RESOLVED that, the Commission shall annually, in conjunction with the review of the Port Budget by the Commission, review this Resolution, as it may be amended from time to time, and that, the Delegations of Authority contained in this Resolution, as it may be amended, shall terminate December 31, 2006, unless so renewed by Resolution of the Commissioners.

ADOPTED the 19th day of July, 2006.

BOARD OF COMMISSIONERS


MICHAEL MACKEY


J. C. BALDWIN

Excused Absence
JAMES H. KNAPP