

**WHATCOM COUNTY**  
**MARINE RESOURCE COMMITTEE**  
**PROCESS AND PROCEDURAL AGREEMENT *Update***  
***(See italics for updated items.)***

**1. Introduction**

This Process and Procedural Agreement contains the consensus of the Whatcom County Marine Resource Committee (“WCMRC”). It describes the process structure and procedural ground rules, which will govern the participants’ involvement. Participants are engaged in the process by choice, at the invitation of Whatcom County Government.

**2. Procedural Purpose**

The purpose of the WCMRC is as stated in the Murray-Metcalf Northwest Straits Citizens Advisory Commission Report to the Convenors, a copy of which is attached hereto as Schedule A, and by this reference is incorporated herein. Further guidance is as provided by the Northwest Straits Commission (the “NWSC”) and is attached hereto as Schedule B (“NWSC Benchmarks”) and incorporated herein.

**3. Participants, Membership and Meeting Participation**

The WCMRC is comprised of individuals who represent the following organizations or interest groups or who provide the following knowledge base:

- Tribal representatives (2);
- Local government elected-officials (3);
- Scientific experts in relevant fields (2);
- Affected economic interests (3);
- Affected recreational interests (2);
- Conservation and environmental interests (3);
- Citizens at large (2).

(a) Voting Alternates. The WCMRC will recognize appropriately designated alternates in the event of a representative’s prolonged absence. MRC members are encouraged to actively communicate anticipated prolonged absences so that an alternative can be identified. Designated alternates having voting authority must be appointed by the County Executive and confirmed by County Council by majority vote. Alternates must represent the same interests as the individual they replace. WCMRC members still retain their voting rights even if a voting alternate is appointed. The member and voting alternate may not both vote on any one issue.

(b) Non-Voting Alternates. At the discretion of each MRC member, an informational alternate can be assigned for the flow of information between the member, member’s organization or interest group, and the WCMRC. Non-voting alternates may not vote, nor may they participate in consensus decision-making.

(c) Ex-Officios. Ex-Officio members can represent Planning and/or Public Works staff of the County, Blaine, Bellingham, or the Port of Bellingham. Additional Ex-Officio members can be

appointed as necessary. The Ex-Officio seats are not filled by voting members, and are not consider part of the quorum. Ex-Officio's are meant to provide information to the committee, and thus, inform a vote.

(d) Written Comment. Written comment sent in lieu of an alternate's presence will be noted by the committee chair (the "Chair") when the topic it addresses comes up on the agenda. Written comment must be submitted to the Chair and/or Lead Staff prior to the meeting at which the topic is to be discussed. Written comment may be emailed. Written comment will be no more than 100 words and will clearly identify the agenda topic, which it addresses. Written comment will be considered during the discussion and consensus process, but the member forfeits the right to participate in the final consensus decision or vote when absent.

(e) Meeting Attendance. Members or voting alternates are expected to attend all WCMRC meetings. If a member or voting alternate is unable to attend a meeting, the member shall notify the Chair or Lead Staff. If a member misses two consecutive meetings without having notified the Chair or Lead Staff, the member will be contacted. If a member misses three or more consecutive meetings without having notified the Chair or Lead Staff, the member will be contacted regarding strategies for participation, alternate designation, or resignation. If a member misses 50% of the meetings within a twelve-month period without having notified the Chair or Lead Staff, the member will be contacted regarding strategies for participation, alternate designation, or resignation. If a member has prolonged absences even if he/she has notified the Chair or Lead Staff, the designation of a voting alternate will be encouraged pursuant to the procedure outlined in Section 3a of this agreement.

#### 4. **Decision-Making Approach**

(a) Definition of Consensus. Decision making approach will be by consensus. Consensus means that all parties involved in decision-making share a sense that they have reached a common resolution. Consensus for the table will be seen as an agreement that all participants in the decision-making process "are willing to live with" or "have no opposition." Every member or voting alternate in attendance will be given an opportunity to voice his or her decision.

Consensus is reached when the participants agree on a package of provisions that address the entire range of issues. It is essential that each participant support the overall agreement. The participants may not agree with all aspects of an agreement, but they do not disagree enough to warrant their opposition to the overall package. Each participant agrees to be committed to the process and to participate in good faith. Acting in good faith means remaining honest throughout the process and contributing to the development of an outcome that accommodates the interests of all.

If, having negotiated in good faith, the participants find that they can reach agreement on a significant majority of the issues, but cannot agree on a limited number of issues, they may "agree to disagree" on those issues. They should describe clearly the areas of disagreements. They may indicate that further investigation is necessary on one or more of the unsettled issues. They may suggest that one or more of the unsettled issues be referred to some other decision-making process.

With respect to the issues on which a member or voting alternate withholds agreement, that member or voting alternate is responsible for explaining how his/her interests are adversely affected or how the proposed agreement fails to meet his/her interests. The member or voting alternate withholding agreement must propose alternatives and other members must consider how

all interests may be met.

(b) Alternatives to Consensus. If full consensus is not reached all members or voting alternates will address dissenting voices by fully exploring the issues and interests they have raised that directly relate to the decision. If consensus cannot be reached, the Chair will call a special meeting prior to the next scheduled meeting or the Chair will table the decision until the next meeting. If, at the next special or scheduled meeting, consensus cannot be reached, the group will recognize simple majority vote. Dissenting opinions will be recorded and included in the meeting summary.

(c) Roll Call. At the request of a member, voting alternate, or the Chair, roll can be called for positions when needed.

(d) Quorum. Decisions will be made by those who are at the table. Absent members or voting alternates will not block the progress of the group in reaching decisions. The representatives or alternates present will constitute a quorum. The presence of 8 voting members or voting alternates is considered a quorum. The existence of quorum is determined at the beginning of the meeting. In the event members or voting alternates leave during the established time period of the meeting, reducing the number of members to fewer than 8, the quorum requirement is still met.

(e) Revisiting Decisions. Decisions made at previous meetings may be reopened for discussion only upon agreement of the members or voting alternates at the current meeting by using the decision making approach defined above or by a motion from the Chair.

(f) Timeline for Decision-Making. Decisions will be made at the meeting following the one at which a topic was discussed. This allows members to consider the topic and become more informed if necessary. Exceptions to the one-month delay in decision-making described above are: (1) when a subcommittee, which has been charged with a task by the WCMRC, makes a recommendation; or (2) when the WCMRC directs staff to assume a work task. In these two situations the WCMRC may make a decision at the same meeting at which the item is introduced and discussed. The WCMRC may, by consensus, agree to eliminate the one-month delay in decision-making on a case-by-case basis. If there is a consensus that a decision can be made at the same meeting at which the discussion item has been introduced, the WCMRC may do so.

(g) Decision-Making by Electronic Discussion. Decisions may be made by the committee via electronic mail if there is a deadline that occurs before the standard timeline for decision making as outlined in Section 4f of this agreement. If, as specified in section 4f of this agreement, the WCMRC decides by consensus to eliminate the one-month delay in decision-making, a topic may be introduced at one meeting, and an action may be decided upon via email prior to the next monthly meeting. If an email decision is required, a minimum 72-hour discussion period will precede any voting. For the email vote, the originating email from Whatcom County staff will clearly state in the subject line: (1) a vote of approval or disapproval is required; and (2) the deadline by which committee members must electronically respond to be included. At least 8 committee members must respond to the entire committee via email for a quorum to be reached. Participation by email is only limited by committee membership; no requirement for having been at the meeting in which a topic was introduced is included.

(h) Decision Process for Supporting Grant Proposals. There are two processes for responding to a request for a letter of support for grant proposals:

a. For requests to provide a letter of support for a project in which the WCMRC has previously discussed and agreed to take an active role or partnership, the question of a letter of support can be decided at the first meeting after a letter of support has been requested, and a draft support letter has been provided to the committee for a decision.

b. For requests to provide a letter of support for a project that would advance WCMRC goals and objectives as outlined in the current WCMRC Strategic Plan, the request for a letter of support must be received at least one week before a WCMRC meeting with the draft grant application and draft support letter for the committee to review. The summary of the discussion, draft grant application and the draft support letter will be sent to all WCMRC members. A final decision to provide a letter of support can be made if no committee member objects within 72 hours after the email summary was distributed.

## 5. Meeting Protocol

(a) Meeting Format. Monthly MRC meetings will be held remotely unless determined by the Committee a hybrid meeting should be held. Remote meetings will be held via Zoom, with login information clearly displayed at the top of meeting agendas as well as on the MRC website.

(b) Meeting Communication. In the spirit of collaboration, participants will attempt to identify solutions that meet the interests of all. They will seek to:

- Clearly and concisely articulate their own interests;
- Respect the legitimacy of the interests of other participants;
- Make an effort to educate themselves about the issues and interests involved;
- Listen to, and hear what each participant is saying;
- Refrain from personal attacks or accusations;
- Take responsibility for assuring each member's interests are met.

*(c) In order to accommodate the hybrid or online meeting format, the WCMRC commits to making the following updates to meeting communication, during winter 22-23. All of the below will be instituted at the discretion of the chair as appropriate.*

- Zoom Changes
  - *The Zoom chat will be downloaded and saved with Agenda and Summary Notes (see 5c)*
  - *The MRC chair or meeting facilitator will verbally share out comments written in the chat for those listening by phone, or in-person during hybrid meetings.*
  - *The following Zoom functions will be used as often as possible for meeting participation:*
    - *members and meeting attendees are encouraged to remain on mute when not speaking so as to maintain focus on the speaker or presentation*
    - *members should use the Zoom "Raise Hand" feature in order to speak*
    - *the Chair or meeting facilitator will take the responsibility to manage the order of speakers attending between in person raised hands and virtual raised hands.*
  - Voting online or in hybrid format
    - *voting will take place via roll-call as led by the chair*
    - *voting options will be "a definitive yay", a "yay with hesitation", and a "definitive nay"; in the case of a yay with hesitation vote, the member will be asked to elaborate for the record*
    - *voting by speaking is encouraged in order to allow members time to elaborate on their vote. Alternatively, members can add comments to their "yay" or "nay" in the chat to be verbally shared by the chair.*
    - *In the case of an agree to disagree consensus, members are asked to clearly describe the*

*areas of disagreement for the record.*

(d) Meeting Frequency. The WCMRC will meet monthly on the 1<sup>st</sup> Thursday, from 5:00 p.m. to 7 p.m. At the discretion of the MRC members, additional meetings may be called provided there is consensus among MRC members or voting alternates.

(e) Agendas and Summary Notes. Proposed agenda items must be submitted to the Chair or Lead Staff two weeks prior to the next scheduled meeting. Meeting agendas will be distributed to MRC members one week prior to the scheduled meeting. Presentation, discussion, and decision items will be clearly identified. The decision-making process occurs as described in 4(f) above. The agenda will be posted to the web site prior to each meeting. Meetings will be posted in the Bellingham Herald Almanac.

Meeting activities will be captured in a meeting summary. This summary will be distributed to MRC members prior to the next scheduled meeting. Meeting summaries will include a brief summary of each agenda item with action items identified. Summaries are not intended to be verbatim but rather synopses of major issues that arose during the meeting. Audio transcripts are discretionary.

(f) Meeting Process. The MRC meetings will proceed in the following manner:

- *Community Updates*
- Establish quorum.
- Review and approve agenda.
- Presentation, discussion, decision, and standing agenda items.
- New business.
- Action item review.

(g) Visitors and Community Updates. Meetings are open to the public. Public engagement is a vital component of MRC meetings as they provide an opportunity for MRC members to connect with the community about marine issues or topics. Time will be provided for informational updates from meeting visitors or committee members at each regularly scheduled meeting. Introductions and Community Updates shall be at the beginning of the meeting. Each speaker shall have approximately three (3) minutes at the discretion of the committee members. The MRC may also call on individuals to give information as needed and requested by MRC members.

Suggestions for future speakers shall be forwarded to the Chair or Lead Staff to pursue and schedule. Invitations and scheduling of guest speakers for the meetings will also be handled through the Chair and Lead Staff.

(h) Forms of Public Comment. Meeting visitors who wish to provide a formal public comment on an issue/item not listed on the meeting agenda, but related to MRC business have two primary methods:

1. Written: Persons may submit, in advance of or at a MRC meeting, written comments for the Committee. Comments may be submitted by courier mail, electronic mail, or presented in-person at a monthly Committee meeting. Written comments submitted should be addressed to the Whatcom Marine Resources Committee and should contain contact information of the commenter. Submitting a written comment does not eliminate an individual's opportunity to

address the Committee in-person at the meeting. However, it may be used as an effective means to convey complex information when presenting an overview in person.

2. In-person: Persons who wish to address the Committee in-person at a monthly Committee meeting are welcome to do so during a designated public comment period. Commenters will contact MRC Staff or Chair two weeks prior to the meeting in order for the meeting agenda to include a public comment period. In this instance, the Committee will prepare to adhere to the Open Public Meeting Act and offer a physical location for the meeting to be held while also allowing remote attendance.

(i) Subcommittees. At the discretion of the MRC, subcommittees may be formed to address items outside regularly scheduled meetings. Subcommittee volunteers will be expected to actively contribute to work products. Each MRC subcommittee will give a brief summary of activities at each regularly scheduled meeting. Public participation in subcommittees is welcome.

## **7. Conflict of interest**

In order to avoid a members obtaining an unfair competitive advantage, MRC members or voting alternates may not be involved in decision-making or development of detailed project scopes of work that may result in financial gain. It is the responsibility of the member or voting alternate to identify such conflict. The MRC reserves the right to reject proposals from members or voting alternates who may have a conflict of interest.

**This agreement endorsed on \_\_\_\_\_, 2023 in Bellingham, Washington, on behalf of the following members of Whatcom County Marine Resource Committee.**

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Glen Alexander  
Citizen-at-Large

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Elizabeth Lorence  
Conservation-Environmental Interest

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Jim Boyle  
Conservation-Environmental Interest

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Mike MacKay  
Scientific Expertise

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Elma Burnham  
Economic Interest

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Heather Spore  
Scientific Expertise

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Bob Cecile  
Citizen-at-Large

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Dan Sulak  
Recreational Interest

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Andrew Gamble  
Economic Interest

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Paul Troutman  
Recreational Interest

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Eleanor Hines  
Scientific Expertise

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Colin Wahl  
Conservation-Environmental Interest

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Kathy Ketteridge  
Citizen-at-Large