

## **RESOLUTION 2026 - 01**

### **A RESOLUTION OF THE PORT OF SUNNYSIDE COMMISSION ADOPTING RULES OF GOVERNING THE TRANSACTION OF PORT COMMISSION BUSINESS**

**WHEREAS**, the Port of Sunnyside seeks to adopt rules governing the transaction of Port Commission business as required by RCW 53.12.245;

**NOW, THEREFORE BE IT RESOLVED** that the Port of Sunnyside Commission hereby adopts the rules set forth below, which shall be effective upon adoption.:

#### **ARTICLE I**

These Rules will govern the transaction of business by the Port of Sunnyside Commission.

#### **ARTICLE II**

##### **Organization of the Commission**

- A. The Commission will annually elect a President, Vice-President and Secretary by resolution at the final meeting of the year for the upcoming year.
- B. The term of each Commission officer will run for one (1) year and terminating at the end of the calendar year. A Commissioner may hold the same office for consecutive years as approved by the Commission annually. Vacancies in any office may be filled at any regular or special meeting of the Commission. If there is a change in a Commissioner for any reason after officers are elected for the calendar year, the Commission may re-elect the Commission offices.

#### **ARTICLE III**

##### **Duties of Officers**

- A. The President Shall:

Preside at all meetings of the Commission and during executive sessions of the Commission in a manner consistent with these Rules; sign all instruments on behalf of the Commission as authorized by the Commission; perform all such other duties as are incident to the office or are properly authorized by the Commission; and authorize the issuance of notices for regular and special meetings of the Commission as provided for in these Rules.

- B. The Vice-President Shall:

During the absence or disability of the President, exercise all functions of the President; and have such powers and discharge such duties as may be assigned from time to time by the Commission.

C. The Secretary Shall:

Ensure the recording of minutes, motions and resolutions approved and/or adopted by the Commission; and otherwise perform such duties as are incident to the office and as are properly required by the Commission.

## **ARTICLE IV Meetings**

A. Meeting Schedules:

The Commission will adopt a calendar with its year-long schedule for its regular meetings at its final regular meeting of the calendar year for the incoming year. The Commission will post its calendar to provide notice of all meetings on its website at <http://www.portofsunnyside.com> in accordance with the Open Public Meetings Act (RCW 42.30). The Commissioner's regular and special meetings shall be open and public except as otherwise provided by these Rules.

B. Regular Meetings:

The Port of Sunnyside Commission regular meetings are scheduled for the 1<sup>st</sup> and 3<sup>rd</sup> Monday evenings of each month at 5:15 p.m. at the Port of Sunnyside Administration Office, 2405 Reith Way, Suite 1, Sunnyside, Wa 98944, unless specified otherwise. The Port will post the location of all regular meetings on its website at <http://www.portofsunnyside.com> prior to each meeting date in compliance with the notice requirements of the Open Public Meetings Act. Regular meetings shall be open to the public except as otherwise provided by these Rules.

C. Special Meetings:

The President or any Commissioner by communicating with the Executive Director, may call a special meeting of the Commission. To the extent Commissioners, other than the Commission President, request a special meeting, it shall be the Executive Director's responsibility to coordinate with the Commission President fixing the meeting date, time and business to be transacted at the special meeting. Notice of a requested special meeting under this provision must be provided sufficiently in advance of the requested special meeting date to allow Port staff to provide the required twenty-four (24)-hour written notice of the meeting and to provide adequate public notice of the meeting and agenda, both of which are required consistent with RCW 42.30.080.

#### D. Open Meetings and Public Records

Except for executive sessions, all regular and special meetings shall be open and public, and meeting materials, will be provided and made available to the public consistent with these Rules, the Open Public Meetings Act and the Public Records Act.

#### E. Executive Sessions:

The Commission may meet in executive session, which shall be closed to the public during a regular or special meeting for the purposes permitted by the Open Public Meetings Act and other laws, including but not limited to, the following:

1. The consideration of matters affecting national security (RCW 42.30.110(1)(a));
2. To consider, if in compliance with any required data security breach disclosure under RCW 19.225.010 and 42.56.590, and with legal counsel available, information regarding the infrastructure and security of computer and telecommunications networks, security and service recovery plans, security risk assessments and security test results to the extent that they identify specific system vulnerabilities, and other information that if made public may increase the risk to the confidentiality, integrity, or availability of agency security or to information technology infrastructure or assets.
3. To consider the selection of a site or the acquisition of real estate by lease or purchase, when public knowledge regarding such consideration would cause a likelihood of increased price (RCW 42.30.110(1)(b));
4. To consider the minimum price for the sale or lease of real estate when public knowledge regarding such consideration would cause a likelihood of decreased price (RCW 42.30.110);
5. To review negotiations on the performance of publicly bid contracts when public knowledge would cause a likelihood of increased costs (RCW 42.30.110(1)(d));
6. To consider, in the case of an export trading company, financial and commercial information supplied by private persons to the export trading company (RCW 42.30.110(1)(e));
7. To receive and evaluate complaints or charges brought against a public officer or employee. However, upon the request of such officer or employee, a public hearing or a meeting open to the public shall be conducted upon such complaint or charge (RCW 42.30.110(1)(f));
8. To evaluate the qualifications of an applicant for public employment or to review the performance of a public employee. However, subject to RCW 42.30.140(4), discussion by the Port of salaries, wages and other conditions of employment to

be generally applied within the Port shall occur in a meeting open to the public, and when the Commission elects to take final action hiring, setting the salary of an individual employee or class of employees, or discharging or disciplining an employee, that action shall be taken in a meeting open to the public (RCW 42.30.110(1)(g));

9. To evaluate the qualifications of a candidate for appointment to elective office. However, any interview of such candidate and final action appointing a candidate to elective office shall be in a meeting open to the public (RCW 42.30.110(1)(h));
10. To discuss with legal counsel representing the Port concerning enforcement action, litigation or potential litigation to which the Port, the Commission, and/or a Commissioner or Port employee acting in an official capacity is, or is likely to become, a party when public knowledge regarding the discussion is likely to result in an adverse legal or financial consequence to the Port (RCW 42.30.110(1)(i)). Port legal counsel is required to attend executive sessions called for this purpose.

The Commission reserves the right to invite Port staff or others with some relationship to the matter being discussed, or who may provide assistance to the Commission, to the executive session. Notwithstanding this provision, the Commission may enter into executive session during any meeting for any purpose consistent with the Open Public Meetings Act.

Prior to adjourning to executive session, the presiding officer shall announce whether any action is expected to be taken following executive session, and the anticipated time the executive session will be concluded. The presiding officer may extend the time for executive session by announcing the length of the extension and time of return in the Port meeting room. The announced purpose of excluding the public must be publicly announced by the presiding officer and entered into the minutes of the meeting. The public meeting will be reconvened following executive session. If the Commission intends to take action on any item discussed in the executive session, such action will be considered during the open session of the meeting, and as appropriate and required by law.

F. Adjournment or Continuation to a Special Meeting

Adjournment or continuation of a regular meeting to a special meeting, if necessary, shall be pursuant to notice as required by law.

G. Quorum

Two (2) Commissioners shall constitute a quorum for the convening of a meeting.

H. Cancellation of Meeting

The President or the majority of the Commission may direct the cancellation of any scheduled Commission meeting.

I. Absences

Commissioners are responsible for requesting to be excused from a duly noticed meeting of the Commission so as to avoid causing a vacancy in the office under RCW 53.12.140, by nonattendance at meetings of the Commission for a period of sixty (60) days unless excused by the Commission. A Commissioner who is unable to attend a scheduled meeting will attempt to notify the Executive Director as soon as practicable, to request excusal. The Executive Director will inform the Commission President (or other officer presiding over the meeting) of the Commissioners excusal request prior to the meeting. The presiding officer shall note the Commissioner's request for excusal on the record for the minutes and shall state whether the Commissioner's absence is or is not excused. The Commission shall automatically excuse the absence of a Commissioner resulting from attendance to other Port business.

J. Remote Attendance

Commissioners shall attend public meetings of the Port of Sunnyside Commission in person unless prevented from doing so by extenuating circumstances. Commissioners who are unable to attend in person may participate in meeting deliberations electronically or by telephone, provided that the Commissioner can interact in the deliberations and can be heard by the other meeting participants. Commissioners participating in a meeting remotely shall be counted for purposes of establishing a quorum and shall vote on all matters put for decision during the meeting.

**ARTICLE V**  
**Order of Business**

- a) The order of business for regular meeting shall be as follows, subject to conditions specified in this section:

Call to Order  
Pledge of Allegiance  
Public Comment  
Consent Agenda  
Discussion/Action Items  
Staff Comments  
Commissioner Comments  
Executive Session  
Adjournment

- b) Call to Order. At the time specified by notice or these bylaws, the presiding officer shall call the meeting to order, announce the date, location, convening time, and announce the presence of the Commissioners constituting a quorum. When using the regular order of business, upon establishing a quorum, the presiding officer shall announce any absences.

- c) Pledge of Allegiance. Immediately after the meeting is called to order, the Commission President, or presiding officer, will lead the meeting attendees in the pledge of allegiance.
- d) Public Comment. The Commission accepts public comments at regular meetings and shall accept public testimony during public hearings and at other times as required by law. Submission for written comments to the commission is encouraged.
- e) Consent Agenda. Items on the consent agenda shall include routing matters and actions considered by the President to have consensus of all Commissioners, including approval of meeting minutes. Items on the consent agenda shall be subject for discussion. Commissioners present at the time of consideration may request removal of an item from the consent agenda for separate consideration and vote. Items removed from the consent agenda shall be taken up immediately after passage of the consent agenda. The minutes of each meeting will detail items removed from the consent agenda under the separate subheading “Items removed from the Consent Agenda” to show clearly where the items were discussed and the disposition of those items.
- f) Discussion/Action Items. Subjects brought forward by Port staff for Commissioner consideration and approval. These items may require discussion and action. Introduction of resolutions and public hearings may also appear under this order of business.
- g) Staff Comments. Comments from Port staff that are informational in nature and not requiring immediate final action.
- h) Commissioner Comments. Comments from Commissioners regarding the status of current/ongoing projects or Port initiatives. Follow up action may be required at a future meeting.
- i) Executive Session. An executive session closed to the public may be held as described elsewhere in this resolution for the purposes permitted by law. When an executive session is held prior to transacting public business the Commission shall reconvene in public session and may again recess into executive session as provided by law.

## **ARTICLE VI**

### **Guidelines for Public Comment/Participation at Meetings**

- A. General Procedures. The following general procedures are applicable to all types of public comment at Commission meetings.

1. Sign-In Procedures. The Port will provide a sign-in sheet for those who wish to provide public comment at a regular meeting. The sign-in period for public comment will begin when the public meeting space opens and will close when the meeting is called to order. Commenters are required to provide their name and city of residence on the sign-in sheet in order to be called. The public should expect that any comments made to the Port will be public records under the Public Records Act.
  2. Limitations on Use of Public Comment for Campaigning or Advertising. No person may use public comment periods for the purpose of campaigning or promoting a campaign, whether for an election or ballot proposition. In addition, no person may use public comment periods for the purpose of commercial advertising. These limitations do not prevent or preclude any person addressing the Commission from expressing views or opinions on matters related to the Port's business or within the Commissioner's jurisdiction. In addition, these limitations do not prohibit individuals or organizations from promoting public events relating to Port business.
  3. Comments to be Directed to Commission President. All public comments should be directed to the Commission President (or presiding officer). The President may stop people from speaking to the Commission when not recognized to speak. In order to hear as many people as possible during the General Public Comment Period, the Commission will refrain from responding to individual comments. Following the General Public Comment Period, the Commission may deliberate with each other, or direct Port Staff to follow up, on one or more of the public comments.
  4. Courtesy. All speakers (members of the public, Port Staff, and Commissioners) shall be courteous in language, tone and demeanor and shall confine remarks to those that are germane and relevant to the matter under consideration. All cell phones should be turned off or silenced. If either cell phone use or cell phone ring tone disrupts a Commission meeting, the Commission reserves the right to request that the cell phone user only use the phone outside of the meeting room.
- B. Procedures for General Public Comment. The Commission will allow general public comment on issues related to Port business that are not on the agenda, subject to the following procedures:
1. The general public comment period held at the beginning of the meeting will be limited to 30 minutes. If there are more than ten (10) commenters who wish to make public comments during the general public comment period, then the Commission reserves the right to defer such additional general public comment period prior to the conclusion of the meeting.

2. Each commenter will be allowed three (3) minutes for individual comment. In order to ensure audio coverage of comments made, commenters must approach and speak from the microphone equipped podium in the meeting room.
  3. The subject of public comments during the general public comment period must be related to Port business.
  4. The donation of time from one public commentator to another is prohibited.
- C. Disruptive Behavior. Disruptive behavior includes, but is not limited to: speaking beyond the allocated time limit; clapping or making other disruptive sounds or gestures at commenters or Commissioners; preventing members of the public from hearing or viewing the discussion of the Commission, whether by standing or holding a banner or sign in a manner that obstructs view of or passage through the meeting room, and speaking in a volume louder than low, conversational tone when not recognized by the presiding officer for public comment; or serial comments from several public commenters that has the effect of tagging together three minute segments to speak for a longer period.
- D. Managing Public Comment. The presiding officer has the discretion to curtail public comment that exceeds allotted time, is beyond the scope of the subject agenda item under consideration, is overly repetitive, or includes disruptive behavior as defined in Section VI-C. The presiding officer will first request that the commenter follow these guidelines. If an individual fails to comply with the presiding officer's request, the presiding officer may deem the individual out of order and direct that the individual be removed from the Commission meeting. If the individual presents a threat to those present at the meeting, the presiding officer may request assistance from law enforcement in removing the individual. The presiding officer also has the discretion to allow a speaker to speak beyond the allotted time in instances where the speaker has specialized knowledge about a subject, or on matters of substantial or special interest to the Port, and for other reasons as determined by the presiding officer in his or her discretion.
- E. Public Hearings. The Port may be required to hold public hearings to take testimony from the public on certain matters, and in that case, the Port will follow any required procedures for conducting the public hearing. The presiding officer has the discretion to manage the testimony at public hearing similar to the rules applicable to general public comment.
- F. Security. In order to promote the efficiency of Commission meetings, the presiding officer may request the presence of security for meetings expected to address sensitive and/or controversial subjects.

**ARTICLE VII**  
**Motions**

- A. Except as otherwise required by these Rules, the Commission shall transact its business by motion, which may be made by any Commissioner in attendance.
- B. Voting on all motions shall be “Aye” or “Nay”. Port Commissioners may also choose to abstain from voting by stating “Abstain” when the vote is taken and then stating the reason for the abstention.
- C. Concurrence of two (2) Commissioners shall be necessary and shall be sufficient for the passage of any motion.
- D. Commissioners must abstain on voting “Aye” or “Nay” due to an actual or apparent conflict of interest under RCW 42.52 and any applicable Commission resolution, which sets ethical standards for Port Commissioners.

**ARTICLE VIII**  
**Resolutions and Motions**

- A. All matters, which in the judgement of the Commission, are of a legislative or ceremonial character shall be embodied in the form of resolutions. It is intended that policies or other Commission action which governs ongoing Port internal or external operations, that are not implemented by the Executive Director under his or her delegation of authority, will be adopted by resolution. In contrast, Commission action that approved a one-time action, activity or event (e.g. purchase of property, approval of lease or public works contract, etc.) will be typically done by motion. The text of the proposed resolutions shall be provided prior to the public meeting as set forth in these Rules.
- B. Voting on all resolutions shall be “Aye” or “Nay”.
- C. Resolutions shall be numbered consecutively by the year in which they are enacted, and the original copy of each resolution shall be duly authenticated in open session by the signature of the Commissioners voting in its favor. Adopted resolutions shall be filed, published on the Port’s website, and recorded in minutes, which shall be public records.

**ARTICLE IX**  
**Minutes**

- A. Port staff will prepare draft minutes of each meeting and distribute them to the Commission for review and other meeting materials. The Commission prefers that Port staff provide minutes for review no later than thirty (30) days after the subject meeting. The draft minutes must contain motion, action taken, and a brief summary of discussion items.

- B. Upon approval of the minutes by the Commission, the minutes as approved will represent the final and considered determination of the Commission as to the motion and resolutions set forth herein.

**ARTICLE X**  
**Publication of Meeting Materials**

- A. Agendas will be posted on the Port's website no later than 24 hours in advance of the published start time of the Commission meeting, or as follows:
  - 1. The preceding Friday before a Monday meeting;  

Meeting materials posted on the Port's website may be modified at any time subsequent to posting and prior to the meeting based upon changes to the agenda or to reflect updates to posted materials.
- B. Members of the public may request to be included on electronic mailing or distribution lists for receipt of the Commission agenda. The Port will strive to electronically send the agenda to those on this list on the same day materials are posted to the Port's website, but in no event later than 24 hours in advance of the published start time on the Commission meeting.
- C. The Port will provide a hard copy of the final agenda at the Port's administration office or location of Commission meetings if held at a different location.

**ARTICLE XI**  
**Commissioner Remuneration**

- A. Each Commissioner shall receive compensation as set forth in Port Resolution 2023-06 as amended.
- B. Travel days to a Port-related event or conference shall be eligible for the daily per diem compensation.

**ARTICLE XII**  
**Amendment of Rules**

These Rules may be amended from time to time by Resolution.

**ADOPTED AND APPROVED** at a regular open public meeting of the Port Commission of the Port of Sunnyside, held the day of January 20, 2026.

  
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**JIM GRUBENHOFF, President**

  
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**TYLER SCHILPEROORT, Vice-President**