



**CITY OF SEATTLE  
COMMUNITY POLICE COMMISSION**

**BYLAWS**

**Adopted 12-16-20**

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**PREAMBLE**

WHEREAS, Seattle Municipal Code (SMC) 3.29.330.A, as established by Ordinance 125315 (but not yet codified), provides that the Community Police Commission (CPC) is self-governing and functionally independent and may adopt bylaws to govern its own activities; and

WHEREAS, in governance of its activities, the CPC’s bylaws may establish rules and procedures for the CPC’s organization, election of officers, conduct of CPC affairs, and performance of CPC functions and responsibilities as prescribed in Ordinance 125315;

Now, therefore, the organization and rules of procedures of the Seattle Community Police Commission shall be as follows:

**ARTICLE I: INDEPENDENCE**

Pursuant to Subsection A of Section 3.29.330 of the Seattle Municipal Code (SMC), the Seattle Community Police Commission (CPC) is self-governing and functionally independent. The CPC may adopt bylaws to govern its own activities.

## **ARTICLE II: ADMINISTRATION AND OPERATION**

### **A. Structure**

1. Pursuant to SMC Section 3.29.330, the CPC is established with certain authority to perform specific functions. In performing those functions, the Commission is supported by the Executive Director and CPC staff.
2. Pursuant to SMC Section 3.29.320.D, the Executive Director has the authority and responsibility for the day-to-day functions of the Office of the CPC. The Executive Director shall execute these functions in consultation with and under supervision of the CPC Co-Chairs. The Co-Chairs shall serve as the primary supervisor for the Executive Director.
3. Pursuant to SMC Section 3.29.320.D, the Executive Director has the authority and responsibility to oversee and manage day-to-day operations of the CPC, including supervision of CPC staff. The Executive Director is the staff representative for the Commission unless otherwise assigned. The Commission as a whole, and the Commissioners individually, do not direct CPC staff other than the Executive Director.

### **B. Executive Director**

1. In addition to the authorities and responsibilities outlined in SMC Section 3.29.320.D, the Executive Director, in consultation with and under the supervision of the Co-Chairs, has the authority and responsibility to:
  - a. Oversee and manage the functions of the Office of the CPC to advance the mission of the Office and perform other duties as the CPC may prescribe;
  - b. Hire, supervise, and discharge employees of the Office of the CPC. The Executive Director shall supervise, manage, and evaluate CPC employee performance consistent with the City's Performance Management System;
  - c. Manage the preparation of the CPC's proposed budget, authorize necessary expenditures, and enter into contracts for professional and other services in accordance with the adopted budget; develop and manage programs, and undertake authorized activities; consult with the Co-Chairs on budget and finance matters on a monthly basis, brief the CPC on budget and finance matters on a quarterly basis, and oversee the budget and spending of the CPC consistent with the adopted Budget and Fiscal Policy;
  - d. Execute, administer, modify, and enforce such agreements and instruments as the Executive Director shall deem necessary to implement programs and carry out the responsibilities, functions, and activities of the Office; apply for grants and donations for Commission programs; and solicit and use volunteer services;
  - e. Represent the CPC, together with Commissioners, in providing testimony and expertise to City departments and offices, commissions, and other organizations pertaining to issues of constitutional policing; and
  - f. Exercise such other and further powers and duties as prescribed by SMC Chapter 3.29.

### **C. Communications**

1. The CPC shall develop and approve a Communications Strategy that shall serve as the guide for CPC social media and statements from the Executive Director, staff, and/or Co-Chairs to the community and/or the media on behalf of the CPC. Statements and social media content shall be in alignment with the Communications Strategy. Social media content shall be in alignment with the Communications Strategy and the City's social media policy.

### **D. Staff Concerns**

1. If the Executive Director receives a complaint or otherwise becomes aware that a CPC employee may be subjected to harassment based on a protected category, the Executive Director shall report the allegation or complaint to the Department of Human Resources Investigation Unit (HRIU).
2. As the direct supervisor of CPC staff, the Executive Director has the authority to, but is not required to, attempt informal resolution of complaints from staff regarding the Commissioners if the complaint does not trigger the Executive Director's reporting obligation under the Personnel Rules. The Executive Director may also refer staff complaints about Commissioners directly to the Department of Human Resources rather than attempt informal resolution.
3. These bylaws do not restrict an employee's rights to directly contact the Department of Human Resources or the Co-Chairs with any complaints or concerns.
4. If the Department of Human Resources investigates a complaint against a Commissioner, HR's findings will be presented to the Executive Director, the Commission as a whole, and the appointing authority of the Commissioner against whom the complaint is made. Each appointing authority has the discretion to determine whether the findings establish grounds for "for cause" removal of a Commissioner.

## **ARTICLE III: COMMISSIONERS**

### **A. Expectations**

As part of, and in addition to, fulfilling Commissioners' qualifications pursuant to SMC 3.29.340, Commissioners are expected to contribute at least 10 hours of volunteer service per month in fulfilling the following duties:

1. Complete the New Commissioner Onboarding process, including Open Public Meetings Act and Public Records Act trainings. Commissioners shall also attend annual refresher trainings on the Open Public Meetings Act and Public Records Act.
2. Attend regularly scheduled Commission meetings and assigned Workgroup meetings.
3. Attend and participate in community meetings, forums, and other events as a Commissioner.
4. Serve on Commission Committees, as assigned.
5. Attend at least 75% of Commission and Committee meetings, excluding excused absences.

6. It is preferred that Commissioners attend at least one Commission meeting per month in person.
7. If a Commissioner is attending a Commission or Committee meeting remotely, it is preferred that the Commissioner keep their camera on so that the Commissioner remains visible.
8. Respond in a timely manner to communications that require a response.
9. Act as informal liaisons to the community to listen to concerns and get input and feedback on Commission activities.
10. To the extent that Commissioners engage directly with CPC staff as part of their duties, Commissioners will communicate professionally and respectfully. Recognize that while the Commission develops the workplan to carry out its functions as authorized by SMC Section 3.29.300, the Executive Director holds the authority to supervise and direct CPC staff, as stated in Article II.
11. The Commission acknowledges that on some occasions individual Commissioners may disagree with Commission actions. Commissioners may comment publicly about their disagreements with Commission actions after giving prior notice to the Co-Chairs of their intent to do so, and must make clear to the public that they are doing so as a private individual or as a representative of a dissenting organization with which they are affiliated. Commissioners must express such disagreements in a transparent and respectful way that furthers the goal of building community trust in the Commission and the Seattle Police Department. On all other occasions, Commissioners remain free to speak and advocate in their private capacities or through other organizations with which they are associated, so long as they do not give the impression that they are speaking as Commissioners.
12. In the event a complaint is made regarding a Commissioner's interactions with CPC staff, Commissioners are expected (a) to provide information in response to requests for information from City investigators, (b) to refrain from further interactions with CPC staff if requested by the Executive Director or a Co-Chair to do so, and/or (c) to participate, if requested by the Executive Director or a Co-Chair, in processes such as ADR to improve future communications.

## **B. Terms of Office**

Commissioners' terms are for the duration provided in SMC 3.29.350 and Section 39 of Ordinance 125315.

## **C. Resignation**

1. A Commissioner who wishes to resign from the Commission shall provide advanced written notification of resignation to the Executive Director and such notice shall clearly indicate the effective date of the resignation.
2. The Executive Director will notify the appointing authority when a Commissioner has three (3) consecutive unexcused absences from meetings, whether Commission or Committee meetings.

#### **D. Commission Vacancies**

In filling its vacancies, the Commission will appoint or recommend appointment of applicants who adhere to the demographic attributes or other relevant constituencies represented by the Commissioner who previously served in the vacant position, unless the Commission determines there is a pressing priority for appointment of a Commissioner representing other attributes or constituencies, consistent with the requirements of SMC 3.29.340. If a Mayoral-appointed or Council-appointed vacancy occurs, the Co-Chairs (after consultation with the Commission) may recommend prospective replacements to the Mayor and City Council.

#### **E. Removal of Commissioners for Cause**

1. Commissioners may be removed by their appointing authority only for cause (SMC 3.29.350).
2. “For cause” includes, but is not limited to:
  - a. Breach of Executive Session confidentiality.
  - b. Failure to disclose a conflict of interest or failure to make a reasonable effort to evaluate a potential conflict of interest.
  - c. Sharing or distributing attorney-client privileged communications between the City Attorney’s Office (or the CPC’s outside/special counsel) and the CPC.
  - d. Inappropriate behavior toward, or mistreatment of, CPC staff, or CPC Commissioners. Inappropriate behavior or mistreatment (referred to jointly as “misconduct”) may establish grounds for removal for cause whether the misconduct occurs in a single instance or a pattern of misconduct. Misconduct includes, but is not limited to:
    - i. Threatening or inflicting physical harm;
    - ii. Stalking;
    - iii. Sexual harassment or harassment based on a protected category;
    - iv. Threatening to discipline or terminate CPC staff; and
    - v. Abusive language, with or without profanity, that unreasonably interferes with performance of CPC duties or renders the environment for performing CPC duties intimidating, hostile, or abusive, from the perspective of a reasonable person.
  - e. Three (3) consecutive unexcused absences from Commission or assigned Committee or Workgroup meetings.
  - f. A 25% unexcused absence rate from Commission and assigned Committee or Workgroup meetings, even if not consecutive.
  - g. Making public statements while purporting to act as a CPC spokesperson and deliberately misrepresenting the CPC’s position or intentionally deviating from the Communications Strategy, whether the misrepresentation or deviation occurs in a single instance or a pattern.

3. If a Commissioner believes another Commissioner has acted in a manner that may establish grounds for for-cause removal, the Commissioner may submit a request to the Executive Director and Co-Chairs for an Executive Session to discuss the matter. During the Executive Session, the Commissioner requesting the Executive Session will present their concern. The Co-Chairs will then determine the next steps for evaluating or investigating the concern. In the event the grievance is against a Co-Chair, the other Co-Chairs will determine the next steps for evaluating or investigating the concern, and the Co-Chair who is the subject of the grievance shall be recused from consideration of the grievance.
4. Recommendations to remove a Commissioner shall only occur at a regular meeting.
5. All Commissioners shall receive at least seven (7) days' written notice that an upcoming agenda will include an item for consideration regarding recommended removal of a Commissioner.
6. Voting to Remove:
  - a. CPC-Appointed Commissioners: By a two-thirds (2/3) majority vote of its membership (not 2/3 of Commissioners present), the Commission may approve removal of CPC-appointed Commissioners.
  - b. Mayor or Council Appointed Commissioners: By a two-thirds (2/3) majority vote of its membership (not 2/3 of Commissioners present), the Commission may approve the recommendation of a Commissioner's removal to the Commissioner's appointing authority.
7. City Council and Mayor Notification:
  - a. The Executive Director shall notify the relevant Council Committee Chairperson of a CPC vote to recommend removal of a Council appointed Commissioner within seven (7) days of the CPC vote to remove. The Executive Director shall notify the Mayor's office of a CPC vote to recommend removal of a Mayor appointed Commissioner within seven (7) days of the CPC vote to remove.

## **F. Stipends**

Commissioners may request stipends pursuant to Ordinance 124543.<sup>1</sup> Stipends are intended to offset the financial burden incurred as a result of participating in Commission business. In order to receive a stipend for a given month, the requesting Commissioner shall have attended each regularly scheduled Commission meeting and at least one assigned Workgroup or Standing Committee meeting. Requests for stipends shall be submitted to the Executive Director. There shall be no stipends awarded for service rendered prior to a request to the Executive Director.

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<sup>1</sup> Stipends are also addressed in Ordinance 120608 (as relates to SMC 3.29.350.F.), which was adopted by the City Council in association with the updates to these bylaws. Ordinance 120608 also addresses other issues applicable to these bylaws.



## **ARTICLE IV: OFFICERS**

### **A. Election of Officers**

1. Every odd-year January, the Commission shall elect, by a majority vote at a regularly scheduled Commission meeting, a slate of Co-Chairs.
2. Co-Chairs:
  - a. Slate: Co-Chair nominations shall be presented as a slate of at least two Commissioners, and a maximum of three.
  - b. Term: Co-Chairs serve a two-year term beginning after the meeting at which the vote is conducted and concluding when the next Co-Chairs are elected. Commissioners are encouraged to submit their interest in being considered for the Co-Chair role, even if there are other Co-Chair candidates.
  - c. Vacancy: If a Co-Chair vacancy occurs during a term, the Commission shall elect, by a majority vote at a regularly scheduled Commission meeting, a replacement to fill the Co-Chair vacancy for the balance of the term.

### **B. Responsibilities of Co-Chairs**

1. The Commission delegates to its Co-Chairs the authority, between regular Commission meetings, to carry out the CPC's duties and responsibilities, and to advance and implement the Commission's past decisions and actions. This delegation may be in a general category and need not be expressly reiterated for every step or action to be taken. The Co-Chairs may further delegate authority by directing or assigning other Commissioners or the Executive Director to perform tasks or assignments within a specific scope and on specific topics.
2. The Co-Chairs shall adhere to the responsibilities listed below. The Co-Chairs shall carry out these duties as assigned. Failure to fulfill Co-Chair responsibilities may establish grounds for "for cause" removal from the Co-Chair position.
3. At each Commission meeting, one Co-Chair at a time shall serve as the Presiding Officer. The Co-Chairs shall identify which Co-Chair is serving as the Presiding Officer. The Presiding Officer conducts the meeting by opening the meeting, taking Commissioner attendance, seeking the approval of the meeting's agenda and prior meeting's minutes, facilitating the meeting's agenda, adjourning the meeting, ensuring orderly conduct of business, and applying parliamentary rules during the meeting.
4. The Co-Chairs shall jointly sign all official documents of the Commission. The Co-Chairs shall also jointly make all Committee appointments and designate Committee chairs.
5. In the event that all Co-Chairs are absent, unable, or unwilling to perform their duties, their duties will be assumed by their designee, or by a Commissioner approved by a majority of Commissioners at a regularly scheduled or special Commission meeting.
6. Each Co-Chair shall attend at least 75% of Commission and Committee meetings, excluding excused absences.

7. The Co-Chairs shall be responsible for approving proposed Commission meeting agendas, meeting dates, times, and locations, and ensuring, along with the Executive Director, minutes are recorded for each meeting and distributed in advance of the following regularly scheduled Commission meeting.
8. The Co-Chairs shall limit non-Commissioners' interruptions of the Commission's review or discussion of agenda items. The Commissioners may, however, request or receive presentations or reports from the Executive Director, staff designated by the Executive Director, non-City agency representatives attending the meeting, or guest speakers.
9. The Co-Chairs shall be responsible for holding Commissioners accountable for breaching Executive Session confidentiality.
10. The Co-Chairs shall be responsible for approving any Commissioner requests for an extended absence.
11. Upon an affirmative vote of the Commission to issue a letter or other document, the Co-Chairs may delegate to other Commissioners or the Executive Director the task of drafting a letter or document consistent with the content approved in the vote. The Co-Chairs shall have final authority to approve the letter or document to ensure that it follows the intent of the full Commission. The Commission shall not, however, make endorsements or take positions outside the scope of its work.
12. As part of their duties in supervising the Executive Director, the Co-Chairs shall be responsible for providing a quarterly update to Commissioners on the Executive Director's job performance in an Executive Session.
13. Spokespersons:
  - a. The Communications Strategy approved by the CPC shall serve as the guide for the Co-Chairs' statements on behalf of the CPC. Statements shall be in alignment with the Communications Strategy.
  - b. Statements made while purporting to act as a CPC spokesperson and deliberately misrepresenting the CPC's position or intentionally deviating from the Communications Strategy may establish grounds for removal for cause whether the misrepresentation or deviation occurs in a single instance or a pattern.
  - c. When a public statement is issued by a CPC spokesperson, all Commissioners shall be given timely notification of the statement.
14. The Co-Chairs may create and dissolve Workgroups to respond to relevant or emergent topics or issues within the CPC's purview.

### **C. Removal of Co-Chairs**

Any Commissioner may make a motion to consider the removal of any Co-Chair for cause. The motion shall be considered at a regular meeting. Written notice of the agenda item shall be provided to all Commissioners at least seven (7) days prior to the meeting. The Commission shall vote on the motion to remove. The motion requires a two-thirds (2/3) majority vote of all Commissioners (not 2/3 of Commissioners present) to pass. A

Commissioner may be removed from the Co-Chair position and continue to serve as a Commissioner.

## **ARTICLE V: MEETINGS**

### **A. Parliamentary Procedure**

The most current edition of Robert's Rules of Order shall govern CPC Commission meetings procedure.

### **B. Time and Place**

The Commission shall hold regular meetings at least once a month at such time and place as the Co-Chairs shall designate (SMC 3.29.360.D). Commission meetings are open to the public in accordance with the Open Public Meetings Act (OPMA) in Chapter 42.30 RCW. The dates and times of regular meetings shall be posted on the Commission's website as required by the OPMA, including posting of the agenda on the Commission's website at least 24 hours before each meeting (RCW 42.30.077), unless otherwise required by law. Minutes of each meeting shall be promptly recorded and posted on the Commission's website (RCW 42.30.035).

### **C. Special Meetings**

Special meetings of the Commission shall be held upon the call of the Co-Chairs or upon request of a majority of Commissioners. Said special meetings shall be held for a specific purpose or purposes and shall not take the place of a regular Commission meeting unless so determined at a prior regular meeting. Notice to each Commissioner shall be personally delivered by mail, by fax, or by electronic mail. The Executive Director shall make best efforts to post a public notice for each special meeting, along with the agenda, on the Commission's website at least 24 hours before the time of the meeting specified in the notice. The public notice shall be posted at the main entrance of the Commission's principal location and at the meeting site at least 24 hours before the time of the meeting. Notice shall also be provided to each local newspaper of general circulation and local radio or television station that has on file with the Commission a written request to be notified of such special meeting or of all special meetings (RCW 42.30.080). Where circumstances require, special meetings may be held by telephone conference, provided that the public shall be allowed access to a location where the telephone conference can be heard.

### **D. Compliance with Laws**

1. All regular and special meetings shall be held in accordance with public meeting laws, including the Open Public Meetings Act (Chapter 42.30 RCW) and these Commission bylaws.
2. Detailed minutes of each meeting shall be kept. The accuracy of all minutes shall be approved by a majority vote of the CPC.

## **E. Quorum**

A simple majority of currently appointed Commissioners shall constitute a quorum for the transaction of business. Proxies are not permitted for either the establishment of a quorum or for the conduct of business.

## **F. Hybrid In-Person and Remote Meetings**

Commissioners have the option of attending Commission and Committee meetings either in-person or remotely in accordance with the Open Public Meetings Act. As part of remote attendance, a Commissioner may appear or attend by phone or by other electronic means that allows real-time verbal communication without being in the same physical location.

## **G. Public Comment<sup>2</sup>**

1. Public Comment periods are opportunities for members of the public to comment on items on the CPC's or CPC Committee's meeting agenda. The CPC may accept public comment at regular meetings. Public comments are limited to matters on the meeting agenda. Co-Chairs shall ensure that all public comments are limited to agenda items.
2. Each meeting's public comment period shall not exceed 10 minutes. Individual speakers will be provided up to two minutes total speaking time. Prior to the start of the meeting, individuals who wish to speak shall sign up for public comment on sign-in sheets provided by CPC staff. If no speakers sign up to address the CPC, or if the public comments conclude before the 10-minute time period has elapsed, the comment period will be closed, and the CPC or Committee shall resume its business, with no further opportunity for public comment at that meeting.
3. The 10-minute limit on public comment periods may be extended if:
  - a. A majority of the Commissioners present vote to extend the public comment period at the meeting; or
  - b. The agenda for a particular CPC meeting or Committee meeting specifies the total time allotted for the public comment period and time limits for individual comments.
4. Public comment is encouraged at the Community Engagement Committee, which is described in Article VII below.

## **ARTICLE VI: EXECUTIVE SESSIONS**

### **A. When Executive Sessions May Be Held**

During any regular meeting or special meeting, the Commission may hold Executive Sessions to discuss matters as permitted in RCW 42.30.110. An attorney from the Law Department, or outside counsel if appropriate, shall be present during all Executive Sessions to advise on compliance with Chapter 42.30 RCW. The Executive Director shall

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<sup>2</sup> This section on "Public Comment" relates specifically to oral public comment. As considered in the discussion by the Commission on May 17, 2023 in adopting these bylaws, written public comment is another form of public comment, and the public is given an opportunity to provide written public comment to Commissioners at every Commission meeting.

be present during Executive Sessions unless the reason for Executive Session warrants exclusion of the Executive Director. CPC staff (other than the Executive Director), technical experts, or consultants shall not attend Executive Session unless specifically requested by the Commission.

## **B. How Sessions May Be Convened**

The presiding officer or a majority of Commissioners in attendance may decide to convene an Executive Session during a meeting.

## **C. Purpose and Duration of Session**

### 1. General

Before convening an Executive Session, the presiding officer shall announce the purpose of the Executive Session and the time when the Executive Session is expected to conclude.

### 2. Purpose of Executive Session

- a. The Commission may only convene an Executive Session for discussions on topics expressly allowed by the Open Public Meetings Act, including but not limited to:
  - i. Legal risks of current or proposed action;
  - ii. Current or potential litigation;
  - iii. Qualifications of an applicant or candidate for public employment;
  - iv. Review of an employee's performance; or
  - v. Receiving and evaluating complaints or charges brought against a public officer or employee.

### 3. Duration of Executive Session

If the Executive Session needs to be extended, the presiding officer shall announce, in open session, that the Executive Session will be extended and state the duration of the extension. The Commission shall not resume in open session until after the announced Executive Session end time, even if Executive Session ends earlier than the announced duration and time.

## **D. Confidentiality**

1. Executive session attendees shall not disclose the contents of discussions held within the session. Breaching confidentiality of Executive Session discussions is deemed grounds for "for cause" removal of a Commissioner from the CPC.
2. If a Commissioner has a conflict of interest that prevents the Commissioner from fulfilling the Commissioner's duty to maintain confidentiality of Executive Session discussions, the Commissioner should recuse themselves from the Executive Session item.

## **ARTICLE VII: COMMITTEES AND WORKGROUPS**

Committees and Workgroups may be formed by the Co-Chairs to accomplish specific tasks or work outside the Commission's regularly scheduled meetings. Committees shall not exercise decision-making authority on behalf of the Commission but shall act in an advisory capacity to the full Commission. There are Standing Committees which are permanent Committees of the Commission and Workgroups which are organized to address emergent and/or relevant topics or issues.

### **A. Standing Committees**

The Standing Committees are Governance and Community Engagement.

1. **Governance Committee:** The Governance Committee shall consist of the Co-Chairs and the Executive Director. The Governance Committee shall set the agenda for CPC meetings, direct the strategy of the organization, and direct all governance activities. Chairs of each of the other Committees, both Standing and Workgroups, and CPC staff as designated, are encouraged to participate in Governance Committee work.
2. **Community Engagement Committee:** The Community Engagement Committee serves the dual purpose of making the work of the CPC accessible to broader community, and to ensure that work is reflective of the values and priorities of community. In order to effectively achieve this work, and uphold the values of accessibility and collaboration, CPC staff and community members may attend the Community Engagement Committee's meetings. This Committee shall meet regularly outside of business hours to prevent creating barriers to community involvement.

### **B. Workgroups**

1. Workgroups are organized to address emergent and/or relevant topics and issues, and can continue as long as relevant, or be combined with another Workgroup. Examples of past and current Workgroups include, but are not limited to, Police Practices, Behavioral Health, Complainant Appeals, and State Legislative Agenda.
2. Each Workgroup's work shall be led by CPC staff with the participation and direction of Commissioners assigned to the Workgroup. Each Workgroup's assigned Commissioners and staff shall meet at least once per month.
3. Co-Chairs may, but are not required to, participate in Workgroups.

### **C. Committee and Workgroup Meetings and the Open Public Meetings Act**

Committee and Workgroup meetings shall comply with the Open Public Meetings Act to the extent required by law.

## **ARTICLE VIII: ATTENDANCE**

### **A. General**

Commissioners will endeavor to attend all Commission meetings, for the duration of each meeting, because: a) each Commissioner has been chosen to bring a particular knowledge base to the discussions, and when the person is absent, their knowledge and perspective is not heard;

and b) a quorum of Commissioners must be present in order for the Commission to conduct business.

### **B. Responsibility**

It is the responsibility of each Commissioner to attend scheduled Commission meetings and meetings of Committees or Workgroups to which the Commissioner is assigned.

### **C. Excused Absence**

1. An excused absence is one where the Commissioner notifies the Co-Chairs prior to the meeting that they will be absent due to one or more of the following:
  - a. Illness
  - b. Family leave
  - c. Out of town trip
  - d. Emergency
  - e. Unavoidable work or personal conflicts
  - f. Commission-related business
2. To request an excused absence, Commissioners shall notify the Co-Chairs, Executive Director, or the Executive Director's designee prior to the Commission meeting, stating the specific reason for the request. If the circumstances prevent a Commissioner from notifying the Co-Chairs and Executive Director prior to the meeting, the Commissioner will notify the Co-Chairs and Executive Director as soon as possible. The same process applies to requests for an excused absence from a Committee meeting.
3. All attendance is tracked and reported monthly to the Commission in public meetings.

### **D. Extended Absence**

In special circumstances, the Co-Chairs may grant an extended leave of absence. If a Commissioner anticipates an extended absence from their Commission activities, the Commissioner shall submit a written request for an extended leave of absence of not more than 3 months to the Executive Director. The written request shall state the reasons for the request and the expected date of return to active participation on the Commission. The Executive Director will forward the request to the Co-Chairs.

### **E. Having Too Many Absences**

A Commissioner shall not have an unexcused absence rate of 25% or more (even if absences are non-consecutive) from Commission and Committee meetings. An unexcused absence rate of or exceeding 25% establishes grounds for removal for cause.

## **ARTICLE IX: DECISION MAKING**

### **A. Voting and Consensus**

Decisions of the Commission shall be made in compliance with the Open Public Meetings Act (Chapter 42.30 RCW). In the event that consensus cannot be reached, a vote with a simple majority of those present will prevail (unless a more stringent voting requirement

is set by the City Charter, the Seattle Municipal Code, these bylaws, or the Open Public Meetings Act). Dissenting opinions will be entered as part of the minutes if requested.

**B. Proxies**

Commissioners shall not vote in advance or by proxy on issues voted on at Commission meetings.

**ARTICLE X: PRIVILEGED AND CONFIDENTIAL COMMUNICATIONS**

**A. Legal Counsel**

Ordinance 125315 and SMC 3.29.480 provide that the Seattle City Attorney shall be the Commission's legal advisor or will select and retain private counsel for the Commission. Communications from the City Attorney's Office or private counsel to the Commission may take the form of verbal or written communications in Executive Session, or memoranda or other writings distributed to the Commission outside of Executive Session. These communications are privileged communications. Commissioners shall not share the communications outside of the Commission.

**B. Confidentiality**

1. Commissioners are required to maintain the confidentiality of all legal advice and other privileged communications, whether the advice was communicated in writing or orally. Commissioners shall not share the contents of such legal advice or other privileged communications. Commissioners are required to maintain writings containing legal advice received from Commission attorneys in a secure location or in a secure fashion.
2. Failure to take reasonable measures to preserve the confidentiality of privileged legal communications constitutes grounds for "for cause" removal of a Commissioner.

**C. Recusal**

Any Commissioner who believes that they will be unable to comply with the confidentiality provisions set forth above, because of fiduciary obligations to another organization or for any other reason, must recuse him or herself from receiving the legal advice or confidential communication. In the case of advice provided in Executive Session, this will require that the Commissioner leave the meeting for the duration of the Executive Session. In the case of written advice, this will require the Commissioner to affirmatively request not to receive a copy of the memorandum or other writing.

**ARTICLE XI: AMENDMENTS**

Amending the Commission's bylaws requires a two-step process. The steps shall not occur during the same meeting. First, the proposed amendments are introduced at a Commission meeting. Second, the Commissioners, by resolution passed by at least a 2/3 vote of the Commission's membership (not the Commission members present at the meeting), may approve the proposed amendments.