

COWLITZ 911 BYLAWS

I. COWLITZ 911 PUBLIC AUTHORITY

Cowlitz 911 is a public authority (“Cowlitz 911”) established by Cowlitz County, Washington, pursuant to RCW 35.21.730 through 35.21.757, and Ordinance No. 18-014 (“Ordinance”) adopted by the Board of County Commissioners on March 13, 2018. These Bylaws are subject to any limitations contained herein, the Ordinance, and the Charter of Cowlitz 911.

II. POWERS AND DUTIES

Cowlitz 911, through the Cowlitz 911 Board of Directors, shall have final decision on all policy issues and shall exercise the powers and perform the duties as authorized by the Ordinance, the Charter, and as otherwise allowed by law.

III. BOARD OF DIRECTORS – COMPOSITION AND OPERATION

A. Composition. The Cowlitz 911 Board of Directors (“Board”) shall be composed of the directors as established in the Ordinance.

B. Alternates. Alternates for the Board shall be appointed as established in the Ordinance.

C. Conditions. The conditions for eligibility to serve on the Board shall be as established in the Ordinance.

IV. OFFICERS, ELECTION, TERMS, DUTIES

A. The officers of the Board are a Chair and a Vice Chair. At the first meeting of each year, the officers shall be elected by the Board and shall serve through the end of the year and until the election of the new officers. The Chair and Vice Chair shall be from different user agencies.

B. In the event there is a vacancy in the office of the Chair, the Vice Chair succeeds to the office of Chair for the unexpired portion of the term. In the event there is a vacancy in the office of Vice Chair, the Board will elect a new Vice Chair to serve the unexpired portion of the term. In the event both offices become vacant, the Board will elect a new Chair and Vice Chair to serve the unexpired portion of the terms.

C. The Chair or Vice Chair may be removed, with or without cause, by simple majority vote of the directors, after providing 30 days written notice to the person to be removed.

D. Duties of the Chair:

1. The Chair is a member of the Board, and presides at the meetings of the Board;
2. Create, appoint, and discharge Board committees unless otherwise provided in these By-laws;
3. Call for the vote on all motions properly presented and seconded;
4. Enforce the procedural rules of the Board during meetings;
5. Participate in deliberations of the Board;
6. Vote in all matters before the Board;
7. Ensure that the functions of the Board are carried out to the best of his or her abilities;

8. Make reports as necessary to the Board; and
9. Execute, on behalf of Cowlitz 911, all contracts, agreements, and other documents and papers duly authorized by the Cowlitz 911 that may require signature.

E. The Vice Chair performs the duties of the Chair in the absence of the Chair.

V. MEETINGS, QUORUM, VOTING:

A. Meetings. The Board shall meet not less than four (4) times per year, and at a time and place designated by a majority of the Directors. Special meetings may be called by the Chair or any two Directors upon giving all other Directors not less than twenty-four (24) hours advance written notice. In an emergency, the Board may dispense with written notice, but must, in good faith, use best efforts to provide fair and reasonable notice to all Directors. Directors may participate in meetings by telephone or video conference, or other comparable means. All Board meetings shall be subject to and comply with the Open Public Meetings Act, Chapter 42.30 RCW.

B. Rules of Order. Robert's Rules of Order shall be used as a guide to govern Board meetings. The Chair shall have the authority to make the final ruling on all issues of procedure.

C. Quorum. A quorum for the board of directors shall consist of any five (5) voting members.

D. Voting. Each individual director shall have one vote. Board decisions for approval require a vote of more than one-half of the votes cast when a quorum is present unless a super majority vote of two-thirds of all members of the Board is required by the Ordinance, the Charter or these bylaws.

VI. COMMITTEES

A. Formation. Two technical advisory committees to the Board shall be formed, one for Police Services and one for the Fire Service which shall include Emergency Medical Services (EMS).

B. Police Technical Advisory Committee (TAC). The Police TAC shall be comprised of representatives from each public law enforcement agency receiving PSAP and dispatch services from Cowlitz 911. Each agency shall designate an alternate committee member who shall attend Police TAC meetings at such times the duly designated committee member is not otherwise available to attend the meeting. The alternate committee member shall have full powers to vote and act as a Police TAC member at all meetings the alternate committee member attends in lieu of the regularly designated committee member. The Chairperson of the Police TAC shall also serve as an ex-officio non-voting member of the Board at its regularly scheduled meetings and advise the Board of the needs of the law enforcement agencies served by Cowlitz 911.

C. Fire and EMS Technical Advisory Committee (TAC). The Fire and EMS TAC shall be comprised of representatives from each public fire service or EMS agency receiving PSAP and dispatch services from Cowlitz 911. Each agency shall designate an alternate committee member who shall attend Fire and EMS TAC meetings at such times the duly designated committee member is not otherwise available to attend the meeting. The alternate committee member shall have full powers to vote and act as a Fire and EMS TAC Committee member at all meetings the alternate committee member attends in lieu of the regularly designated committee member. The Chairperson of the Fire and EMS TAC shall also serve as an

ex-officio non-voting member of the Board at its regularly scheduled meetings and advise the Board of the needs of the fire and EMS agencies served by Cowlitz 911.

D. Authority. Each Technical Advisory Committee shall have the authority to recommend operational changes. All revisions to operational procedures are subject to review by the Executive Director and the Board.

E. Standing Committees. The Technical Advisory Committees shall be standing committees and shall meet on such dates and times as the committees shall determine. Each committee shall select a Chairperson who shall conduct the meeting and assume other functions as the committees shall determine. The Executive Director or his/her designee will serve as secretary to the Standing Committees.

F. Committees Created. The Board may elect to create a budget committee, technical systems committee, strategic planning committee or other committees of limited or extended duration. The Board shall specify the scope of work for its ad-hoc committees through resolution, by-laws, policies or general direction. If a committee chair is not designated by the Board, ad-hoc committees formed under this section shall select a Chairperson who shall conduct meetings and assume other functions as the committee(s) shall determine. The Chairperson of each committee shall also advise the Board at its regularly scheduled meetings of the committee's work, progress, and/or recommendations. The Executive Director or his/her designee will serve as secretary to any ad-hoc committees.

VII. EXECUTIVE DIRECTOR

A. Appointment. The Board is responsible for the appointment and termination of the Executive Director. The Executive Director shall have experience in technical, financial, and administrative fields and her or his appointment shall be on the basis of merit only. The Executive Director is at-will, serving at the pleasure and convenience of the Board.

B. Authority and Duties. The Executive Director:

- 1) shall be responsible to the Board, and shall advise the Board on the annual budget and amendments thereto and Cowlitz 911 operating and personnel policies;
- 2) shall administer Cowlitz 911 in its day-to-day operations consistent with policies and directives of the Board;
- 3) may appoint persons to fill positions authorized by the Board.
- 4) may approve contracts with third parties for goods, services, and equipment in amounts up to \$50,000.00. Contracts in excess of \$50,000.00 shall require Board approval; and
- 5) may accept revenue (e.g., revenue contracts, grants, gifts) upon approval of the Board.

The Executive Director is not authorized to hire legal counsel or auditors without Board approval.

VIII. FUNDING

A. Funding Formula. The funding formula for Cowlitz 911 services shall be as detailed in Appendix A of these bylaws.

B. Amendments to Funding Formula. The funding formula may be amended by the Board by amending these bylaws pursuant to Section X below, which amendment shall require a super majority vote as defined in Section V(D) above. Sixty (60) days prior written notice to the entities affected must be given before the Board can take action to amend the funding formula.

IX. SERVICE LEVEL AGREEMENTS

A. Service Level Agreements with Participating Agencies. Service agreements with participating entities shall be entered into for the provision and funding of Cowlitz 911 services.

B. Other Entities. Cowlitz 911 may enter into service level agreements with other entities not identified in Appendix A for services upon terms, conditions, and fees for services as established in said service level agreement(s).

X. AMENDMENT OF BYLAWS

These Bylaws can be amended at any regular meeting of the Board, provided that these amendment(s) were submitted in writing at the previous regular Board meeting.

APPENDIX A – DIVISION OF COSTS

A. The costs to be divided among the parties hereto (user agencies) shall be the actual annual budgeted operation, maintenance and capital costs, including the capital reserve fund, of Cowlitz 911, after deducting any grants, "911 taxes" and other revenues not constituting payments by the parties hereto.

B. Expenses for the operations of the center shall be divided into cost centers representing major functional areas of operations, including but not limited to administration, 9-1-1 PSAP call-taking, fire and emergency medical dispatch and law enforcement dispatch. Such costs shall include personnel services, supplies, other services and charges, intergovernmental charges and capital costs. The ratio for the division of dispatch function personnel costs between law enforcement and fire/emergency medical services shall be based on the number of dedicated positions, or portions of dedicated positions for each service. For purposes of this agreement, costs allocated to administration and 9-1-1 PSAP call-taking shall be deemed "overhead costs." Revenues from sources, other than user shares, which are attributable to each cost center shall be distributed and applied against the costs in each cost center. The difference between costs and these revenues shall determine the net amount to be paid by user agencies.

C. The net costs for the law enforcement dispatch cost centers shall be apportioned by the percentage of calls for service dispatched for law agencies. The net costs for fire/emergency medical service dispatch shall be apportioned by the percentage of calls for service dispatched for fire/emergency medical service agencies.

D. Overhead costs, as described in Section B, shall be apportioned 75% to law enforcement dispatch and 25% to fire/emergency medical services dispatch. The 75% of costs to be apportioned among law enforcement departments shall be divided among them by a 50/50 weighted average of population and valuation. The 25% of costs to be apportioned among fire/emergency medical service departments shall be further apportioned among them based on valuation only. The ratio set forth in this section and the method of apportioning costs between law enforcement and fire/emergency medical services shall not be modified or changed in any manner, except by amendment of these bylaws as prescribed in Section VIII.

E. The annual budget of Cowlitz 911 will set forth the cost shares of each of the parties for the ensuing year, and copies thereof shall be delivered or otherwise promptly sent to the chief executive officer of each of the parties not later than October 1 of each year.

F. Commencing in 2016, user agency fees were allocated based upon the mean average annual percentage user fee cost share during the 2010-2014 budget years. It is understood that the cost sharing methodology described above in Sections A through D above served as the underlying basis of the allocation of fees during the 2010-2014 calculation period. That methodology will remain in place to provide guidance when changes to the user agency allocation percentage factors become necessary.

G. The user agency funding formula allocation percentage factors will stay constant through the 2020 budget year unless changed by the Board of Directors.

H. Prior to approving the 2019 budget and the user agency funding formula allocation, the Board of Directors will compare the user agency allocation percentage factors used in previous budget years to the cost sharing methodology contained in Sections A through D above. The Board may make adjustments to the percentage factors for the 2019 and 2020 budget years.

(I) Prior to approving the budget or user agency funding formula allocations for any year, the Board may recommend a recalculation of user agency funding formula allocation percentage factors to accommodate significant changes by one or more user agencies. A significant change would include, but not be limited to, an expansion or retraction of agencies served by Cowlitz 911, a substantial annexation or population increase, or large use of dedicated resources by one or more agencies.

(J) The User Agency Funding Formula described herein will expire at the end of the 2020 budget year in the absence of an extension approved by the Board of Directors. In the event of expiration, the user agency cost sharing methodology described in Sections A through D above will be used for the 2021 budget year and beyond.