

**SCA Board of Directors**  
**MINUTES**  
**January 21, 2011**  
**3:00ish PM**  
**Renton City Hall**



<b>1</b>	<p><b><u>Welcome and Introductions</u></b></p> <p>President Ken Hearing called the meeting to order at 3:07 pm. Members present: Dave Hutchinson, Don Gerend, Bob Sternoff, Jamie Perry, Margaret Harto, Denis Law, Lucy Krakowiak, Dave Hill, Matt Larson, Sonny Putter. Members absent: David Baker, Tony Piasecki.  Staff present: Karen Goroski, Michael Hubner, Kristy Burwell.  Ken Hearing thanked Mayor Law and the City of Renton for hosting SCA.</p>
<b>2</b>	<p><b><u>Consent Agenda</u></b></p> <ul style="list-style-type: none"> <li>• Minutes of December 15, 2010, Board of Directors Meeting</li> <li>• Cash Report – December 31, 2010</li> </ul>
<b>MSP</b>	To adopt the Consent Agenda.
<b>3</b>	<p><b><u>Election of Officers and Member-at-large to the Executive Committee of the Board of Directors</u></b></p> <ul style="list-style-type: none"> <li>• Report from the Nominating Committee of the Board of Directors</li> </ul> <p>To recommend to the SCA Board of Directors the following nominees:  President: Dave Hutchinson  Vice-President: Denis Law  Treasurer: Don Gerend  Member-at-large: Lucy Krakowiak</p> <p>There was a nomination from the floor.</p>
<b>MSP</b>	To elect as SCA officers for 2011, President – Dave Hutchinson, Vice-President – Denis Law, Treasurer – Don Gerend, and Member-at-large to the Executive Committee – Lucy Krakowiak.
<b>MSP</b>	The Bylaws of SCA specify the Executive Director as the Secretary of the Association, requiring a vote of the Board of Directors annually.
<b>MSP</b>	To elect as Secretary of SCA Board of Directors, Karen Goroski, Executive Director.
<b>MSP</b>	Having elected officers, the Bank of America requires an updated Banking Resolution and Certificate of Incumbency for 2011. This allows the current President, Vice-President and Treasurer to sign checks and other bank documents.
<b>MSP</b>	To adopt the 2011 Banking Resolution and Certificate of Incumbency allowing the officers President, Dave Hutchinson, Vice-President, Denis Law and Treasurer, Don Gerend signing authority on SCA accounts.
<b>MSP</b>	Ken Hearing as the Immediate Past President turned the gavel over to Dave Hutchinson to preside over the meeting as the President of the SCA Board of Directors for 2011. Dave thanked Ken for his service as President in 2010.
<b>4</b>	<p><b><u>Conflict of Interest Statement</u></b></p> <p>The Board was asked to review, approve and sign current Conflict of Interest Statements. This is a requirement of the IRS and consistent with Board Policy 601.2. See Attachment 1.</p>
<b>MSP</b>	To adopt the 2011 Conflict of Interest Statement.
<b>5</b>	<p><b><u>Implementation of Regional Transit Task Force Recommendations</u></b></p> <p>Karen reported that Michael Hubner will be the point person for the SCA RTC Caucus and that there has already been a caucus meeting this year. The SCA Leadership has and will continue to meet monthly with</p>

	<p>County Executive Constantine and has asked that SCA receive informational updates on a timely basis. When information is received, SCA will disperse to the member cities for review and inclusion in each city council meeting. It will be important to receive the timely information from Metro.</p> <p>There is discussion on how often the SCA RTC caucus can meet to discuss the latest information. Karen also reported that Michael has been working with SCA RTC caucus chair, Joan McGilton, and city staff but that there is need for more staff support from the north and east areas of the county. SCA not only strives for geographic balance when appointing committee members, but also in establishing staff assistance. Michael added that the earlier and more frequent the SCA RTC caucus can meet the better prepared SCA will be to take a position or discuss counter position. There may be the need for additional meetings or teleconferences including all of the members of the Board of Directors. Board members are encouraged to attend the meetings of the PIC, but at least review the PIC minutes when meeting conflicts arise. Dave Hill reiterated that there needs to be emphasis that the suburban cities receive fair public transportation and commended Michael on his efforts and information provided to the membership on this issue.</p> <p>Sonny Putter would like to integrate the message to the subarea transportation boards such as South County Area Transportation Board (ScatBd) and Eastside Transportation Partnership (ETP).</p>
6	<p><b><u>Update on Pursuit of Additional Seats on PSRC Policy Committees for King County Other Cities and Towns</u></b></p> <p>Karen reported that SCA has been pursuing two additional seats on the PSRC Policy Boards for the suburban cities since 2008. The response to our inquiry was that the meeting room was not large enough to add the additional seats requested. When Michael researched the room capacity, each of the policy boards only exceeded the capacity one time over the past year. Karen continued that SCA has requested that PSRC adjust the composition of the policy boards to better represent the population of “other cities and towns” within PSRC. Michael has resurrected PSRC’s scenario “D” where the seats are weighted based on the number of jurisdictions and percentage of population of the PSRC membership. Scenario “D” would increase the policy boards from 16 to 18 representatives of cities and counties. This scenario would result in other cities and towns in King County going from 2 to 4 representatives. There would be no impact on any other cities or counties. Increasing policy board representation to better reflect both population and number of jurisdictions is fair and rational given that PSRC is a membership organization whose mission includes serving, engaging, and building coalitions among local jurisdictions.</p>
7	<p><b><u>Report on SCA Caucus Orientation, January PIC, Networking Dinner</u></b></p> <p>The All Caucus Orientation on January 5, 2011 was well attended. The January 12, 2011 meeting of the PIC had 27 cities present. The attendance to the January 19, 2011 SCA Networking Dinner set the bar high for 2011 with 129 registrants.</p>
8	<p><b><u>Board Feedback on Board Retreat</u></b></p> <p>It was agreed that Lynn Melby was a good choice for facilitator. The retreat was attended by Board members Hutchinson, Sternoff, Harto, Law, Krakowiak, Hearing, Gerend, Putter, Hill, Perry, and Larson. Staff included Goroski, Hubner and Burwell.</p>
9	<p><b><u>Review and Discussion of 2011 Board Meeting Dates and Times</u></b></p> <p>The Board reviewed the list of 2011 SCA Board Meetings. Additional meetings may be required to respond to the updates as the Metro Strategic and Comprehensive plan and King County’s plan meld into one plan.</p>
MSP	<p>To adopt the SCA Board of Directors schedule of meetings for 2011. The Board will meet from 10:00 am until 12:00 pm on February 23, April 20, June 15, July 20, October 19, and December 7 at Renton City Hall. In addition to these dates, the Board has tentatively scheduled meetings on May 12 and June 9 from 1:00 pm until 3:00 pm at Renton City Hall.</p>
10	<p><b><u>Next Meetings</u></b></p> <ul style="list-style-type: none"> <li>• Next PIC meeting – Wednesday, February 9, 2011</li> <li>• SCA Board of Directors – Wednesday, February 23 and April 20, 2011</li> </ul>
11	<p><b><u>Adjourn</u></b></p> <p>The meeting was adjourned at 4:24 pm.</p>



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## **Suburban Cities Association Conflict of Interest Policy**

Whenever a director or officer has a financial or personal interest in any matter coming before the board of directors, the affected person shall:

- a) Fully disclose the nature of the interest and
- b) Withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested directors determine that it is in the best interest of Suburban Cities Association to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

In the course of meetings or activities, I will disclose any interests in a transaction or decision where I will receive a benefit or gain. After disclosure, I understand that I may be asked to leave the room for the discussion and will not be permitted to vote on the question.

This written disclosure will be kept on file and I will update it as appropriate. I understand that the purposes of this policy are to protect the integrity of SCA's decision-making process, to enable our constituencies to have confidence in our integrity, and to protect the integrity and reputations of volunteers, staff and board members.

I understand that this policy is not meant to take the place of good judgment, and I will respect its spirit as well as its wording.

Signed: \_\_\_\_\_

Date: \_\_\_\_\_