

**RESOLUTION NO. 3093**

**A RESOLUTION** of the Port Commission of the Port of Seattle revising the Port's Code of Ethics for Commissioners to conform to portions of Senate Bill No. 5149 concerning acceptance of gifts by elected officials.

**WHEREAS**, high moral and ethical standards among public officials are essential to good government; and

**WHEREAS**, Washington law currently provides limited guidance to Port District Commissioners regarding conflicts of interest, and certain other matters of ethics; and

**WHEREAS**, a code of ethics for Port Commissioners promotes and strengthens the faith and confidence of the people of King County in their elected Port Commissioners, and assists the Commissioners in the performance of their public duties; and

**WHEREAS**, The Port Commission of the Port of Seattle established a Code of Ethics for Commissioners through adoption of Resolution No. 3066, as amended, on August 14, 1990; and

**WHEREAS**, the 1991 Washington Legislature in Special Session enacted Senate Bill No. 5149, entitled: An Act Relating to Gifts and Public Office Funds, which establishes standards and definitions affecting acceptance and reporting of gifts received by elected officials in this State; and

**WHEREAS**, the Commission now desires to conform the existing provisions of the Port's Code of Ethics for Commissioners which concern acceptance and reporting of gifts to those contained in the new law;

**NOW, THEREFORE, BE IT RESOLVED** by the Port Commission of the Port of Seattle as follows

**PORT OF SEATTLE  
CODE OF ETHICS  
FOR PORT COMMISSIONERS**

**PREAMBLE.** This Code of Ethics is reconfirmed and reestablished for the Port of Seattle, a public agency operating in the private business sector. The drafters have attempted to identify and resolve common ethics issues, while recognizing the dual nature of the Port. The Code is intended to provide guidance in the event of conflicts between a Commissioner's personal or professional interests and the interests of the Port. It is not to be interpreted as comprehensive in scope addressing every perceived conflict or issue, rather, it should be viewed as a framework which Commissioners and the public can apply to particular circumstances. Commissioners are elected officials entrusted with public confidence. It is assumed and expected that a Commissioner will act in accordance with applicable law and with integrity, and will strive to avoid any appearance of impropriety in the conduct of his/her office. Ultimately, ethics for Port Commissioners are a matter of personal honesty, common sense and good judgment. Neither this, nor any other code, can be an adequate substitute for those attributes.

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Section 1. Definitions. Throughout this Code of Ethics, the following definitions shall apply.

A. Family: Spouse, parent, child, sibling, aunt, uncle, niece, nephew, cousin, grandchild, grandparent or any parent-in-law, son- or daughter-in-law, or brother- or sister-in-law.

B. Financial Interest: A creditor, debtor or ownership interest (including without limitation, ownership evidenced by stock purchase) in an amount or value in excess of \$1500.00. or any employee, consultant or partnership arrangement, except a remote interest; provided that an owner of an interest in a mutual or other pooled investment fund or in any employee or retirement benefit plan (including without limitation, pension plans, profit sharing plans and deferred compensation plans) shall not be deemed to have a Financial Interest in any component investment within the fund or plan where the owner of the interest 1) has no right to control or influence the selection of component investments; and 2) has not influenced the selection of component investments; and 3) has not created or used the fund or plan to subvert the intent of this Code. The term financial interest also includes any option to purchase real or personal property and the value of an option shall be the market value of the property which is the subject of the option.

C. Gift: A rendering of anything of value in return for which reasonable consideration is not given and received and includes a rendering of money, property, services, discount, loan forgiveness, payment of indebtedness, or reimbursements from or payments by persons (other than the Port of Seattle, or the federal government, or the State of Washington, or any political subdivision thereof) for travel or anything else of value. The term "reasonable consideration" refers to the approximate range of consideration that exists in transactions not involving donative intent. However, the value of the gift of partaking in a single hosted reception shall be determined by dividing the total amount of the cost of conducting the reception by the total number of persons partaking in the reception. "Gift" for the purposes of this Code does not include:

1. A gift, other than a gift of partaking in a hosted reception, with a value of fifty dollars or less;
2. The gift of partaking in a hosted reception if the value of the gift is one hundred dollars or less;

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- 3. A contribution that is required to be reported under RCW 42.17.090 or 42.17.243;
- 4. Informational material that is transferred for the purpose of informing a Commissioner about matters pertaining to official business of the Port of Seattle, and that is not intended to confer on that Commissioner any commercial, proprietary, financial, economic, or monetary advantage, or the avoidance of any commercial, proprietary, financial, economic, or monetary disadvantage;
- 5. A gift that is not used and that, within thirty days after receipt, is returned to the donor or delivered to a charitable organization. However, this exclusion from the definition does not apply if the recipient of the gift delivers the gift to a charitable organization and claims the delivery as a charitable contribution for tax purposes;
- 6. A gift given under circumstances where it is clear beyond any doubt that the gift was not made as part of any design to gain or maintain influence in the Port of Seattle or with respect to any legislative matter or matters of the Port of Seattle.

D. Immediate Family: Spouse and dependent children.

E. Remote Interest: A remote interest may be deemed to exist where a Commissioner is:

- 1. A nonsalaried officer of a nonprofit corporation;
- 2. An employee or agent where the employee's or agent's compensation consists entirely of fixed wages or salary;
- 3. A landlord or tenant of an entity contracting with the Port;

or,

- 4. A holder of less than one percent of the shares of, or interest in, a business entity contracting with the Port; provided, no interest shall be deemed to be remote where a Commissioner influences or attempts to influence any other Commissioner or Port employee to take any action which financially benefits the Commissioner by or through the interest.

Section 2. Use of Office.

A. A Commissioner shall not knowingly use his or her office for personal or Family gain or profit.

B. A Commissioner shall not use Port-owned property or Port services for personal or Family gain or profit.

C. A Commissioner shall not use information acquired in confidence from a Port customer, supplier, lessee or contractor for other than Port purposes.

Section 3. Conflicts of Interest.

A. A Commissioner shall not knowingly engage in activities which are in conflict, or which have the potential to create a conflict, with performance of official duties. Examples of conflicts, or potential conflicts, of interest include (but are not necessarily limited to) circumstances where the Commissioner:

1. Influences the selection or non-selection of, or the conduct of business between the Port and, any entity when the Commissioner or Family has a Financial Interest in that entity or any of its competitors.

2. Solicits for himself/herself or for another, a Gift or any other thing of value from the Port or from any person or entity having dealings with the Port, provided that no conflict of interest shall be deemed to exist with respect to solicitations for campaign contributions required to be reported under Chapter 42.17 RCW or for charitable contributions.

3. Accepts any retainer, compensation, Gift or other thing of value which is contingent upon a specific action or non-action by the Port Commission.

4. Accepts a Gift in any manner other than as provided in Section 5 (Acceptance of Gifts) below.

5. Intentionally uses or discloses information not available to the general public and acquired by reason of his/her official position which financially benefits himself/herself, Family, friends or others.

B. A Commissioner shall not take part in any Commission action, as that term is defined in Chapter 42.30 RCW, concerning any contract, property, or other matter of any kind, in which the Commissioner or his/her Immediate Family has a Financial Interest, or which otherwise creates a conflict of interest.

C. A Commissioner shall disclose the fact and extent of a Remote Interest in the official minutes of the Port Commission prior to taking any action related to the interest and, thereafter, all action taken by the Port Commission related to such interest shall be by a vote sufficient for the purpose without counting the vote of the Commissioner having the Remote Interest

Section 4. Disclosure of Interests. On or before April 15 each year, or within fourteen (14) days of taking the oath of office, each Port Commissioner shall file with the Board of Ethics a copy of a statement of financial affairs prepared in satisfaction of the requirements of RCW 42.17.240-241, which shall be available for public inspection upon written request.

Section 5. Acceptance of Gifts.

A. A Commissioner may accept a tangible Gift of any value on behalf of the Port. Any such Gift so accepted shall become the property of the Port and not of the Commissioner. A Commissioner shall disclose the acceptance of any Gift under this subsection 5.A. by filing a Disclosure of Gift Form with the Board of Ethics within thirty (30) days of receipt. All Disclosure of Gift forms filed under this Section shall be available for public inspection upon written request.

B. Except as expressly provided otherwise in subsection 3.A.3. above or in this Section 5, a Commissioner may accept any other Gift, provided the requirements for filing a statement identifying each gift contained in Chapter 42.17.RCW, are met.

C. On or before April 15 each year, each Port Commissioner shall file with the Board of Ethics a copy of a statement of gifts prepared in satisfaction of the requirements of Senate Bill No. 5149 and Chapter 42.17, RCW, which shall be available for public inspection upon written request.

Section 6. Former Commissioners. A conflict of interest shall be deemed to exist if any Commissioner, within a period of one year after the termination of Commission service, appears before the Commission on behalf of another and for compensation of any kind, in relation to any case, proceeding, application or matter with respect to which such former Commissioner was directly concerned and in which he or she personally participated during the period of Commission service.

Section 7. Board of Ethics. There is created a Board of Ethics for the Port of Seattle. The purpose of this Board of Ethics is to interpret the provisions of this Code of Ethics and to investigate and report to the Port Commission on any alleged violation(s) as provided below.

A. The Board of Ethics shall be composed of five members. None of the Board members shall be a Port Commissioner or employee. Initially, two members shall be appointed by the Port Commission, two members shall be

appointed by the Executive Director from a list of nominees submitted by the Port Commission, and the fifth member, who shall be chairperson, shall be appointed by the Commission from a list of nominees submitted by the other members. The Commission shall initially appoint two members for a one-year term, two members for a two-year term and the Chairperson for a three-year term. Thereafter, the term of office for each Board position shall be three years. Any subsequent vacancy, whether occurring by death, resignation, removal or expiration of term, shall be filled by the Port Commission. After the expiration of the initial chairperson's term, the Board shall elect a chairperson annually. In filling any vacancy or making any appointment to the Board of Ethics, the Commission shall strive to select members with diverse perspectives and areas of expertise appropriate to the review of ethical matters, and who are of good general reputation and character.

B. A majority of the Board of Ethics shall constitute a quorum. The Board of Ethics shall meet as frequently as it deems necessary. The Board of Ethics shall adopt procedures consistent with the provisions of this Code governing the conduct of meetings, investigations, hearings and the issuance of opinions.

C. Any person, including Port Commissioners, Port employees and members of the public, may submit a written complaint to the Board of Ethics specifying one or more violations of this Code. Every complaint must be signed by the person or persons submitting it, and must state the submitter's correct name, an address at which mail can be delivered to the submitter, and a daytime telephone number. Anyone submitting a complaint shall submit to an interview before the Board of Ethics if the Board so requests, and shall cooperate with the Board in providing all information known to the submitter which forms the basis of the complaint. The filing of a complaint or complaints with the Board of Ethics shall not subject a Port employee to any form of disciplinary action, termination of employment, or discrimination in any future employment with the Port.

D. The Board shall review all written complaints received from any source regarding alleged or suspected violations of this Code of Ethics. The Board shall inform the Commission of the contents of any written complaint which in the opinion of a majority of the Board may have merit

E. Whenever requested by a Port Commissioner or the Executive Director, or whenever it deems it in the public interest, the Board of Ethics shall investigate any suspected or alleged violation of the Code of Ethics. The Board may summon witnesses and schedule hearings in connection with any matter under investigation or inquiry.

F. The Board shall render a written opinion at the conclusion of an investigation; provided, however, no opinion may be issued unless the person or entity complained against has had an opportunity to present evidence on its behalf at a hearing before the Board. A copy of any written opinion shall be delivered to the Port Commission. A copy of any written opinion shall also be presented to any person or entity which was the subject of the investigation and, subject to Port Commission discretion exercised pursuant to subsection 7.H. below, to the person requesting the investigation or submitting the complaint which led to the investigation.

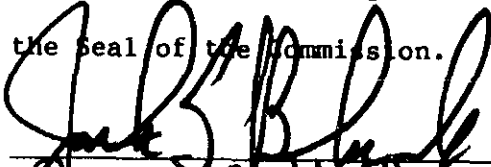
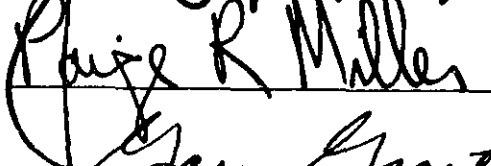
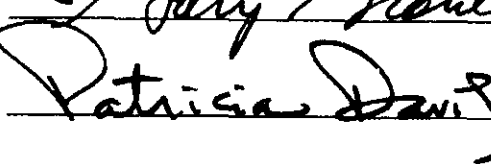
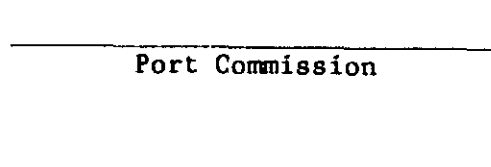
G. The Board may render written opinions concerning questions of ethics, conflicts of interests, and the applicability of the Code of Ethics to hypothetical circumstances or situations whenever it deems it in the public interest to do so or whenever requested to do so by a Commissioner. The Board of Ethics shall review all disclosure forms filed with it by Commissioners at least annually. The Board of Ethics may propose amendments to this Code to the Port Commission.

H. The Port Commission shall release any written opinion prepared by the Board to the public with any omissions the Commission, in its discretion, deems necessary to protect the privacy of Port officials and employees, consistent with Chapter 42.17 RCW and other public disclosure laws.

I. A member of the Board of Ethics may be removed for just cause by a majority vote of the Port Commission, after written charges have been served on the member and a hearing has been held by the Commission. A public hearing shall be held at the request of the Board member.

J. Board members shall be reimbursed by the Port for reasonable expenses incurred in the exercise of official Board of Ethics business. The Port of Seattle shall provide sufficient investigative and administrative support to enable the Board to reasonably carry out its duties hereunder.

ADOPTED by the Port Commission of the Port of Seattle this 12<sup>th</sup>  
November  
day of ~~October~~, 1991, and duly authenticated in open session by the signatures  
of the Commissioners voting in favor thereof and the seal of the Commission.

Port Commission

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