

# Environmental Justice Council Bylaws

Adopted March 28, 2024

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## Article I: Council Membership

### Council Appointments

The Governor appoints 16 Members to the Environmental Justice Council (Council) as described in [RCW 70A.02.110](#). Covered agencies shall serve as nonvoting, Ex Officio Liaisons to the Council as described in [RCW 70A.02.110](#).

### Council Member Terms

Council Member term lengths are outlined in [RCW 70A.02.110](#).

### Delegates for Tribal Representatives

[RCW 70A.02.110](#) does not specifically allow Members to have delegates or designees who can attend full Council meeting on behalf of a Governor-appointed Council Member; therefore, the Governor's Office does not authorize appointed Members, other than Members appointed to Tribal seats, to name delegates. Recognizing that the state's Government-to-Government relationship with Tribes warrants a unique approach, Members representing Tribal Communities and Tribal Members on the Council can have a delegate attend, participate in, and vote at Council meetings on their behalf. Recognizing the sovereignty of Tribes, these Members can also send support people or delegates to any Council committee or other small group meetings including Executive Committee meetings.

### Council Member Stipends and Reimbursement

Council Members, Tribal Member delegates, and support people (as described in Article IV) may be eligible to receive stipends and reimbursement for subsistence, travel, per diem, lodging, and child and adult care, as funding allows, as members of a class one group in compliance with

[RCW 43.03.220](#), [RCW 43.03.050](#), and [RCW 43.03.060](#) and in alignment with the Office of Equity guidance required under [RCW 43.03.270](#).<sup>1</sup>

## Article II: Council Executive Committee

### Council Executive Committee Duties

The full Council elects three to five voting Members of an Executive Committee from which two Members will be elected to serve as Co-Chairs of the Council. The Executive Committee shall include at least one Tribal representative and at least one community representative. The Executive Committee may meet when at least three Members are present, including one Co-Chair, one Tribal representative (or their delegate or support person), and one community representative, or with permission from absent Members to meet without them present as conveyed to staff. Absent Members will be informed about the discussion post meeting.

The Executive Committee is responsive and accountable to the full Council. The Executive Committee works to implement the full Council’s decisions made by consensus and has a responsibility to report back to the full Council, keep the Council informed, and seek guidance and feedback from the Council to improve Executive Committee processes and ensure it is fulfilling the Council’s vision. The Executive Committee cannot take “action” as defined by [RCW 42.30.020](#) of the Open Public Meetings Act.

The Executive Committee helps organize the work of the Council by:

- Organizing the agenda with input from the Council committees and Council Members.
- Discussing the issues that have the potential to impact Tribes and Tribal communities with the Tribal Representatives and notifying potentially impacted Tribal governments.
- Ensuring accountability of the Council to equitable governance with communities highly impacted by environmental health disparities and their needs and solutions.

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<sup>1</sup> Washington State Office of Equity. Community Compensation Guidelines. Available from <https://equity.wa.gov/resources/community-compensation-guidelines>. Accessed March 4, 2024.

- Communicating and coordinating with the Council's committees and receiving regular reports from the committees.
- Signing Council letters, memos, and other correspondence that have been adopted by the full Council. The Executive Committee may ask the Council Manager to sign Council-adopted correspondence as appropriate.

The Executive Committee works with Council staff by:

- Developing proposals, in consultation with relevant committees, for full Council review.
- Identifying the best Council Members to serve as spokespeople for the Council, in consultation with the relevant committee(s), on a case-by-case basis.

In addition to the duties of the Executive Committee outlined above, the duties of the Co-Chairs include but are not necessarily limited to:

- Facilitating at Council meetings or delegating meeting facilitation to staff, other Council Members, or an outside facilitator as appropriate.
- Guiding staff in communicating with Council Members to support engagement with the Council.
- Calling special meetings as needed in accordance with [RCW 42.30.080](#). The Co-Chairs will be responsive to requests from any Council Member to call a special meeting.

In addition to the duties of the Executive Committee outlined above, the duties of the Executive Committee Tribal representative include but are not necessarily limited to:

- In collaboration with the other Tribal representatives on the Council, directing staff on the Council's Tribal engagement.
- Facilitating discussions with the Tribal representatives to determine when an issue before the Council impacts Tribes (including but not limited to issues that impact treaty rights).
- Leading discussion on agenda items concerning issues that impact Tribes.

## Nomination and Election of Executive Committee

### Nominations

Any Member of the Council can nominate themselves or another Governor-appointed Council Member to one of the specific Executive Committee seats. Nominations may be made at a Council meeting or by communicating the nomination to Council staff prior to the meeting. Each Council Member will be notified of their nomination. Each Council Member accepting their nomination will review the duties of the Executive Committee as outlined in these bylaws and consider time, capacity, and ability to follow-through on these duties and then will then have an opportunity to share with the full Council how they would approach this role. After each nominee has had the opportunity to address the Council, the Council will hold a public vote.

### Election of the Executive Committee

Each Executive Committee seat is elected by a majority vote of the Council. Members who accept a nomination will be recorded as voting for themselves, unless they specify otherwise. If no one nominee receives a majority of the votes, the Council will hold a run-off election between the two nominees who received the largest number of votes.

The full Council will elect the Executive Committee Members in the following order: 1) Executive Committee Tribal representative 2) Executive Committee community representative and 3) Executive Committee open seat(s).

### Election of Executive Committee in the Event of a Vacancy

In the event of a vacancy, election of Executive Committee Members can also be done on an ad hoc basis by the Council through majority vote. A Council Co-Chair will call for nominations for the vacant seat(s) following the processes for nomination outlined above.

### Election of Interim Executive Committee Members

In the event that the Council is not fully appointed, the Council may choose to fill a vacant Executive Committee seat on an interim basis through majority vote by the Council until the Governor has appointed all sixteen voting Members. Once the Council is fully appointed, a Council Co-Chair may call for nominations to fill the interim seat on an ongoing basis through majority vote.

### Election of the Co-Chairs

Following the election of the Executive Committee Members, the Council will elect, through majority vote, two Co-Chairs from among the Executive Committee Members. Any Member of the Council can nominate Co-Chairs from among the Executive Committee Members by communicating the nomination to Council staff. A Council Member accepting their nomination will review the duties of the Co-Chairs as outlined in the bylaws and consider time, capacity, and ability to follow-through on these duties and will then have an opportunity to share with the full Council how they would approach this role.

The Council will vote for two Co-Chairs from a ballot including tickets with each possible combination of Co-Chairs who have been nominated. If no Co-Chair ticket receives a majority of the votes, the Council will hold a run-off election between the two tickets that received the largest number of votes.

### Election of a Co-Chair in the Event of a Vacancy

In the event of a single Co-Chair vacancy, the Council can elect, through majority vote, a new Co-Chair from among Executive Committee Members once the Executive Committee is again fully elected. Members who accept a nomination will be recorded as voting for themselves, unless they specify otherwise. The Council Chair will call for nominations for the vacant seat following the process for nomination outlined above.

## Election of an Interim Co-Chair

In the event that the Council is not fully appointed, the Council may choose to elect a Co-Chair on an interim basis through majority vote until the Governor has appointed all sixteen voting Members. Once the Council is fully appointed, the Chair may call for nominations to fill the interim seat on a regular basis through majority vote of the Council.

## Executive Committee Terms

The Executive Committee Members are each elected to two-year terms as required by [RCW 70A.02.110\(2\)](#). Terms begin upon election and continue until one of the following occurs:

1. Two-year term as an Executive Committee Member ends;
2. The term of appointment to the Council ends;
3. Resignation; or
4. A majority of members appointed by the Governor requests replacement and such replacement is made.

# Article III: Meetings of the Council

## Open Public Meetings

All Council meetings will comply with [RCW 42.30](#), the Open Public Meetings Act.

## Quorum

A quorum is nine voting (Governor-appointed) Members of the Council. If the Council is not fully appointed, then a quorum is a majority of the Governor-appointed Members. In the event that a Council Member is on a leave of absence, then a quorum is a majority of the Governor-appointed Members minus any Member(s) on leave of absence. While Council Members are urged to remain mindful of their capacity to meet their commitments to the Council, Members can take a leave of absence from the Council if needed. A Council Member is considered to be

on a leave of absence when a Council Member informs staff they will be missing at least two consecutive Council meetings and that they will be taking a leave of absence from the Council. Prior to taking a vote on any matter, the Council will announce in a public meeting how many Council Members are currently appointed and which seats they fill, if there are any Members on a leave of absence and which seats they fill, and how many Members are needed for a quorum. The Council may discuss issues and deal with administrative matters in the absence of a quorum, but it may not take any significant action (including but not limited to adopting any resolution, letter, guidance, recommendation, or other position) during a meeting if a quorum is not present.

The Council may choose to postpone taking action on an item if there are fewer than four of the seven community representatives and/or fewer than two of the four Tribal representatives present. Any voting Member can ask for a roll call prior to a vote to determine how many community and Tribal representatives are present. The Council may entertain a motion to adjourn without a quorum.

Anyone participating in the meeting, including a member of the public in the audience, may call for a roll call at any time after a quorum has been established. If a quorum is not present at the time of the roll call, no further actions can be taken by the Council unless additional Members join and re-establish a quorum.

## Decision Making Process

Council decisions are potentially complex with far-reaching implications and impacts. The goal of the Council's decision-making process is to bring about consensus with rigorous and candid discussions towards shared understanding and appreciation where interests, agreements, and disagreements exist.



## Routine & Simple Decisions

1. For routine decisions (e.g., adoption of the agenda or meeting notes) and simple decisions, after a motion is made, the facilitator shall ask if there are any objections.
2. If there are none, the facilitator declares the motion adopted.
3. If there are objections, the facilitator shall provide Members the opportunity to state their objections and have staff or Council Members respond. Council Members may offer amendment(s) to resolve the objection if possible. When the discussion is complete, the facilitator shall call for a vote in favor of the motion, opposed, or abstaining. If there are no opposing votes, the motion passes. If there are opposing votes, the motion does not pass, and the Council may return to discussing the motion.
4. Staff will indicate the result of the vote on the motion in the meeting notes.

## Substantive Decisions

1. For substantive decisions, any voting Member can make a motion. When making a motion, the Council Member will fully articulate the action to be considered by the Council.
2. The facilitator will next use tools of facilitation to ensure that the Council is ready to move forward with discussion of the motion. These tools include, but are not limited to, calling for a second to the motion, asking the Council if anyone has concerns with moving to discussion of the motion, taking a straw poll to gauge each Member's thoughts on the motion as proposed.
3. After a motion is made, the facilitator will ask for discussion. When it appears that discussion is exhausted, the facilitator will ask for a vote using the following options:
  - a. Yes, I approve.
  - b. Yes, with reservations.
  - c. Not voting until we have further discussion.
  - d. I don't approve, but I won't block.
  - e. I block, have serious concerns.
  - f. I stand aside, recuse myself.

4. If all Members vote A, B, D, and F, the motion passes.
5. If any Member chooses C or E, the motion does not pass, and the facilitator will ask the Council Members blocking if they can share their reasons to identify points of disunity. Council Members may offer an amended motion to move the Council toward consensus agreement.
6. For highly complex topics, the facilitator may ask for a straw vote using the choices outlined above (step 2).
7. The facilitator will announce the results of the vote and staff will record the result in the meeting notes.

### Substantive Decisions Impacting Tribes

The Council may choose to outline a different process for decisions that impact Tribes. Until that process is adopted formally into the bylaws, the Council will use the decision-making process outlined above.

## Article IV: Committees of the Council

The Council can convene or dissolve any committees (other than the Executive Committee and Governance Committee) by a vote of the Council. Committees allow for thoughtful, focused discussions in order to bring ideas and recommendations to the full Council for consideration. Committees will not take any formal action. As such, a quorum of committee Members is not necessary for a committee to meet. However, committee Members in attendance at a meeting may choose to cancel a meeting if they agree not enough Members are in attendance to inform a thoughtful discussion.

The full Council will approve the goal and scope of each committee. Committees will develop charters to bring to the full Council for approval. Committees are expected to provide regular updates to the Executive Committee and provide input as the Executive Committee drafts Council meeting agendas.

## Committee Membership

Committee participation will include Governor-appointed Council Members and Ex-Officio Members at a minimum. Each committee has the discretion to involve Members of the community in committee discussions or specific projects. Committee Membership must include less than a quorum of appointed Members.

Committee Members may be eligible to receive stipends and reimbursement for travel, lodging, and child and adult care, as funding allows, and in alignment with the Office of Equity guidance required under [RCW 43.03.270](#).

## Support Person Attendance in Committee Meetings

As Tribal Representatives to the Council may designate a delegate to serve in their place, as consistent with Article I, this section of the bylaws applies to non-Tribal Members.

While Council Members are urged to remain mindful of their capacity to meet their commitments to the Council and committee work, they may bring or send a support person to a committee meeting (other than Executive Committee meetings) where no formal action is taken pursuant to [RCW 42.30.020](#) of the Open Public Meetings Act. Consistent with the goals of co-governance and leadership development, and to ensure the productive and informed role of the support person, the Council Member designating or bringing a support person to Council committees must brief the person on the composition and culture of the Council; decision-making and committees; its enabling HEAL Act legislation, Climate Commitment Act, and other enabling laws and executive orders; environmental justice issues and topics; and their thoughts and opinions on said matters. The support person must understand the intention and role of providing support to a Council Member.

The support person may be a paid or unpaid person from the Member's organization, coalition, and/or their ally network(s). They must have the relevant knowledge, skills, and

abilities appropriate to the committee work. The support person's organizational affiliation should be disclosed in writing and, if paid by their organization, this should be disclosed in writing as well.

When the Council Member is attending the committee meeting, the support person can take notes and will not participate in the committee discussion. The notes and observations of the meeting and discussion will be transmitted to the Council Member.

When the Council Member is absent, the support person can represent the Member's thoughts and opinions in the discussion and assist in formulating committee recommendations. The support person may assist in formulating committee recommendations but not participate in consensus decision-making regarding the elevation of a draft recommendation to the full Council for consideration.

Committee processes, deliberations, and decision-making are iterative and require a high level of trust and comfort with candid discussion and disagreement. Consequently, the Council Member's designated support person attending committee meetings should be consistent for the selected committee.

Members will notify the committee and Council staff of the name of their support person before inviting them to join any committee meeting.

Committee Member(s) will engage the relevant Council Member who brought in the support person when there are concerns regarding mutual respect and ability to help maintain productive meetings, for dialogue and resolution.

## Article V: Council Ethics

The nature of our work requires a great deal of public trust, thus the Council is committed and obligated by law to establish and adhere to a culture of ethics, integrity, and transparency. As state officers and employees, Council Members, Ex Officio Liaisons, and Council staff must comply with [chapter 42.52 RCW](#), the Ethics in Public Service Act. The Council will also comply with the model rules approved by the Executive Ethics Board in [Advisory Opinion 96-09A](#), which require Members to disclose conflicts of interest (at any time a conflict arises) and recuse themselves from discussing and voting on those matters. In addition to these requirements, the Council will adhere to the following practices:

- Appointed Members are encouraged to review the Board and Commissions [Ethics in Public Service Act training](#) and Advisory Opinion 96-09A (linked above) every three years, but *at a minimum* Members shall review these policies upon appointment for each term and attest that they have taken the training. Ex Officio Liaisons and staff will comply with required policies and procedures related to the Ethics in Public Service Act for their respective agencies.
- Upon initial appointment, and on an annual basis thereafter, Council Members and Ex Officio Liaisons shall 1) disclose in writing to Council staff any paid or volunteer affiliations that are related to the Council's scope of work and 2) attest that they have reviewed examples of what does and what does not constitute a conflict of interest. Council staff will record and post affiliations on the Council's webpage. The Council will work to maintain an updated list of examples to ensure Council Members are informed about when they must disclose a conflict of interest and recuse themselves as outlined above and by the Executive Ethics Board in Advisory Opinion 96-09A. To foster transparency, when meeting with each other or other partners, Council Members and Ex Officio Liaisons will indicate whether they are speaking on behalf of the Council, meeting as an individual Member of the Council, or meeting as a representative of another organization or entity. See Article II for the process for designating Council spokespersons.

- The Council Manager will serve as the Council's designated Ethics Advisor and will consult with the Department of Health's Ethics Advisor, the Executive Ethics Board, and the Attorney General's Office as needed.

## Article VI: Amendments to the Bylaws

The Governance Committee will review the bylaws at least every two years and make recommendations to the full Council for amendments as needed. Any Member who wishes to propose changes to the bylaws can propose the recommended amendment to the full Council or, preferably, bring their proposal to the Governance Committee who will work with the Member to fashion a proposal for the full Council's consideration. Amendments to the bylaws must be noted on the Council agenda and be discussed at a minimum of two Council meetings prior to adoption. Amendments to the bylaws will be considered using the consensus-based decision-making process outlined in Article III when at least two-thirds of the Governor-appointed seated Council Members are present.