



Upper Columbia Salmon Recovery Board Operations Manual

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1 Operational Policies

1.1 Disclosure of Public Records

Definitions

“Public record” includes any writing containing information relating to the conduct of government or the performance of any governmental or proprietary function prepared, owned, used or retained by any state or local agency regardless of physical form or characteristic.

“Writing” means handwriting, typewriting, printing, Photostatting, photographing, and every other means of recording any form of communication or representation, including letters, words, pictures, sounds, or symbols, or combination thereof, and all papers, maps, magnetic or paper tapes, photographic films and prints, magnetic or punched cards, discs, drums and other documents.

Requests for Public Records

All requests shall be directed to the Management Board business office. The request shall include the following information:

1. The name of the person requesting the records;
2. The date of the request;
3. The identifiable record(s) being requested.

Time, Inspection and Copying of Public Records

Public records shall be available for inspection and copying during the regular office hours: Monday through Friday, 8:00 AM to 5:00 PM, excluding legal holidays. Public records required to be disclosed by chapter 42.17 RCW, shall be made available for inspection under the supervision of the Board’s business office. Arrangements for photocopying of documents in accordance with RCW 42.17.300 shall be made by the Board’s business office in such a way as to protect the records from damage or disorganization and to prevent excessive interference with other essential functions of the agency.

No fee shall be charged for the inspection of public records. The Board imposes a charge for providing copies of public records and for the costs of envelopes, postage, and other charges as allowed by the law. No person shall be provided a copy of a public record which has been copied by the Board at the request of such person until and unless such person has tendered payment for the charge for providing such copying. No document

shall be physically removed by a member of the public from the viewing area. Nor shall any member of the public who is viewing documents disassemble, deface, or cause the disorganization of documents for any reason whatsoever.

Exemptions

The Management Board reserves the right to determine that a public record requested is exempt under RCW 42.17. Responses by the Board refusing, in whole or in part, inspection of any record shall include a statement of the specific exemption authorizing the withholding of the record (or part) and a brief explanation of how the exemption applies to the record withheld.

Denial of Public Records Request

The person who has been denied access to public records may submit a petition for reconsideration to the Chairman through the Board's business office. The petition shall be reviewed promptly, and the action of the executive assistant shall be approved or disapproved. Action upon the petition shall constitute the Board's final action for purposes of judicial review.

1.2 Purchasing Goods, Services and Equipment

Intent

This policy is intended to provide guidelines for procuring goods and services for the Board's operations. As a grant-based organization the Board is mindful that the prudent use of public funds is expected. Effort should be made to procure goods and services in a manner consistent with public agency standards while not sacrificing quality. In addition to these policies, the Board is required to adhere to the procurement policies set forth by their granting agencies, specifically RCW 39.26 and CFR 200.320. Procurement of goods and services insofar as practicable, must utilize a competitive, transparent process, which may include telephone, electronic or web-based estimates or bids.

Definitions

"Competitive solicitation" means a documented process providing an equal and open opportunity to goods/services providers and culminating in a selection based on predetermined criteria which may include such factors as the consultant's fees or costs, ability, capacity, experience, reputation, responsiveness to time limitations, responsiveness to solicitation requirements, quality of previous performance, and compliance with statutes and rules relating to contracts or services.

"Bid" means an offer, proposal, or quote for goods or services in response to a solicitation issued for such goods or services.

"Bidder" means an individual or entity who submits a bid, quotation, or proposal in response to a solicitation issued for such goods or services

Non-competitive procurement can only be used for emergency or sole-source justified contracts, direct buy purchases less than \$10,000, or for contracts between UCSRB and entities of the UCSRB Interlocal Agreement.

WA Master Service Contracts

Procurement through the WA Dept. of Enterprise Services' Master Contracts may be used when it can reasonably address UCSRB's needs for goods/services.

Direct Buy

Purchases under \$10,000 (or \$13,000 from a micro- or minibusiness with gross annual revenues less than \$1 million) may be obtained directly from a vendor without a competitive process. The cumulative total per year to any one direct buy vendor cannot exceed these amounts without initiating a competitive solicitation.

Solicitation of Estimates Process For Procurement Under \$50,000

Solicitation of estimates requires the following:

1. Prepare written document to include, at a minimum: description of services required, project schedule, request for consultant's qualifications, request for costs or fees, and due date for responses.
2. Request cost estimates or rate quotes from a minimum of three firms or individuals. May be solicited and received via telephone or email.
3. Evaluate responses and make award decision.
4. Document for the file: names of firms solicited; copy of solicitation document; copy of rates/estimates received; basis for award decision; and copy of the contract.

Competitive Bid Process For Procurement Greater Than \$50,000

Competitive bid process for procurement greater than \$50,000 requires the following:

1. Advertising the solicitation for a minimum of one day in at least one major daily newspaper generally distributed in the North Central Washington area and posting the solicitation on the Board's website;
2. A formal Request for Proposal (RFP) and Request for Qualification and Quotations (RFQ) document shall be available to inquirers.
3. Date of Receipt will be stamped and documented.
4. Late proposals are not generally accepted.

5. A selection committee will make contracting recommendations to the Board. Evaluation Criteria will be published, and the screening committee will document their findings.
6. Formal documentation of the process will be retained as a permanent record. Such documentation shall include:
 - Public Notice
 - Names of firms that were directly sent the solicitation
 - Copies of all proposals
 - Scoring Evaluation Criteria
 - Summary sheet of selection committee scoring and recommendations
 - Written notification of successful and unsuccessful bidders.

Sole Source Contracts

“Sole source” means a contractor providing goods or services of such a unique nature or sole availability at the location required that the contractor is clearly and justifiably the only practicable source to provide the goods or services.

Emergency Contracts

“Emergency” means a set of unforeseen circumstances beyond the control of the agency that either:

1. Present a real, immediate threat to the proper performance of essential functions; or
(b) May reasonably be expected to result in material loss or damage to property, bodily injury, or loss of life if immediate action is not taken.
2. When contracting under an emergency basis the competitive bid process is not used however emergency circumstance justification shall be documented prior to contracting.

Contracts Under Interlocal Agreement

Pursuant to RCW 39.34.080 any one or more public agencies may contract with any one or more other public agencies to perform any governmental service, activity, or undertaking which each public agency entering into the contract is authorized by law to perform: PROVIDED, that such contract shall be authorized by the governing body of each party to the contract. Such contract shall set forth fully the purposes, powers, rights, objectives, and responsibilities of the contracting parties.

Contract Amendments

The Board will approve contract amendments that change the scope, budget and schedule. The Executive Director will approve no-cost time extensions. When the cumulative total of the procurement or subsequent amendment is awarded to a contractor in a fiscal year reaches \$50,000 or greater, the contract or amendment that

brings the total to or over the \$50,000 amount shall require competitive bid process, or sole source justification.

Equipment

“Capital expenditure” means the cost of the asset including the cost to put it in place. Capital expenditure for equipment means the net invoice price of the equipment, including the cost of any modifications, attachments, accessories, or auxiliary apparatus necessary to make it usable for the purpose for which it is acquired.

“Equipment” means an article of non-expendable, tangible personal property having a useful life of more than one year and an acquisition cost of at least \$5,000.

“Other capital assets” means buildings, land, and improvements to buildings or land that materially increase their value or useful life.

Items of equipment with an acquisition cost of less than \$5,000 are considered to be supplies for purchasing purposes, although equipment valued at \$5,000 or more will be depreciated per UCSRB accounting policy.

1.3 Executive Director Transition

The executive director is the most critical position within an organization. When an executive director leaves prematurely or without planning, staff turnover may increase, programs and special initiatives may lose momentum, services may weaken, and some organizations may tailspin into crisis. Carefully planned executive transitions can minimize these consequences and lay the groundwork for new leadership, innovation and ideas. Executive director departures present many challenges and opportunities that the board and staff need to be prepared to handle to make the organization's transition effective.

In the executive director transition process, the director, board, and staff each has a critical role to play. The following are general recommendations for preparing for the departure of an executive director. A fundamental recommendation is that the board and executive director discuss the director's plans regarding tenure and executive director transition as a regular part of the director's annual evaluation.

The departing executive director should:

1. Give as much notice as possible of the director's resignation to the board and staff.
The length of resignation may depend on how long the director has held the position, the status or fragility of the program and the transition plans in place.

2. Develop a departure communication strategy first to the board and in consultation with the board then to staff and the broader community explaining why and when the director will be leaving

The board should:

1. Strengthen its leadership by becoming more active and engaged in the organization and taking stock of existing board roles, relationships, and expectations.
2. Ensure that the executive director, board, and staff are in regular communication about the transition process as it unfolds.

The board, executive director and staff working together should:

1. Notify key funders of the impending departure of the director and plans for a carefully planned transition.
2. Minimize the impacts of the departure on staff morale and retention by fostering communication, teambuilding, and attending to employee relationships.
3. Ensure that enough funds are available at the time the new director starts for operating expenses and to avoid financial crisis management. During this transition the board may empower its executive committee to meet more frequently to oversee spending if there is a concern about the program's fiscal situation.
4. Handle any pending major legal issues affecting the internal organization.
5. Work to ensure that the bookkeeping, records, information systems and physical property are secure and maintained during the transition.

Leading and managing the transition process is the responsibility of the board. In carrying out those tasks, the board may appropriately engage others. For example, the board, staff and outgoing executive director could establish a group (for clarity such a group will be referred to as a "Transition Committee") to develop and implement a plan for the hiring and orientation of the new director and ensure a smooth leadership transition from the outgoing executive director to the new executive director. Smaller boards may not need to establish a separate group to engage in this work.

The transition committee or other body should:

1. Be responsible for the overall transition process.
2. Consist of board and staff leaders and such other persons as will represent a broad spectrum of interest in program.
3. Strive for diversity on the committee, particularly with regard to race, gender, and organizational position.
4. Report to and make recommendations to the full board with input and involvement from the staff.
5. Develop a plan, timetable, and budget for its work.
6. Hire an outside organizational development consultant to give advice to the transition committee throughout the process, unless there are compelling reasons not to do so.

The board should adopt specific hiring protocols to conduct a search process for the new executive director. The following protocols are suggested.

Interim Director

Many organizations have found that naming an interim director has been useful. The board should consider if it will need an interim executive director. An interim director may be necessary if the departing director provides little notice or the departure will occur significantly before the new director is hired and oriented, or if the board anticipates it will have difficulty in acquiring a diverse candidate pool. An interim executive director may be an outside consultant, or an internal person such as a deputy director, associate director, other managing staff or board member. Generally, an interim director should not be a candidate for the permanent position, unless they are a serious candidate for the position, possess the qualities and skills necessary for long-term leadership, and their involvement in the search process would not provide them with an unfair advantage. The interim director and the board chair should establish a temporary chain of command and system for decision-making and communication among board, staff, funders, and volunteers to ensure a smooth interim transition.

Executive Director Hiring

The board may decide to hire a search firm to lead the search for the permanent executive director. Search firms may offer valuable assistance with recruitment, initial screening, and advice about effective resume review, interview and hiring techniques. These firms should have extensive experience in outreaching to diverse candidates. Some firms may be strong search firms but may not have the organizational development skills to assist with activities that need to happen before and after the search process. Organizational development or executive transition consultants may be more helpful with non-search activities. Your organization should explore the advantages and disadvantages of working with search or other types of consultants to assist you with this process.

The board may decide to delegate many of its hiring functions, but, the full board should be fully informed about and approve the major steps taken as the process moves forward. If the board decides to delegate its functions it may appoint the transition committee, or/and other body to conduct the hiring process. This “hiring body’s” (which could be the transition committee) responsibilities could include developing a plan and timetable that includes drafting a job description to be approved by the board, supporting recruitment, ensuring diversity in the applicant pool, reviewing resumes, and conducting interviews.

Board members and/or members of the hiring body may benefit from training or consultation from the diversity coalition or others on effective diversity hiring practices.

Mini Organizational Assessment

Once the new Executive Director is hired he/she may want to work with the Board to conduct listening sessions or a mini organizational assessment to determine immediate priorities and needs of staff, stakeholders, partners and Board members.

1. The assessment should examine current organizational strengths, weaknesses, opportunities, threats, priorities and resources. The assessment should be designed to allow the new Executive Director and Board to identify any priority actions that should be undertaken.
2. The Board and new Executive Director may wish to pursue a full strategic planning process once the new Executive Director is situated in his/her role

1.4 Document Retention and Destruction Policy

This Document and Retention and Destruction Policy of the identifies the record retention responsibilities of staff, volunteers, members of the Board of Directors, and outsiders for maintaining and documenting the storage and destruction of the UCSRB's documents and records.

Rules

The staff, volunteers, members of the Board of Directors and outsiders (i.e., independent contractors via agreements with them) are required to transfer to the UCSRB Human Resources, Legal or Administrative staffs/departments or their equivalents all paper or electronic documents. These documents will be retained and maintained under the terms below:

Terms for Retention

Retain Permanently:

Governance Records – Charter and amendments, Bylaws, other organizational documents, governing board and board committee minutes.

Tax Records – Filed state and federal tax returns/reports and supporting records, tax exemption determination letter and related correspondence, files related to tax audits.

Intellectual Property Records – Copyright and trademark registrations and samples of protected works.

Financial Records – Audited financial statements, attorney contingent liability letters.

Retain for Ten Years:

Pension and Benefit Records – Pension (ERISA) plan participant/beneficiary records, actuarial reports, related correspondence with government agencies, and supporting records.

Government Relations Records – State and Federal lobbying and political contributions reports and supporting records.

Retain for Five Years:

All Other Electronic Records, Documents, and Files – Correspondence files, past budgets, bank statements, publications, employee manuals/policies and procedures, and survey information.

Retain for Three Years:

Employee/Employment Records – Employee names, addresses, social security numbers, dates of birth, INS Form I-9, resume/application materials, job descriptions, dates of hire and termination/separation, evaluations, compensations information, promotions, transfers, disciplinary matters, time/payroll records, leave/comp time/FMLA, engagement and discharge correspondence, documentation of basis for independent contractor status (retain for all current employees and independent contractors and for three years after departure of each individual).

Lease, Insurance, and Contract/License Records – Software license agreements, vendor, hotel, and service agreements, independent contractor agreements, employment agreements, consultant agreements, and all other agreements (retain during the term of the agreement and for three years after the termination, expiration, non-renewal of each agreement).

Exceptions

No paper or electronic documents will be destroyed or deleted if pertinent to any ongoing or anticipated government investigation or proceeding or private litigation. Exceptions to these rules and terms for retention may be granted only by the UCSRB's Executive Director or Chairman of the Board.