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**CLARK COUNTY**  
WASHINGTON

## BOARD OF CLARK COUNTY COUNCILORS

Tom Mielke • David Madore • Jeanne E. Stewart

C-Tran Board of Directors  
PO Box 2529  
Vancouver, WA, 98668

Dear Chairperson,

On behalf of Clark County and its citizens, this letter will assert and memorialize a point of order. This meeting is in violation of the current C-Tran bylaws because it is being conducted by an improperly constituted governing board. We cannot take lawful action in this meeting until we have a properly constituted governing board that is consistent with our current bylaws.

If any action is to be taken today with respect to the bylaws, the first order of business would be a vote to amend the bylaws to authorize a newly constituted governing board. If that vote passes, then the newly constituted board would then continue this meeting. If that vote fails, the lawful reason should be stated for the negative vote.

However, we are not ready for such a vote. We should not be voting to amend the bylaws until a properly noticed and properly conducted Composition Review Committee meeting determines the appropriate composition of the governing board. The November 18, 2014 meeting did not fulfill the necessary notice requirements under the Open Public Meetings Act, nor did that committee communicate any appropriate basis to change the board composition as required by law. RCW 36.57A.055; 42.30.080.

The Clark County Board of Councilors asserts that C-Tran violated the Open Public Meetings Act by failing to provide proper notice of the November 18, 2014 special meeting, including to members of the public. At that meeting, inappropriate action was then taken to remove a C-Tran governing board seat from Clark County citizens, resulting in an imbalance of power in downtown Vancouver, and reduced representation for our most rural citizens in Yacolt and other outlying areas.

That decision was inconsistent with the function of county government upon which this organization was created. It was also inconsistent with and in violation of the requirements of RCW 36.57A.055 governing the board composition review committee and any changes to the composition of the C-Tran board.

Since the C-Tran Governing Board composition can be considered only once every four years, state law mandates that an extraordinary 20-day notice be provided to ensure that all shareholders and citizens are given ample opportunity to voice their opinions and concerns before a decision is made to lessen their representation. That did not happen. Rather than the citizens being notified 20 days in advance, many citizens in rural Clark County were not notified until the day after that special meeting due to C-Tran's failure to provide timely notice to The Reflector. It was discovered after the fact that citizens had been denied the opportunity to participate as provided by law.

The Open Public Meetings Act is intended in part to protect and serve the citizens' interests.

That act states "The people insist on remaining informed so that they may retain control over the instruments they have created." RCW 42.30.010

Further, that act states "Any action taken at meetings failing to comply with the provisions of this subsection shall be null and void." RCW 42.30.060

Since C-Tran clearly did not fulfill the steps prescribed by law for the benefit of the citizens, we assert that the lawful governing board should continue to govern C-Tran until a new lawful, appropriate and properly-noticed process can be completed.

The Clark County Board of Councilors appeals to C-Tran elected representatives to respect the citizens and uphold state law and the adopted C-Tran bylaws. This reasonable and timely correction, if done this evening, would avoid confusion and ensure the orderly continuity of C-Tran business. Until a proper board composition review process can be conducted, however, any effort to change the composition of the governing board, or to amend the existing bylaws of C-Tran, would be improper and premature.

Respectfully,



David Madore, Chair



Jeanne E. Stewart, Councilor



Tom Mielke, Councilor

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