

CITY OF TACOMA DEFERRED COMPENSATION PLAN

Administrative Committee

BYLAWS

ARTICLE I - OBJECTIVE

The Deferred Compensation Administrative Committee shall, pursuant to Plan adopted by the City Council under the authority provided by TMC Section 1.12.115, administer the City's voluntary deferred compensation Plan. Said Committee shall further administer the Plan, as a trust fund under applicable laws of the State of Washington and the United States.

The Administrative Committee of the City's Deferred Compensation shall is hereafter referred to as the Committee.

ARTICLE II - MEMBERS

The administration of the Deferred Compensation Plan is vested in the Committee as provided by Article I of the Plan. The members are the Human Resources Director; Chief Deputy City Attorney; City Treasurer; Manager designated by the Director of Public Utilities; Human Resources Benefits Manager; a Joint Labor Committee Representative, or their respective designees.

ARTICLE III - OFFICERS

Section 1. Committee - Officers. There shall be a Chair and Vice Chair who shall be elected by majority vote of the Committee. The Human Resources Benefits Manager shall serve as the Ex-Officio Secretary.

Section 2. Election of Officers. Term of office for the Chair and Vice Chair is as follows:

Chair -
For the term of two years

Vice Chair -
For term of two years

The terms of office of Chair and Vice Chair shall be staggered, with the election of only one of the two offices occurring at the Committee's regular October meeting each year. Provided, however, that in the first year immediately following the original adoption of these By-Laws, the term of office for the] Vice Chair shall be for one year, with two year terms following thereafter. In the case of death, resignation or removal of any officer, the Committee shall elect from among its members a person to serve the remaining term resulting from the vacancy.

ARTICLE IV - DUTIES OF OFFICERS

Section 1. Presiding Officer - Chair. The Chair shall be the presiding officer, or in his or her absence, the Vice-Chair, shall conduct the business and deliberation of the

Committee under these rules. The Vice-Chair shall be elected by the Committee. If both the Chair and Vice-Chair are absent and a quorum is present, the Secretary will preside in their absence.

Section 2. Duties of Chair. The Chair shall:

- 1) Conduct the meeting.
- 2) Preserve order and decorum in the meeting.
- 3) Decide all questions of order, subject to appeal to the Committee.
- 4) Recognize the members of the Committee in the order in which they request recognition.

No member shall be recognized and permitted to speak on the same matter more than once until after all other members of the Committee have had an opportunity to be recognized and heard.

- 5) Observe and enforce all rules adopted by the Committee.
- 6) Sign all resolutions adopted by the Committee and such other documents whose execution requires a signature on behalf of the Committee.

Section 3. Rights of the Chair. The Chair, as a member of the Committee, shall have the same rights and be governed by the same rules as other Committee members.

Section 4. Duties of the Secretary. The Secretary of the Committee shall:

- 1) Certify the minutes of the Committee meeting as approved by the Committee.
- 2) Sign all resolutions adopted by the Committee.
- 3) Upon proper request certify copies of resolutions and other records of the Committee and Plan.

Section 5. Appointment of Acting Secretary. In the absence of the regular secretary, the Chair shall sign the minutes.

ARTICLE V - MEETINGS

Section 1. Open Public Meetings Act. All meetings will be subject to the Washington State Open Public Meetings Act (Revised Code of Washington, Chapter 42.30).

Section 2. Time and Location. The Committee meets regularly on the Third Thursday of each February, May, August and November at 1 p.m. in Conference Room 1448, 747 Market Street, Tacoma, Washington. Due to special circumstances, the regular meeting date and place may be changed or additional meetings may be scheduled by the Committee. The times and dates of all meetings will be publicized as required by law and are open to the public. Copies of the agenda and the Committee minutes will be available in the City Clerk's Office, 747 Market Street, Room 220, Tacoma, Washington, and the Risk Management Office, 747 Market Street, Room 1520, Tacoma, Washington.

Section 3. Quorum Required. A quorum for the routine transaction of business will consist of not less than four members; whereas those items requiring a two-thirds

majority vote according to "Robert's Rules of Order" will require a minimum of four members of the Committee to be present and will require an affirmative vote of not less than four members of the Committee to transact non-routine business. Those items include: matters relating to contracts with Third-Party Administrative Service Providers, consultant contracts (except legal), Plan revisions, budget, and By-Laws amendments.

Section 4. Special Meetings. Special meetings shall be held on the call of the Chair, the Human Resources Benefits Manager, or at the request of a majority of the members of the Committee. All special meetings will be subject to the Washington State Open Public Meetings Act of 1971 (as amended by Chapter Nos. 69 and 366, Laws of 1985). The requesting party(ies) will submit in writing such request for special meeting and agenda item(s) to be covered at the time of such request.

Section 5. Hardship Hearings. When an application for hardship withdrawal is received by the Risk Management Office, a special meeting may be scheduled for purposes of conducting a hearing on the plan participant's hardship application. Such hearings are quasi-judicial¹ and hearings may be conducted in closed session to protect the privacy rights of the applicant. No hearing shall be held unless a quorum of Committee Members is present and able to deliberate on the application. Any final decision taken on a hardship application shall in compliance with the requirements of Washington law.

Section 6. Order of Business. Except as may be otherwise directed by the Chair, or by action of the Committee, the order of business for meetings of the Committee shall be as follows:

1. Call to Order
2. Roll Call
3. Adoption of Minutes
4. Third Party Administrator Activity and Reports
5. Old Business
6. New Business
7. Chair's Report
8. Good of the Order
9. Adjourn

Section 7. Rules of Order. Meetings shall be conducted formally in the manner common to like boards or committees. Robert's Rules of Order shall be followed.

Section 8. Suspension of Rules. No rule shall be suspended except by a majority vote of Committee members present at the meeting, and a motion to suspend a rule is not debatable. Vote on the motion may be by voice vote, or by roll call if requested by a member.

¹ A decision or action is quasi-judicial if a court could have been charged with making it initially, it is one which the courts historically have made, it involves the application of existing law to facts for the purpose of declaring or enforcing liability, and it resembles the ordinary business of courts.

Section 9. Filing New Matter. No new agenda item, subject, communication, article, or material shall be placed before the Board for its comments thereon or consideration, or shall be discussed or read, unless it shall have been requested in writing and filed with the Risk Management Office and copies thereof sent out to the members of the Committee with the Agenda one week preceding the day on which the meeting of the Committee is scheduled to be held.

ARTICLE VI - COMMITTEE

The Committee may appoint a sub-committee to review or research any pertinent information and provide the Committee with a recommendation. Once the recommendation has been made to the Committee, the sub-committee's responsibilities shall cease unless they are a permanently assigned to a sub-committee. Sub-Committee meetings will be posted and conducted as per the Open Public Meeting Act.

Sub-committees of the Committee include the following:

Hardship Committee: Four Committee members and an alternate as designated by the Chair, with legal counsel as advisor.

Budget Committee: Three Committee members appointed by the Chair.

Ad-Hoc Committees may be appointed by the Chair of the Committee or Vice Chair, as needed, to review items which require attention before a Committee meeting is scheduled. The Chair of the Committee will keep the Committee and Human Resources Benefits Manager advised should Committee members wish participation or staff assistance be requested.

ARTICLE VII - STANDARD REPORTS

The plan participants shall be advised of the meetings by public notice. Copies of the minutes will be posted on the City of Tacoma intranet and distributed to anyone who requests copies of the minutes.

The plan participants shall further receive such reports from Third Party Administrators and Consultants as the Committee may require.

The City Manager and Director of Utilities shall receive an Annual Report on an annual basis.

ARTICLE VIII - MISCELLANEOUS

Section 1. Request to be Heard. A participant in the City of Tacoma Deferred Compensation Plan, not satisfied with a decision and/or ruling of a Third Party Administrative Service Provider, may request to be heard by the Committee. The Committee, after reviewing the case and the ruling, shall then grant or refuse a hearing on the matter.

Section 2. Committee Records. A record shall be maintained in the Risk Management Office covering all Committee decisions and/or rulings in the operation of the Plan. Decisions may be made available to the participants and the public through other appropriate reports, as provided by law.

Section 3. Waiver of Notice. Any officer or Committee member may waive, in writing, any notice required to be given by the laws of the State of Washington or under these Bylaws, whether before or after the time stated therein

Section 4. Amendments. These Bylaws may be altered, amended or repealed by a vote of the Committee members at any meeting consistent with the quorum provisions of these By-Laws. Any Committee member may submit a proposed amendment to the Bylaws.

Adopted: As Amended December 4, 2014