

# Proposed Charter Addition Re: Agreements with Federally- Recognized Tribes (new)



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Proposed Revisions from: Internal Governance Work Group  
Presenter: Dana Henderson, NWSA General Counsel

# Action Requested

Internal Governance Work Group requests Managing Members' approval of proposed additions to the NWSA Charter on the following topic: Agreements With Federally Recognized Tribes in substantially the same form as presented

# ***What gave rise to this proposed new section?***

- Internal Governance Work Group (IGWG) is mid-stream on a comprehensive Charter review, including issues referred to IGWG for evaluation by the Managing Members, and issues brought forward by staff stemming from day-to-day work resulting in recommendations for proposed edits.
- The Managing Members specifically referred the question of which entity should be paying and negotiating tribal agreements to the IGWG.
- After extensive study and discussion, the IGWG has a recommendation on this issue that is being presented today for MM review and approval.
- Edits have been vetted and agreed by staff and counsel of all 3 entities.



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# *Primary issues to address and definitions*

- **Operational Agreements:** Agreements necessary to gain approval for PDA projects
  - Example: Maritime Access and Impact Mitigation Agreement between Muckleshoot Indian Tribe, Port of Seattle, and the Northwest Seaport Alliance (previously funded by NWSA)
- **Project Agreements:** Agreements necessary to gain approval for vessel traffic and operations associated with PDA Licensed Properties
  - Example: Terminal 5 Modernization Program: Agreements for in-water work during fish window

# IGWG Recommendation on Tribal Agreements

	Project Agreement	Operational Agreement	Notes
	PDA pays 100%	Homeport/NWSA Split 50/50	<i>“Split 50/50” means 50% Homeport 50% PDA, which would effectively mean a 75% PoS/25% PoT</i>
	PDA leads negotiations	Homeport leads negotiations	<i>Port of Seattle cruise operations contribute to need for Tribal Maritime Access and Impact Mitigation Agreements</i>

Issue/Title	Current Language	Proposed Language - options	Notes
Agreements with Federally-recognized Tribes	<b>None. New proposal</b>	<ol style="list-style-type: none"> <li>Subject to the delegation of authority provisions herein and unless otherwise approved by the Managing Members, agreements with federally recognized tribes shall be funded as follows: <ol style="list-style-type: none"> <li>Agreements necessary to gain approval for PDA projects (i.e. “Project Agreements”) shall be fully funded by the PDA. The PDA will have primary responsibility for negotiations with the tribe(s) for such agreements but will coordinate with the Homeport(s).</li> <li>Agreements necessary to gain approval for vessel traffic and operations associated with PDA Licensed Properties (i.e. “Operational Agreements”) shall be jointly and equally funded by the PDA and Homeport(s) and the PDA and Homeport(s) will share responsibility for negotiations with the tribe(s).</li> </ol> </li> <li>Alternatively, the Managing Members may agree on a different cost-share approach for Operational Agreements in the event of special, unforeseen or unexpected circumstances.</li> <li>For any jointly funded agreements, the Homeport(s) will have primary responsibility for negotiations with the tribes, but will coordinate closely with the PDA. Both the PDA and applicable Homeport(s) shall be a signatory party to any jointly funded tribal agreements.</li> </ol>	<p>Homeports and PDA will equally split the cost of operational agreements and share responsibility for negotiating operational agreements.</p> <p>MM’s may agree to jointly fund project agreements. They may also approve a different cost-share for operational agreements.</p>

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