

RESOLUTION NO. 1647

**A RESOLUTION RELATING TO ECONOMIC DEVELOPMENT;
AMENDING THE PROVISIONS OF THE CHARTER OF THE PORT OF
PASCO ECONOMIC DEVELOPMENT CORPORATION CONCERNING
MEMBERSHIP OF THE BOARD OF DIRECTORS; RESTATING
RESOLUTION 745 AND AMENDING RESOLUTION NO. 707.**

WHEREAS, the Attorney General of the State of Washington has issued an Opinion (AGO 1983 No. 17) concerning membership of boards of directors of public corporations created pursuant to Chapter 39.84 RCW; and

WHEREAS, the Port Commissioners of the Port of Pasco, Franklin County, Washington (the "Port") desires to amend the Charter of the Port of Pasco Economic Development Corporation (the "Corporation") in order to conform to interpretations of applicable law contained in the above-referenced Opinion; and

WHEREAS, THE Port Commissioners wish to restate the amending provisions of Resolution 745 with certain other minor changes;

NOW THEREFORE, BE IT RESOLVED by the Commission of the Port of Pasco in Franklin County, Washington, as follows:

Section 1. Section 1 of Resolution No. 707, and the Charter of the Corporation that comprises an Exhibit to Resolution No. 707, are each amended such that Article 6 of the Charter of the Corporation shall read as follows:

ARTICLE 6

Board of Directors

6.1. Power. The affairs of the public corporation shall be governed by a board of directors.

6.2 Number and Qualifications. The entire board of directors shall consist of the Port of Commissioners of the Port, serving ex officio.

6.3 Term. The term of each member of the board of directors shall coincide with that member's term as a Port Commissioner.

6.4 Vacancies. Any directorship to be filled by reason of an increase in the number of directors of this public corporation shall be filled by the person or persons designated in a resolution adopted by the Port. A person designated to fill a new directorship shall serve for a term as provided in the Resolution by which they are designated.

6.5 Quorum. A majority of the board of directors shall constitute a quorum for the transaction of business. The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the board.

Section 2. Wherever the term "ordinance" is used in Resolution No. 707 it shall be replaced by the term "resolution".

Section 3. Section 3 of Resolution No. 707 of the Port is hereby amended to read as follows:

Section 3. The Port Commissioners of the Port of Pasco shall serve, ex officio, as the members of the Board of Directors of the Corporation, and the terms of such Directors shall coincide with their terms as Port Commissioners.

Section 4. For the purpose of certifying to the authenticity of this resolution, the Secretary of the Port Commission shall act as the clerk of the Port District under RCW 39.84.030 (1).

Resolution No. 745, dated the 8th of December 1983, is hereby rescinded, and this Resolution 1647 is to be ADOPTED this 29th day of January, 2025.


PORT OF PASCO COMMISSION



Jean Ryckman, President



Hans-Joachim Engelke,



Vicki Gordon,