



RESOLUTION NO. 2023-03

CONSENT OF WESTERN WASHINGTON UNIVERSITY TO THE AMENDMENT OF THE ARTICLES OF INCORPORATION OF WESTERNWASHINGTON UNIVERSITY FOUNDATION

WHEREAS, Western Washington University (the “University”), an agency of the Washington state government, and the Western Washington University Foundation (the “Foundation”), a Washington nonprofit corporation that is recognized by the Internal Revenue Service as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and that is organized to support the purposes of the University, entered into an agreement in 1995, which was amended in 2010 and again in 2016 (the “Agreement”), which defines the terms of the relationship between the University and the Foundation;

WHEREAS, the Agreement says that the Foundation shall “[n]ot change its stated purpose for existence as set forth in Article IV of its Articles of Incorporation during the lifetime of this Agreement without first obtaining written consent from the University”;

WHEREAS, the Foundation desires to amend its purposes in Article IV of its Articles of Incorporation to reflect the merger of the Alumni Association of Western Washington University with and into the Foundation, which merger the University has determined to be in the University’s best interest; and

WHEREAS, the Board of Trustees of the University desires to consent to the amendment to the Foundation’s purposes in Article IV of its Articles of Incorporation and to delegate to the University President the authority to execute all documents necessary to effect such merger.

NOW, THEREFORE, the Board of Trustees of the University hereby consents to the amendment to the Foundation’s purposes in Article IV of its Articles of Incorporation and delegates to the University President the authority to execute all documents necessary to effect such merger.

PASSED AND APPROVED by the Board of Trustees of Western Washington University at its meeting on April 14, 2023.

ATTEST:

A handwritten signature in black ink, appearing to read "John Meyer".

John Meyer, Chair

A handwritten signature in black ink, appearing to read "Faith Li Pettis".

Faith Li Pettis, Vice Chair