

Resolution 19-004

**RESOLUTION REGARDING WRED COMMITTEES  
RESCINDING AND SUPERCEDING RESOLUTION 19-001**

WHEREAS, Article 6, Section 1 of the By-Laws by resolution adopted by a majority of the voting directors in office, to designate one or more committees to the extent provided in said resolution;

WHEREAS, the Board has previously established the Executive Committee;

WHEREAS, the Board has previously established the Finance Committee;

WHEREAS, the Board has previously established the Legislative Committee;

WHEREAS, the Board has previously established the Outreach Committee;

WHEREAS, Article 6, Section 1 of the By-Laws creates the Membership Committee of the Board and authorizes the Board, by resolution adopted by a majority of the voting directors in office, to designate one or more committees;

WHEREAS, the Board finds and determines that it is necessary and desirable to establish or reconfirm the establishment of certain committees and to specify the duties and responsibilities of the Committees and to update the list of such Committees; NOW, THEREFORE,

BE IT RESOLVED that the Executive Committee is hereby continued as a Board Committee created pursuant to Article 6, Section 1 of the By-Laws, is hereby continued and shall consist of the President, as the chair of the committee, the Immediate Past President, the Vice President, the Second Vice President, the Secretary/Treasurer, a City of Williston representative and one economic development representative.

BE IT RESOLVED that the Finance Committee is hereby continued as a Board Committee created pursuant to Article 6, Section 1 of the By-Laws, which Board Committee shall have the powers, duties and responsibilities set forth in Attachment 1 attached to these resolutions, which Attachment is incorporated herein by reference;

BE IT RESOLVED that the Legislative Committee is hereby continued as a Board Committee created pursuant to Article 6, Section 1 of the By-Laws, which Board Committee shall have the powers, duties and responsibilities set forth in Attachment 2 attached to these resolutions, which Attachment is incorporated herein by reference;

BE IT RESOLVED that the Outreach Committee is hereby continued as a Board Committee created pursuant to Article 6, Section 1 of the By-Laws, which Board Committee shall have the powers, duties and responsibilities set forth in Attachment 3 attached to these resolutions, which Attachment is incorporated herein by reference;

BE IT RESOLVED that the Membership Committee is hereby created as a Board Committee created pursuant to Article 6, Section 1 of the By-Laws, which Board Committee shall have the powers, duties and responsibilities set forth in Attachment 4 attached to these resolutions, which Attachment is incorporated herein by reference;

BE IT FURTHER RESOLVED the delegation thereto or authority shall not operate to relive the Board of Directors, or any individual director, or any responsibility imposed upon it or him/her by law. All committees shall and have to exercise the authority of the Board of Directors as delineated and outlined in their appointment; however, no committee have the authority of the Board of Directors in reference to the amending, altering, or repealing of the by-laws, and all acts of the committee shall be subject to the approval of the Board of Directors;

BE IT FURTHER RESOLVED each member of the committees shall continue as such until the next annual meeting of the members of the corporation until his/her successor is appointed, unless the committee shall be sooner terminated, unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof;

BE IT FINALLY RESOLVED that these resolutions are intended to supersede any other existing resolutions of the Board to the extent such existing resolutions are inconsistent with these resolutions.

Evert introduced the foregoing Resolution and moved for its adoption. The motion was duly seconded by Kilg. Whereupon said motion was declared, duly passed and adopted this 26 day of September 2019.

ATTEST:

Jory Meyer, Secretary/Treasurer  
Western Region Economic Development

APPROVED:

Brad Curtis, President  
Western Region Economic Development

**Attachment 1**  
**Finance Committee**

1. **Powers.** The Finance Committee shall have the powers and duties provided in this Attachment 1, and as established by the Board by resolution from time to time.

2. **Composition.** The members of the Finance Committee shall include as *ex officio* voting members the President, the Immediate Past President, and the Secretary/Treasurer, and at least one non-officer member of the Board shall be appointed by the Chairman to serve on the Finance Committee. The Chairman may appoint additional members of the Board to serve on the Finance Committee. The term of Finance Committee members appointed by the Chairman shall be one year, subject to reappointment by the Chairman.

3. **Procedure.** The Secretary/Treasurer shall chair the Finance Committee and shall report to the Board at each meeting of the Board on the activities of the Finance Committee. The Finance Committee shall meet as frequently as necessary to fulfill its responsibilities and may meet by telephone conference call or other electronic communications means that enables deliberations among the members of the Finance Committee.

4. **Internal Controls.** The Finance Committee shall assist the Secretary/Treasurer in monitoring the internal control processes established by the Corporation.

5. **Budget.** The Finance Committee shall oversee the preparation of the annual budget of the Corporation and submit a proposed annual budget to the Board at least one month prior to the beginning of each fiscal year of the Corporation.

Adopted: September 26, 2019

## **Attachment 2 Legislative Committee**

1. **Powers.** The Legislative Committee shall have the powers and duties provided in this Attachment 2, and as established by the Board by resolution from time to time.

2. **Composition.** The members of the Legislative Committee shall include as *ex officio* voting members the representatives from the following: City of Williston, ND Legislation District 1,2,4 or 39, Williston Economic Development, Crosby/Divide County, Watford City/McKenzie County, Stanley/Mountrail County, Williams County not Williston, NDSU Williston Research Extension Center, and at least one non-officer member of the Board shall be appointed to serve on the Legislative Committee. One member of the committee shall be appointed chair by the person or persons authorized to appoint the members thereof. The Chairman may appoint additional members of the Board to serve on the Legislative Committee. The term of Legislative Committee members appointed by the Chairman shall be one year, subject to reappointment by the Chairman.

3. **Procedure.** The Chairman of the Legislative Committee shall chair all Legislative Committee meetings and shall report to the Board at each meeting of the Board on the activities of the Legislative Committee. The Legislative Committee shall meet as frequently as necessary to fulfill its responsibilities and may meet by telephone conference call or other electronic communications means that enables deliberations among the members of the Legislative Committee.

4. **Plan of Action.** The Legislative Committee shall monitor the North Dakota Legislature, and devise a plan of action to educate the constituents, market the needs of the region and advocate for sustainable growth and development of the region.

Adopted: September 26, 2019

### **Attachment 3 Outreach Committee**

1. **Powers.** The Outreach Committee shall have the powers and duties provided in this Attachment 3, and as established by the Board by resolution from time to time.
2. **Composition.** At least three members of the Board shall be appointed to serve on the Outreach Committee. One member of the committee shall be appointed chair by the person or persons authorized to appoint the members thereof. The Chairman may appoint additional members of the Board to serve on the Outreach Committee. The term of Outreach Committee members appointed by the Chairman shall be one year, subject to reappointment by the Chairman.
3. **Procedure.** The Chairman of the Outreach Committee shall chair all Outreach Committee meetings and shall report to the Board at each meeting of the Board on the activities of the Outreach Committee. The Outreach Committee shall meet as frequently as necessary to fulfill its responsibilities and may meet by telephone conference call or other electronic communications means that enables deliberations among the members of the Outreach Committee.
4. **Play of Action.** The Outreach Committee shall facilitate regional events that promote a vibrant, diversified and sustainable economy through collaboration.

Adopted: September 26, 2019

## **Attachment 4 Membership Committee**

1. **Powers.** The Membership Committee shall have the powers and duties provided in this Attachment, and as established by the Board by resolution from time to time.

2. **Composition.** The members of the Membership Committee shall include as *ex officio* voting members the representatives from the following: Williston Economic Development, Crosby/Divide County, Watford City/McKenzie County, Stanley/Mountrail County, Williams County not Williston, and at least one non-officer member of the Board shall be appointed to serve on the Membership Committee. At least two members of the Board shall be appointed to serve on the Membership Committee. One member of the committee shall be appointed chair by the person or persons authorized to appoint the members thereof. The Chairman may appoint additional members of the Board to serve on the Membership Committee. The term of Membership Committee members appointed by the Chairman shall be one year, subject to reappointment by the Chairman.

3. **Procedure.** The Chairman of the Membership Committee shall chair all Membership Committee meetings and shall report to the Board at each meeting of the Board on the activities of the Membership Committee. The Membership Committee shall meet as frequently as necessary to fulfill its responsibilities and may meet by telephone conference call or other electronic communications means that enables deliberations among the members of the Membership Committee.

4. **Plan of Action.** The Membership Committee shall develop and implement an action plan for membership development that includes both recruitment and retention.

Adopted: September 26, 2019