

June 4, 1997

“A”  
“B” Credit Union

Subject: Disqualification of Director for Absence

Opinion no.: 97-12      **(Redacted)**

Dear “A”:

You have inquired about the application of RCW 31.12.235(2). This Subsection provides:

- (2) Unless reasonably excused by the board, a director shall no longer serve as director if the director in any twelve-month period is absent from more than thirty-three percent of the regular board meetings required by this chapter.

I understand that the board of “B” has from time to time excused the absence of a director. The board has acted to excuse a director’s absence during the meeting that the director missed.

Directors have a fiduciary duty to be familiar with the laws applicable to credit unions, including the laws on board attendance. In most cases, directors should know in advance when they will be unable to attend a regular board meeting and should make a request prior to the meeting to be excused from the meeting. Except in very unusual circumstances, a director’s absence may be excused only at the meeting that the director missed.

You have explained that one of your directors missed four, or 33.3 percent, of the regular board meetings during a twelve month period, without being excused by the board for the absences. Consequently, he may no longer serve as a director of “B.” The provisions of RCW 31.12.235(2) are automatic and take no further action by the board or this office to take effect.

If you have any further questions about this issue, please give me a call.

Sincerely,

J. Parker Cann  
Assistant Director