

**Chapter 23B.08 RCW
DIRECTORS AND OFFICERS**

Sections

- 23B.08.010 Requirement for and duties of board of directors.
- 23B.08.020 Qualifications of directors.
- 23B.08.030 Number and election of directors.
- 23B.08.040 Election of directors by certain classes or series of shares.
- 23B.08.050 Terms of directors—Generally.
- 23B.08.060 Staggered terms for directors.
- 23B.08.070 Resignation of directors.
- 23B.08.080 Removal of directors by shareholders.
- 23B.08.090 Removal of directors by judicial proceeding.
- 23B.08.100 Vacancy on board of directors.
- 23B.08.110 Compensation of directors.
- 23B.08.120 Gender-diverse board of directors—Board diversity discussion and analysis—Remedy for failure to comply.
- 23B.08.200 Regular or special meetings of the board.
- 23B.08.210 Corporate action without meeting.
- 23B.08.220 Notice of meeting.
- 23B.08.230 Waiver of notice.
- 23B.08.240 Quorum and voting.
- 23B.08.245 Corporate action—Vote of shareholders.
- 23B.08.250 Committees.
- 23B.08.300 General standards for directors.
- 23B.08.310 Liability for unlawful distributions.
- 23B.08.320 Limitation on liability of directors.
- 23B.08.400 Officers.
- 23B.08.410 Duties of officers.
- 23B.08.420 Standards of conduct for officers.
- 23B.08.430 Resignation and removal of officers.
- 23B.08.440 Contract rights of officers.
- 23B.08.500 Indemnification definitions.
- 23B.08.510 Authority to indemnify.
- 23B.08.520 Mandatory indemnification.
- 23B.08.530 Advance for expenses.
- 23B.08.540 Court-ordered indemnification.
- 23B.08.550 Determination and authorization of indemnification.
- 23B.08.560 Shareholder authorized indemnification and advancement of expenses.
- 23B.08.570 Indemnification of officers, employees, and agents.
- 23B.08.580 Insurance.
- 23B.08.590 Validity of indemnification or advance for expenses.
- 23B.08.600 Report to shareholders.
- 23B.08.603 Indemnification or advance for expenses—Later amendment or repeal of subject provision.
- 23B.08.700 Definitions.
- 23B.08.710 Judicial action.
- 23B.08.720 Directors' action.
- 23B.08.730 Shareholders' action.
- 23B.08.735 Pursuit of business opportunities—Duty to corporation.
- 23B.08.900 Construction—Chapter applicable to state registered domestic partnerships—2009 c 521.