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SECRETARY OF STATE
STATE OF WASHINGTON

ARTICLES OF INCORPORATION
OF
SALISH CENTER

The undersigned person, acting as the Incorporator of a corporation under the Washington Nonprofit Corporation Act (Chapter 24.03 RCW), adopts the following Articles of Incorporation for such corporation:

ARTICLE 1

The name of the corporation shall be SALISH CENTER.

ARTICLE 2

The period of duration of the corporation shall be perpetual.

ARTICLE 3

The specific purpose for which the corporation is organized is as follows: It is the mission of Salish Center to ensure that comprehensive services are provided for all children, families and others affected by sexual abuse.

This charitable organization shall develop and implement a comprehensive program which will respond to current community needs in Northwest Washington while enhancing and integrating existing treatment services. The services will include, but are not limited to, program development and evaluation, assessment, treatment, education, and community safety.

Salish Center will work to maximize the coordination and integration of all services available to those affected by sexual abuse. It will work with existing agencies and service providers to minimize fragmentation and duplication of services.

Salish Center recognizes that everyone is affected by childhood sexual abuse. The Center is dedicated to involving our larger community in the prevention and healing process.

Beyond this, the general purpose for which the corporation is organized is to receive, administer and distribute funds and other assets exclusively for charitable, religious, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision in any future Internal Revenue

Code. For these purposes, the corporation shall have such powers as are granted to non-profit corporations under Washington law, except to the extent such powers are expressly denied or limited in these articles.

ARTICLE 4

A. No part of the assets or of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to reimburse for reasonable expenses incurred. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

B. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

C. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws;

D. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws;

E. The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws; or

F. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

G. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated

exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision in any future United States Internal Revenue law) as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Superior Court of the State of Washington for Whatcom County, exclusively for such purposes to such organization or organizations which are organized and operated exclusively for such purposes and qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions in any future United States Internal Revenue law).

ARTICLE 4

The corporation shall have no members. It shall be directed by the Board of Directors who shall elect officers of the corporation in accordance with the provisions of the Bylaws hereafter to be adopted.

ARTICLE 5

The address of the initial registered office of the corporation shall be 300 N. Commercial, Bellingham, Washington, 98225. The name of the initial registered agent at such address is BD SERVICES CORPORATION, a Washington corporation.

ARTICLE 6

The number of Directors constituting the Board of Directors of the corporation shall be four (4) Directors. Thereafter, the number of Directors shall always be at least three (3) and no more than fifteen (15). The names and addresses of the persons who are to serve as the initial Directors of the corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Susan Simmons	1210 - 10th Street Bellingham, Washington 98225
Steve Paus	311 Grand Avenue Bellingham, Washington 92825
Mary Ellen Shields	800 East Chestnut Bellingham, Washington 98225
Kris Hurlburt	4101 Meridian Bellingham, Washington 98226

ARTICLE 7

The name and street address of the Incorporator is:

Melissa L. Reimer
300 N. Commercial
Bellingham, Washington 98225

DATED this 27 day of April, 1990.

Melissa L. Reimer
MELISSA L. REIMER