



CITY OF TUMWATER
NOTICE TO SUBMIT YEAR 2024
COMMUNITY HUMAN SERVICES PROGRAM
FUNDING APPLICATIONS

City of Tumwater invites agencies PROVIDING HUMAN SERVICES to Tumwater residents to submit funding applications for the year 2024. It is expected that the City of Tumwater will have \$15,000.00 to distribute to local organizations that provide necessary aid for Tumwater residents who are vulnerable, low-income, or disadvantaged through the local Community Human Services Program (CHSP).

The application can be downloaded as a fill-in form at www.ci.tumwater.wa.us/HumanServices or by sending a request to email address: humanservices@ci.tumwater.wa.us.

Completed applications must be received no later than 12:00 p.m./Noon on Wednesday, September 27, 2023. All documents submitted will be public records. Completed applications should be sent by email to humanservices@ci.tumwater.wa.us (no larger than 9MB per email) or mailed to Executive Department, 555 Israel Road SW, Tumwater, WA 98501. Postmarks, late, or incomplete applications will not be accepted.

Agencies that have submitted a completed application by the deadline will be contacted to schedule a presentation before the City of Tumwater's Budget and Finance Committee. Presentations are required and expected to occur in October. The Budget and Finance Committee will make a funding recommendation to the Tumwater City Council as part of the current budget cycle. Successful applicants will be required to enter into an Agreement with the City of Tumwater.

**Completed applications must be received no later than 12:00 p.m./Noon, on
Wednesday, September 27, 2023.**

Postmarks, late, or incomplete applications will not be accepted.

Tumwater City Hall
555 Israel Road SW
Tumwater WA 98501

www.ci.tumwater.wa.us

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for copying purposes



**CITY OF TUMWATER
COMMUNITY HUMAN SERVICES PROGRAM
APPLICATION: ENTITY CERTIFICATION**

Legal Name of Agency / Individual: Family Support Center of South Sound

Address: 3545 7th Ave SW, Suite 200

City, State, Zip: Olympia, WA 98502

Contact Person: Trish Gregory

Title: Executive Director

Tax ID Number: 91-2003828

Date of Application: September 26, 2023

Telephone Number: 360-754-9297 x 206

E-mail Address: trishg@fscss.org

Amount of Funding Requested: \$ 4,000

CERTIFICATIONS:

I hereby state on behalf of Family Support Center of South Sound that:
(Name of Organization)

1. Please check the appropriate agency classification. The applicant is:

- ☐ a. A unit of local government
- ☐ b. A special purpose unit of government
- ☒ c. A private non-profit corporation registered with the Office of the Secretary of State, State of Washington, and recognized by the Internal Revenue Service as tax exempt.

CITY OF TUMWATER
COMMUNITY HUMAN SERVICES PROGRAM APPLICATION
ENTITY CERTIFICATION - PAGE 2

2. The applicant has in effect an affirmative action policy and / or plan governing its personnel practices and a policy prohibiting discriminatory delivery of services; said policy is available to the City of Tumwater at its request.
3. The applicant has, or can obtain, general liability insurance covering no less than \$2,000,000 combined single limit per occurrence and \$2,000,000 aggregate for personal injury, bodily injury and property damage.
4. The applicant has **attached a list of the Board of Directors** of the organization **with articles of incorporation and by-laws**.
5. I understand that this is an application for purchase of a service contract, which, if awarded, will be paid on a reimbursement basis.
6. The applicant has accounting and record-keeping systems, which can:
 - a. Show the purposes for which City of Tumwater funds have been spent; and
 - b. Be opened to inspection by the City of Tumwater or its agents; and
 - c. Be maintained for at least six (6) years following the end of any contract.
7. I understand that the City of Tumwater will conduct public discussions regarding recommendations for funding to any agency making application to the City of Tumwater.
8. I hereby certify that the information contained in this certification and application for funding with the City of Tumwater is a true and accurate statement of activities and financial status of the organization making application.
9. I hereby certify that the person signing this application is duly authorized to execute and deliver this document on behalf of the applicant entity.

Trish Gregory

Name

Executive Director

Title

Trish Gregory

Signature (original or e-signature)

September 26, 2023

Date

**CITY OF TUMWATER
COMMUNITY HUMAN SERVICES PROGRAM
APPLICATION OF FUNDS**

LEGAL NAME OF AGENCY: Family Support Center of South Sound

1. What is the organization's purpose?

Family Support Center of South Sound, founded in 1992, provides families with children

2. Who are the current officers and management employees of your organization?

Current Officers: Katie McMurray - Co-Chair Leatta Dahlhoff – Co-Chair Dan Smith - Vic

a. How are officers selected?

Family Support Center of South Sound officers are nominated by members of the board. There is a subsequent vote and the nominee who receives the most votes is selected for that position.

b. How many members are there in your organization?

Family Support Center of South Sound currently has 11 board members. Family Support Center is actively recruiting for 4 additional board members. Since 2018, the Board of Directors has shifted recruitment strategies to be purposeful in its a

c. What is the number of full-time employees and part-time employees in your organization and what is the total annual payroll for each group?

The organization currently has 46 full time employees, 4 part-time employees, and is supported by 20+ volunteers annually. The annual total payroll for the current fiscal year is \$511,057 for full time employees and \$ \$121,354 for part-time e

3. What are your major funding sources? Attach a total budget for your organization and a project specific budget for next year.

(For the application to be complete, budget materials must be attached.)

Family Support Center of South Sound's programs and service are funded through a variety of sources including local, state, and federal contracts and grants, charitable organizations and funds, as well as individual and corporate sponsors. The Family Resource

4. Do other cities or governmental entities in the county fund your activity? Please specify the jurisdiction and the amount.

FSC has been actively working to expand the funding and programming for families see

5. a. **For what specific programs or activities will City of Tumwater funds be used?**

Since the organization started in 1992, FSC has worked to ensure families with cl

- b. **How do these programs or activities benefit the Tumwater community?**

Thurston County's Regional Action Housing plan notes that, "evictions and foreck

6. **Is the City of Tumwater's financial support expected to be for one year or continually?**

Family Support Center has been working to increase capacity for the Family Resources Services program for the last several years. Though prevention is quickly growing in importance in Thurston County homeless response system conversations, it is still grossly u

7. **What will result if no City of Tumwater funds are provided?**

Family Support Center has been working to increase capacity for the Family Resources Services program for the last several years. Though prevention is quickly growing in importance in Thurston County homeless response system conversations, it is still grossly u

8. **What would be the cost per unit of service provided in Tumwater?**

It is projected that 25 families will be served with the \$4,000 award from the City of Tumwater, with an average cost per household of \$160.

9. **Is there any other information the Council needs to know about your proposal?**

Family Support Center of South Sound has worked with families in Thurston County for 3

- ☐ Signature on Page 2 – Entity Certification
- ☐ Attach Organization Total Budget
- ☐ Attach Project Specific Budget
- ☐ Attach list of Board of Directors
- ☐ Attach Bylaws
- ☐ Articles of Incorporation

Family Support Center
Profit & Loss Budget Overview
July 2023 through June 2024

								TOTAL

Family Support Center
Profit & Loss Budget Overview
July 2023 through June 2024

	TOTAL							
	09 Family Shelter							
	00 ADMIN	01 FACILITIES	02 FRS	03 PE	04 HFS	Program	10 FJC	
Total PAYROLL	632,411	26,316	317,389	36,834	1,174,807	623,463	209,334	3,020,553
Program Expenses								
60200 - Fundraising Expense	38,950	0	0	0	0	0	0	38,950
60450 - General Program Expense		16,721	0	0	0	0	0	16,721
60460 - Program Fees	300	0	100	0	400	447	350	1,597
60690 - Program Equipment	225	38,997	50	25	250	5,000	25	44,572
60740 - Volunteer Expense	1,250	250	0	0	0	200	0	1,700
Staff Care	13,818							
60400 - Fac. Maintenance	0	60,000	0	0	0	18,000	0	78,000
60410 - Facility Repair	0	45,746	0	0	0	25,000	0	70,746
60750 - Facility Supplies	0	10,250	0	0	0	10,000	0	20,250
61020 - Marketing/Adv Materials	2,550	0	250	150	1,500	350	300	5,100
60700 - Office Supplies	960	120	480	12	2,400	1,560	360	5,892
61310 - Telephone - Cellular	1,100	0	0	0	2,200	1,100	1,100	5,500
61359 - Meetings & Events	6,260	60	180	0	1,245	660	120	8,525
61360 - Training & Conferences	1,500	0	1,650	0	5,000	3,800	14,288	26,238
61379 - Staff Appreciation	1,850	50	150	50	900	555	300	3,855
61380 - Staff Development	1,600	100	800	200	5,000	2,600	600	10,900
61600 - Fam. Gen. Financial Assistance	0	0	500	0	0	25,000	0	25,500
61610 - Family Rental Assistance	0	0	619,994	0	884,062	95,000	0	1,599,056
61620 - Family Transportation Asst	0	0	4,000	0	29,250	25,000	0	58,250
61630 - Family Supplies	0	0	4,000	0	92,715	25,000	0	121,715
61640 - Client Hotel	0	0	500	0	0	391,600	0	392,100
61650 - Client Utility Assistance	0	0	4,000	0	8,095	0	0	12,095
61400 - Utilities Electric & Gas	0	60,000	0	0	0	16,000	0	76,000
61410 - Utilities Water & Sewer	0	14,000	0	0	0	15,000	0	29,000
61420 - Utilities Garbage/Recycling	0	13,000	0	0	0	16,000	0	29,000
61430 - Utilities Internet/Cable	0	2,800	0	0	0	5,400	0	8,200
RESERVES	300,000					10,000		
Total Program Expenses	370,363	262,094	636,654	437	1,033,017	693,272	17,443	3,013,280
Total Expense	1,052,875	492,066	994,058	43,583	2,341,759	1,406,327	249,557	6,580,226
	-379,420	-60,461	0	0	-67,310	1,250	-45,938	-551,880

HF Carryover								
379420	BOEING 38997			\$63465 HF CARRYOVER		HF 45938		
	21464 HF carryover			\$3845 PROVIDENCE CARRYOVER				
TOTAL: \$446822 HF Unrestricted Carryover								
	0	0	0	0	0	0	0	0

Family Support Center
Profit & Loss Budget Overview
July 2023 through June 2024

		02 FRS
Income		
CONTRACT INCOME		
	20010 · Govt. Contracts-Federal	0
	20020 · Govt. Contracts-State	0
	20030 · Govt. Contract-City	4,000
	20040 · Govt. Contracts-County	988,308
	Total CONTRACT INCOME	992,308
30000 · Grants.		
	31000 · Tribal	0
	30000 · Grants. - Other	1,600
	Total 30000 · Grants.	1,600
32000 · United Way		
Program Income		
	10000 · Fee for Service	0
	10010 · Tenant Rent	0
	Total Program Income	0
DONATIONS		
	10020 · Board Dues	0
	40010 · Contributions-Individual	0
	40020 · Contributions-Corp/Business	0
	40030 · Contributions-Board Members	0
	40050 · Contributions-Faith Based	0
	Total DONATIONS	0
51000 · Fundraising Events		
Total Income		994,058
Expense		
OPERATIONS		
	60000 · Accounting-Audit	0
	60050 · Accounting-Routine	0
	60150 · Bank Service Charges	0
	60350 · Dues and Subscriptions	275
	60510 · Insurance - General/D&O	4,400
	60950 · Postage and Delivery	0
	61000 · Printing	507
	61700 · Technology	342
	61710 · Technology Equipment	4,200
	61300 · Telephone - General	1,680
	61370 · Travel Staff	815
	61500 · Rent	27,797
RESERVES		
	61611 · Property Taxes	0
	OPERATIONS - Other	0
Total OPERATIONS		40,016

Family Support Center
Profit & Loss Budget Overview
July 2023 through June 2024

		<u>02 FRS</u>
PAYROLL		
	60800 · Payroll Benefits	5,247
	60850 · Payroll Expenses	283,765
	60900 · Payroll Taxes	28,377
	61250 · Subcontract Payments	
Total PAYROLL		<u>317,389</u>
Program Expenses		
	60200 · Fundraising Expense	0
	60450 · General Program Expense	0
	60460 · Program Fees	100
	60690 · Program Equipment	50
	60740 · Volunteer Expense	0
	Staff Care	
	60400 · Fac. Maintenance	0
	60410 · Facility Repair	0
	60750 · Facility Supplies	0
	61020 · Marketing/Adv Materials	250
	60700 · Office Supplies	480
	61310 · Telephone - Cellular	0
	61359 · Meetings & Events	180
	61360 · Training & Conferences	1,650
	61379 · Staff Appreciation	150
	61380 · Staff Development	800
	61600 · Fam. Gen. Financial Assistance	500
	61610 · Family Rental Assistance	619,994
	61620 · Family Transportation Asst	4,000
	61630 · Family Supplies	4,000
	61640 · Client Hotel	500
	61650 · Client Utility Assistance	4,000
	61400 · Utilities Electric & Gas	0
	61410 · Utilities Water & Sewer	0
	61420 · Utilities Garbage/Recycling	0
	61430 · Utilities Internet/Cable	0
	RESERVES	
Total Program Expenses		<u>636,654</u>
Total Expense		<u><u>994,058</u></u>

0



"Building strong, healthy, self-sufficient families since 1992"

Website: www.fscss.org

3545 7th Ave SW, Suite 200, Olympia, WA 98502

Phone: (360) 754-9297 Fax: (360) 943-1139

Family Support Center of South Sound Board of Directors Roster Fiscal Year 2023-2024

OFFICERS

- ☐ **Katie McMurray, Co-Chair**
Business Owner – Sensory Tool House
- ☐ **Leatta Dahlhoff, Co-Chair**
Washington State Department of Ecology, Tumwater City Council
- ☐ **Dan Smith, Vice Chair**
City of Tumwater
- ☐ **Veronica Rich, Secretary**
Retired, OBee Credit Union
- ☐ **Nam Nguyen, Treasurer**
Washington State Office of the Attorney General
- ☐ **Marie Lanese, Immediate Past Chair**
Retired

BOARD MEMBERS

- ☐ **Jane Field**
Retired, Washington State Employment Security Department
- ☐ **Eric Sullivan**
Thurston County Treasurer's Office
- ☐ **Jessica Volkman**
Aaron Thomas Home Team
- ☐ **Kristina Linehan**
Image Source
- ☐ **Blake Chard**
Retired, Non-Profit Sector

"working together to strengthen all families"

**Family Support Center
of
South Sound**

BYLAWS

“Working Together to Strengthen All Families”

Building strong, healthy, and hopeful families since 1992.

ARTICLE I: NAME

The name of the corporation is the Family Support Center of South Sound, hereinafter referred to as the Family Support Center (FSC and FSCSS).

ARTICLE II: MISSION AND PURPOSE

The mission of the Family Support Center is “Working Together to Strengthen ALL Families”. We envision a community where all families are valued and nurtured and have the resources to be strong, healthy, and hopeful.

The Family Support Center works collaboratively with other community based agencies and programs that share these goals to promote family resilience and celebrate diversity.

We believe in focusing on family strengths rather than limitations, the human spirit in all people is worthy of respect, and that all families deserve the opportunity for positive change and growth.

ARTICLE III: MEMBERSHIP

- 3.1 Organizational members include individuals or organizations who contribute to the Family Support Center of South Sound either through financial or in-kind contribution. Members also include individuals and organizations who receive regular communication from the organization through social media, e-blast, or other media platforms.
- 3.2 Members of the Board of Directors are the directors of the corporation and shall be considered General Members of the corporation. The Board of Directors shall consist of no fewer than seven (7) and up to 17 members (up to 15 full board members plus one honorary board member and one general counsel position) recruited from the community and elected by the Board of Directors.
- 3.3 Organizational, Honorary and General Counsel members are not subject to annual dues and do not have voting rights.

- 3.4 Members of the Board of Directors are expected to attend 75% of meetings each year.
- 3.5 Members of the Board of Directors will pay annual membership dues as set by the Board and make financial contributions that are personally significant.
- 3.6 All members of the Board of Directors (including the honorary board member and general counsel position) will receive written notice of the annual meeting as well as regular communication regarding the Family Support Center.
- 3.7 The Board of Directors may appoint an honorary board member who may attend select board meetings, act as an advisor to the board, and serve on committees, and other activities; but, without full board responsibilities or voting privileges. An honorary member is expected to attend the annual meeting and participate in at least one annual fundraising or outreach event.
- 3.8 The Board of Directors sets agency policy and holds the Executive Director accountable.
- 3.9 Members of the Board of Directors who fail to act according to the Bylaws may be removed from the board with a two-thirds (2/3) affirmative vote of the current board members.

ARTICLE IV: OFFICERS

- 4.1 The Board of Directors shall include the following officers: Chair, Vice Chair, Immediate Past Chair, Treasurer and Secretary who shall comprise the Executive Committee. Officers shall be responsible for carrying out the duties of their office as defined below.
- 4.2 The Chair presides at meetings of the Board of Directors and facilitates meetings of the Executive Committee, and executes deeds, transfers, bills of sale, contracts and other instruments as authorized by the board. The Chair appoints chairpersons of committees in consultation with other Board members and serves *ex-officio* as a member of all committees. The Chair becomes the Immediate Past Chair at the end of his/her term.
- 4.3 The Vice Chair shall exercise all duties and responsibilities of the Chair whenever the Chair is absent, unable to carry out his or her duties, or if the Chair acts outside the scope of his or her authority as determined by the Board of Directors.
- 4.4 The Immediate Past Chair serves a minimum of one year after completing his or her last term as Board Chair.
- 4.5 The Secretary shall keep records of the Family Support Center, including the official minutes of Board meetings, and together with the Chair shall execute official correspondence, deeds, transfers, bills of sale, contracts and other instruments as authorized by the Board. The Secretary ensures minutes are distributed to members after each meeting.

- 4.6 The Treasurer oversees the finances of the organization. He or she shall provide oversight for the current and complete books of account pertaining to the Family Support Center. The Treasurer shall report the current financial condition of the Family Support Center at meetings of the Board of Directors. The Treasurer will present an annual budget to the board.
- 4.7 The term of office for officers is two years except for the Immediate Past Chair, which is one year. Officers may seek and serve more than one consecutive term of office.
- 4.8 An officer may be removed from his or her position with a two-thirds (2/3) affirmative vote of the current board members.
- 4.9 Board members are considered volunteers of the family support center in addition to being directors of the corporation. Background check requirements that apply to other general volunteers also apply to members of the board of directors.

ARTICLE V: MEETINGS

- 5.1 Unless otherwise stated, fifty-one percent (51%) of presently seated members of the Board of Directors constitutes a quorum for action by the Board.
- 5.2 The Board of Directors shall meet at least ten (10) times per year at a regularly scheduled time and date to be determined by the Executive Committee. The time and date shall be announced to all members of the Board of Directors a minimum of five (5) days prior to the meeting.
- 5.3 The location of the meeting will be determined by the Executive Committee.
- 5.4 There shall be an Annual Meeting on the fourth Thursday in June with the time and date determined by the Executive Committee. The time and date shall be announced to the Board of Directors a minimum of two (2) weeks prior to the meeting. Members present at the annual meeting shall constitute a quorum. At the annual meeting the Members shall elect Directors and Officers. Any business may be considered at an Annual Meeting.
- 5.5 Minutes of all board meetings and formal actions shall be recorded.
- 5.6 Executive sessions may be convened for the purpose of discussion and hearing recommendations of staff or legal counsel with respect to any pending or potential litigation, pending or potential real property transactions, pending or potential personnel actions, the pending or potential removal of a member of the Board of Directors, or the pending or potential termination of a Lease.
- 5.7 Special meetings of the membership may be called by Board Chair or Vice Chair in accordance with RCW 24.03.075, as now written or as hereinafter amended. Notice of the time, place, and purpose of the meeting must be sent to all members in advance of the meeting. At a special meeting, members can discuss only the business that was stated in the notification.

- 5.8 In accordance with RCW 24.03.085, proposals may be voted on by electronic mail ("email"). A notice of the e-mail vote must be sent to all members with the specific proposal to be decided and the deadline for the vote. The e-mail response from voting members must include the specific proposal and a vote of yea or nay and must be received by the deadline. Members voting by email are present for all purposes of quorum, counts of votes, and percentages of total voting power present.
- 5.9 Conflicts of interest by staff, members of the Board of Directors, or volunteers are prohibited. For the purpose of this section, a conflict of interest is defined as the participation by staff, volunteers or members of the Board of Directors (other than acts within the scope of agency employment) in any transaction that directly or indirectly benefits the specific person, a member of his or her family, or a business entity in which the individual or a member of this or her family has a direct or beneficial interest. For the purpose of this section, the term "family" includes persons who reside in the same home, who have reciprocal, natural and/or moral duties to, and do, provide support for one another.
- 5.10 Members of the Board of Directors abide by the Family Support Center's conflict of interest and confidentiality policies.
- 5.11 Each Officer and member of a committee with board-delegated powers shall annually sign a statement that affirms that such person:
- a. has received a copy of the conflict of interest policy;
 - b. has read and understands the conflict of interest policy;
 - c. has agreed to comply with the policy; and,
 - d. understands the Family Support Center is a charitable organization and that in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

ARTICLE VI: BOARD OF DIRECTORS

- 6.1 The term of office for a Board of Director shall be three (3) years. However, Officers shall serve staggered terms to balance continuity with new perspectives.
- 6.2 A member of the Board of Directors may be allowed to serve multiple terms of office.
- 6.3 The business and affairs of the Family Support Center shall be directed by the Board of Directors. The Board of Directors shall have those powers and duties incident to achieving the purposes of the Family Support Center, including but not limited to the specific powers and duties set forth below.
- a) Hire and oversee activities of the Executive Director, delegating such responsibilities to the Executive Director as the Board sees appropriate.
 - b) Enter into necessary contracts and take necessary legal action in effecting the

purposes of the Family Support Center.

- c) Insure against legal liabilities of the Family Support Center, its trustees, officers, members, employees and volunteers, as advised.
- d) Assume legal fiduciary responsibility for the Family Support Center.
- e) Open and maintain accounts in banks and other depositories in the name of the Family Support Center.
- f) Require an annual financial review or independent financial audit.
- g) Authorize one or more officers or other members of the Board of Directors to make necessary withdrawals and expenditures.
- h) Ensure written policies are in place to carry out the mission of the Family Support Center and enumerated board activities.
- i) Ensure use and maintenance of the Family Support Center is in a manner that is consistent with the purpose defined in Article II and consistent with the terms described in the Use and Lease Agreement with the City of Olympia.
- j) Review, implement and re-negotiate the Use and Lease Agreement with the City of Olympia.
- k) Reconcile or modify any inconsistencies in the Family Support Center By-Laws.
- l) Designate committees with power to exercise the discretionary authority as delegated by the Board of Directors.
- m) Make determinations on the acceptance or removal of any member of the Board of Directors by a two-thirds (2/3) affirmative vote of those Directors currently seated on the Board.
- n) Adopt an annual operations and maintenance budget for the Family Support Center building and associated appurtenances.
- o) Decide space allocations and leasing rates for agencies and organizations that occupy and use space within the building.
- p) Conduct strategic planning every three (3) years.

ARTICLE VII: COMMITTEES

7.1 Committees shall be appointed by the Board of Directors as needed.

7.2 All committees shall make regular reports and recommendations, as appropriate, to the Board of Directors.

7.3 All committee recommendations that require action must be approved by the Board of Directors.

7.4 At least two members of the Board of Directors shall serve on each committee.

7.5 Non-members of the Board of Directors may participate in committee meetings.

ARTICLE VIII: AMENDMENT OF BYLAWS

The Bylaws may be altered, amended or repealed by an affirmative vote of two-thirds (2/3) of those members of the Board of Directors presently seated on the board providing a written notice was given to all members no less than two weeks in advance of the meeting at which such vote is taken. This notice must include the purpose of the bylaws revision and a copy of the draft amendments.

ARTICLE IX: STATEMENT OF INDEMNIFICATION

9.1 Right to Indemnification: Subject to Section 9.6 of this Article below, each person who is or was made a party to, or is threatened to be made a party to, or is otherwise involved (including, without limitation, as a witness) in any actual or threatened action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he or she is or was a director or officer of the Family Support Center or, while a director or officer, he or she is or was serving at the request of the Family Support Center as a director, trustee, officer, employee or agent of another corporation or of a partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, shall be indemnified and held harmless by the Family Support Center, to the full extent permitted by applicable law as then in effect, against all expense, liability and loss (including attorney's fees, judgments, fines, ERISA excise taxes or penalties and amounts to be paid in settlement) actually and reasonably incurred or suffered by such person in connection therewith, and such indemnification shall continue as to a person who has ceased to be a director, trustee, officer, employee or agent and shall inure to the benefit of his or her heirs, executors and administrators; provided, however, that except as provided in this Article with respect to proceedings seeking solely to enforce rights to indemnification, the Family Support Center shall indemnify any such person seeking indemnification in connection with a proceeding (or part thereof) initiated by such person only if such proceeding (or part thereof) was authorized by the board of directors of the Family Support Center. The right to indemnification conferred in this Section shall be a contract right and shall include the right to be paid by the Family Support Center the expenses incurred in defending any such proceeding in advance of its final disposition; provided, however, that the payment of such expenses in advance of the final disposition of a proceeding shall be made only upon delivery to the Family Support Center of an undertaking, by or on behalf of such director or officer, to repay all amounts so advanced if it shall ultimately be determined that such director or officer is not entitled to be indemnified under this Section 9.1 or otherwise.

9.2 Right of Claimant to Bring Suit: Subject to Section 9.6 of this Article below, if a claim for which indemnification is required under Section 1 of this Article is not paid in full by the Family Support Center within sixty (60) days after a written claim has been received by the Family Support Center, except in the case of a claim for expenses incurred in

defending a proceeding in advance of its final disposition, in which case the applicable period shall be twenty (20) days, the claimant may at any time thereafter bring suit against the Family Support Center to recover the unpaid amount of the claim and, to the extent successful in whole or in part, the claimant shall be entitled to be paid also the expense of prosecuting such claim. The claimant shall be presumed to be entitled to indemnification under this Article upon submission of a written claim (and, in an action brought to enforce a claim for expenses incurred in defending any proceeding in advance of its final disposition, where the required undertaking has been tendered to the Family Support Center), and thereafter the Family Support Center shall have the burden of proof to overcome the presumption that the claimant is not so entitled. Neither the failure of the Family Support Center (including its board of directors, independent legal counsel or its members, if any) to have made a determination prior to the commencement of such action that indemnification of or reimbursement or advancement of expenses of the claimant is proper in the circumstances nor an actual determination by the Family Support Center (including its board of directors, independent legal counsel or its members, if any) that the claimant is not entitled to indemnification or to the reimbursement or advancement of expenses shall be a defense to the action or create a presumption that the claimant is not so entitled.

9.3 Non-exclusivity of Rights: Subject to Section 9.6 of this Article below, the right to indemnification and the payment of expenses incurred in defending a proceeding in advance of its final disposition conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Incorporation, Bylaws, agreement, vote of members, if any, or disinterested directors or otherwise.

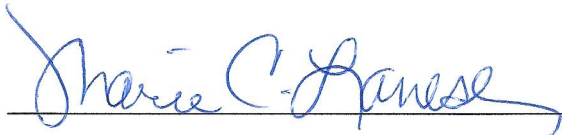
9.4 Insurance, Contracts and Funding: The Family Support Center may maintain insurance at its expense to protect itself and any director, trustee, officer, employee or agent of the Family Support Center or another corporation, partnership, joint venture, trust or other enterprise against any expense, liability or loss, whether or not the Family Support Center would have the power to indemnify such persons against such expense, liability or loss under the Washington Business Corporation Act, as applied to nonprofit corporations, or under the Washington Nonprofit Corporation Act. The Family Support Center may, without further action, enter into contracts with any director or officer of the Family Support Center in furtherance of the provisions of this Article and may create a trust fund, grant a security interest or use other means (including, without limitation, a letter of credit) to ensure the payment of such amounts as may be necessary to effect indemnification as provided in this Article.

9.5 Indemnification of Employees and Agents of the Family Support Center: Subject to Section 9.6 of this Article below, the Family Support Center may, by action of its Board of Directors from time to time, provide indemnification and pay expenses in advance of the final disposition of a proceeding to employees and agents of the Family Support Center with the same scope and effect as the provisions of this Article with respect to the indemnification and advancement of expenses of directors and officers of the Family Support Center or pursuant to rights granted pursuant to, or provided by, the

Washington Business Corporation Act, as applied to nonprofit corporations, or otherwise.

9.6 Limitations on indemnification: Any and all rights to indemnification provided for in the foregoing sections of this Article 9 are restricted and limited as follows: (a) the Family Support Center shall not indemnify a director in connection with a proceeding by or in the right of the Family Support Center in which the director was adjudged liable to the Family Support Center, and (b) the Family Support Center shall not indemnify a director in connection with a proceeding charging improper personal benefit to the director, whether or not involving action in the director's official capacity, in which the director was adjudged liable on the basis that personal benefit was improperly received by the director.

These bylaws are effective on the 16th day of April, 2020.



Chair, Board of Directors



Vice Chair, Board of Directors



Secretary, Board of Directors



Treasurer, Board of Directors

STATE of WASHINGTON



SECRETARY of STATE

I, **RALPH MUNRO**, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF INCORPORATION

to

THE FAMILY SUPPORT CENTER OF SOUTH
SOUND

a Washington Non Profit corporation. Articles of Incorporation were filed for record in this office on the date indicated below.

UBI Number: 601 967 753

Date: July 12, 1999



Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital

A handwritten signature in black ink, appearing to read "Ralph Munro", is written over a horizontal line.

Ralph Munro, Secretary of State 2-897061-4