



SNOHOMISH HEALTH DISTRICT
RESOLUTION OF THE BOARD OF HEALTH

RESOLUTION NUMBER: 20-19

RESOLUTION SUBJECT: A RESOLUTION EXPRESSING SUPPORT FOR THE FORMATION OF A PUBLIC BENEFIT NONPROFIT CHARITABLE CORPORATION / FOUNDATION TO PROVIDE FUNDING FOR PUBLIC HEALTH PRIORITIES AND AUTHORIZING PROCUREMENT OF PROFESSIONAL SERVICES TO ASSIST IN FORMATION OF THE CHARITABLE NONPROFIT CORPORATON/ FOUNDATION

WHEREAS, Chapter 24.03 of the Revised Code of Washington provides the framework for the creation of nonprofit corporations for the benefit of the public; and

WHEREAS, public benefit nonprofits often provide funding for public agencies to fill in gaps and address unmet needs; and

WHEREAS, charitable foundations have access to funding sources not available to public agencies; and

WHEREAS, on April 30, 2020, an ad hoc committee began meeting to discuss the possible formation of a not-for-profit foundation to assist the Health District in meeting identified public health priorities and goals; and

WHEREAS, the committee met on seven occasions and discussed many aspects of foundation formation, including the primary purpose of the foundation, populating an initial board of directors, articles of incorporation, identification of a registered agent, filing with the secretary of state, a potential agreement between the foundation and the Health District, and many other details; and

WHEREAS, on April 10, June 5, June 25, and July 23, the Executive Committee was provided a briefing and overview of the items discussed and the decision points necessary to proceed; and

WHEREAS, the full Board of Health was briefed on May 12 and July 14 about the progress and tentative recommendations from the ad hoc committee; and

WHEREAS, the Executive Committee has recommended that action be taken by the full Board expressing support for the creation of a public health foundation and authorizing staff to pursue assistance in identifying a registered agent and filing articles of incorporation with the Secretary of State; and

WHEREAS, there is a public benefit to supporting the creation of a nonprofit that is focused on addressing unmet needs and funding gaps in public health priorities.

NOW, THEREFORE, BE IT RESOLVED, by the Snohomish Health District Board of Health as follows:

1. The Board formally expresses its support for the formation of a public benefit nonprofit charitable corporation/foundation for the purpose of assisting with funding and the provision of unmet public health needs.
2. The Board directs the creation of a memorandum of understanding that clearly delineates expectations, role, and responsibilities between the Board of Health, the Snohomish Health District, the Public Health Advisory Council, and the new foundation.
3. The Board authorizes in-kind support of Health District staff as necessary to carry out the formation and initial operation of the foundation.
4. Health District staff is hereby authorized to secure the services necessary to identify a registered agent and nonprofit legal counsel to file the articles of incorporation with the Secretary of State and provide initial legal support to the foundation.
5. Health District staff is hereby authorized to expend an amount not to exceed \$50,000 through 2021, unless further appropriation is made by the Board. These funds shall be used to pay for necessary applications and licenses, and to secure professional services needed to start the foundation. Examples may include legal counsel, financial infrastructure, developing a preliminary budget for the first three years, strategic plan, organizational backbone, staffing plans, and fundraising plan to start the foundation.

ADOPTED this 11th day of August 2020.

Stephanie Wright, Chair
Board of Health

ATTEST:

Shawn Frederick, MBA
Administrative Officer