

ARTICLES OF INCORPORATION

OF

YAKIMA COUNTY EMERGENCY MEDICAL SERVICES AND TRAUMA CARE COUNCIL, a non-profit organization

The undersigned person, acting as incorporators of a corporation under the provision of the Washington Corporation Act (Revised Cod of Washington 24.03), hereby adopts the following articles of incorporation for such corporation.

1. **Name.** The name of the corporation shall be Yakima County Emergency Medical Services and Trauma Care Council, a non-profit corporation.
2. **Geographical Area.** The geographical area served by the council includes the area of Yakima County.
3. **Duration.** The period of the corporation's duration is perpetual.
4. **Purposes.** This corporation is organized for the following purposes:
 - A. Review, evaluate, and provide recommendations to the South Central Region EMS and Trauma Care Council regarding the provision of emergency medical services and trauma care in the region, and provide recommendations to the Regional Trauma Care Plan;
 - B. Recommend individuals to the Washington State Department of Health for membership on the South Central Region EMS and Trauma Care Council;
 - C. Participate with the Medical Program Director, emergency communication center, and the South Central Region EMS and Trauma Care Council in the development of the regional Patient Care Procedures; and
 - D. Review and make recommendations to the Department of Health for individuals applying for recognition or renewal of recognition as senior EMS Instructors (SEI).
 - E. May apply for, and receive, and accept gifts and other payments, including property and services, from any governmental or other public or private entity or person, and may make arrangements as to the use of these receipts, including any activities related to the design, maintenance, or enhancements of the emergency medical services and trauma care system in Yakima County. The council shall report in the Yakima County Department of Emergency Medical Services budget the amount, source, and purpose of all gifts and payments.

5. **Limitation of Corporate Powers.** This corporation is not organized for pecuniary profit. It shall not have any power to issue certificates of stock or declare dividends and no part of its new earnings shall insure to the benefits of any member, director, or individual; provided, however, that this corporation may pay compensation in a reasonable amount to its directors or officers for services rendered, in conformity to its purpose. The balance, if any, of all money received by the corporation from its operations after payments in full of all debts and obligations of the corporation of whatever kind and nature, shall be used and distributed exclusively for charitable, scientific, and educational purposes. Notwithstanding anything herein to the contrary, this corporation shall exercise only such powers as are in furtherance of the exempt purpose of organizations set forth in 501 (c) (3) of the Internal Revenue Code of 1954 and regulations hereunder as the same now exists or as they may be hereafter amended from time to time.

No part of the activities of this corporation shall be caring on propaganda or otherwise attempting to influence legislators or participating in or intervening in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

6. **Members.** This corporation shall have no members, in accordance with RCW 24.03.605
7. **Conditions of Members.** The conditions and regulations of membership and the rights and other privileges of the classes of membership shall be determined and fixed by the bylaws.
8. **Registered Agent.** The address of the initial registered office of the corporation shall be the Yakima County Emergency Medical Services and Trauma Care Council, City of Yakima, County of Yakima, Washington. The name of the initial registered agent of the corporation at such address shall be Yakima County Emergency Medical Services and Trauma Care Council, 5110 Tieton Drive, Suite 370, Yakima, WA 98908.

9. **Initial Board of Directors.** The number of directors constituting the initial board of directors of the corporation shall be 13. The current numbers of 13 directors consists of:

1.	Daniel Mansfield PO Box 24 Naches, WA 98908	2.	Tamara Pettis 310 Yule Road Yakima, WA 98908
3.	Dave Lynde 229 S. 2 nd Avenue Yakima, WA 98082	4.	Wayne Wantland 200 S. 3 rd Street Yakima, WA 98901
5.	Juan Acosta, DO, MPD 5902 Douglas Drive Yakima, WA 98908	6.	Micah Cawley 129 N. 2 nd Street Yakima, WA 98901
7.	Don Growt PO Box 693 White Swan, WA 98952	8.	Candace Hamilton 5110 Tieton Drive, Suite 370 Yakima, WA 98908
9.	James Restucci 818 E. Edison Avenue Sunnyside, WA 98944	10.	Stephanie Sanchez 502 W. 4 th Avenue Toppenish, WA 98948
11.	Phil Schenck 818 E. Edison Avenue Sunnyside, WA 98944	12.	Steve Smith PO Box 790 Naches, WA 98937
13.	Tim Smith 514 W. 2 nd Avenue Toppenish, WA 98948	14.	Open
15.	Open	16.	Open
17.	Open		

10. **Incorporators.** The names and addresses of the incorporators of the corporation are as follows:

1.	Daniel Mansfield PO Box 24 Naches, WA 98908	2.	Tamara Pettis 310 Yule Road Yakima, WA 98908
3.	Dave Lynde 229 S. 2 nd Avenue Yakima, WA 98082	4.	Wayne Wantland 200 S. 3 rd Street Yakima, WA 98901
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11. Distribution of Assets Upon Dissolution. In the event of the dissolution of the Corporation, or in the event it shall cease to carry out the objectives and purposes herein set forth, all the business, property, and assets of the corporation shall go and be distributed to such nonprofit charitable corporation, municipal corporations, or corporations as may be selected by the board of directors of this corporation so that the business properties and assets of this corporation shall then be used for and devoted to the purpose of carrying on a nonprofit enterprise to carry out the purposes hereinabove set forth and within the intendment of Section 501 (c) (3) of the Internal Revenue Code of 1952, as amended.

In no way shall any of the assets or property, in the event of dissolution, go or be distributed to the officers or directors either for the reimbursement of any services subscribed, donated or contributed by such officers or directors, or for any other such purposes, it being the intent in the event of the dissolution of this corporation or upon its ceasing to carry out the object or purpose herein set forth, that the property or assets owned by the corporation shall be devoted to the nonprofit charitable purpose hereinabove set forth and within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1952, as amended.

12. Director Liability. The liability of the directors shall be limited as set forth in the bylaws.

13. Amendments To Washington Business Corporation Act. In the event that the Washington Business Corporation Act is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of a corporation shall be eliminated or limited to the fullest extent permitted by the Washington Business Corporation Act, as so amended, to the extent that it applies to nonprofit corporation. Any repeal or modification of the foregoing paragraph by the directors or officers of the corporation shall not adversely affect any right or protection of the director of the corporation existing at the time of such repeal or modification.

14. Amendments to the Articles of Incorporation. These Articles of Incorporation may be amended at any annual meeting of the Board of Directors called for such purpose upon receiving the vote of the majority of the directors in office. The Board of Directors shall have the sole power to adopt, alter, amend, or repeal the Bylaws of this Corporation which may contain any provisions for regulations and management of the affairs of the Corporation not inconsistent with law of the Articles of Incorporation.

15. Internal Affairs. Management of this Corporation shall be vested in the Board of Directors. The number, qualifications, term of office, manner of election, time and place of meeting, and powers and duties of the director shall be prescribed by the Bylaws for the Corporation is hereby vested in the Board of Directors of the Association.

Articles of Incorporation for the Yakima County Emergency Medical Services and Trauma Care Council are approved on July 14, 2010 by the following listed board members.

Signature of Incorporators. The names and addresses of the incorporators of the corporation are as follows:

1. Daniel Mansfield
PO Box 24
Naches, WA 98908

2. Tamara Pettis
310 Yule Road
Yakima, WA 98908

3. Dave Lynde
229 S. 2nd Avenue
Yakima, WA 98082

4. Wayne Wantland
200 S. 3rd Street
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