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Form **990-EZ**

**Short Form  
Return of Organization Exempt From Income Tax**

OMB No 1545-1150

**2009**

**Open to Public  
Inspection**

Department of the Treasury  
Internal Revenue Service

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code  
(except black lung benefit trust or private foundation)  
▶ Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$500,000 and total assets less than \$1,250,000 at the end of the year may use this form.  
▶ The organization may have to use a copy of this return to satisfy state reporting requirements

**A For the 2009 calendar year, or tax year beginning** 01/01 , **2009, and ending** 12/31 , **20** 09

<b>B</b> Check if applicable: <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type. See Specific Instructions.	<b>C Name of organization</b> <b>NUTRITION FIRST</b>		<b>D Employer identification number</b> <b>91-1387596</b>
		Number and street (or P O box, if mail is not delivered to street address) Room/suite <b>3017 181st Ave NE</b>	City or town, state or country, and ZIP + 4 <b>Redmond, WA 98052</b>	<b>E Telephone number</b> <b>206-450-6139</b>

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

**G Accounting Method**  Cash  Accrual  
Other (specify) ▶

**I Website:** ▶ www.nutritionfirstwa.org

**J Tax-exempt status** (check only one) —  501(c) ( 3 ) ◀ (insert no)  4947(a)(1) or  527

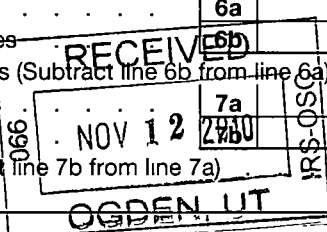
**H Check** ▶  if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF)

**K Check** ▶  if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A Form 990-EZ or Form 990 return is not required but if the organization chooses to file a return, be sure to file a complete return.

**L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts, if \$500,000 or more, file Form 990 instead of Form 990-EZ** ▶ \$ 132,428

**Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances** (See the instructions for Part I.)

		Revenue	
1	Contributions, gifts, grants, and similar amounts received . . . . .	1	119,477
2	Program service revenue including government fees and contracts . . . . .	2	11,690
3	Membership dues and assessments . . . . .	3	1,180
4	Investment income . . . . .	4	81
5a	Gross amount from sale of assets other than inventory . . . . .	5a	0
b	Less: cost or other basis and sales expenses . . . . .	5b	0
c	Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a) . . . . .	5c	0
6	Special events and activities (complete applicable parts of Schedule G). If any amount is from gaming, check here ▶ <input type="checkbox"/>		
a	Gross revenue (not including \$ <u>0</u> of contributions reported on line 1) . . . . .	6a	0
b	Less: direct expenses other than fundraising expenses . . . . .	6b	0
c	Net income or (loss) from special events and activities (Subtract line 6b from line 6a) . . . . .	6c	0
7a	Gross sales of inventory, less returns and allowances . . . . .	7a	0
b	Less: cost of goods sold . . . . .	7b	0
c	Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a) . . . . .	7c	0
8	Other revenue (describe ▶ _____ ) . . . . .	8	0
9	<b>Total revenue.</b> Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8 ▶	9	132,428
		Expenses	
10	Grants and similar amounts paid (attach schedule) . . . . .	10	0
11	Benefits paid to or for members . . . . .	11	0
12	Salaries, other compensation, and employee benefits . . . . .	12	77,740
13	Professional fees and other payments to independent contractors . . . . .	13	31,608
14	Occupancy, rent, utilities, and maintenance . . . . .	14	7,143
15	Printing, publications, postage, and shipping . . . . .	15	7,264
16	Other expenses (describe ▶ <u>See Statement 2</u> ) . . . . .	16	77,571
17	<b>Total expenses.</b> Add lines 10 through 16 ▶	17	201,326
18	Excess or (deficit) for the year (Subtract line 17 from line 9) . . . . .	18	-68,898
19	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return) . . . . .	19	76,887
20	Other changes in net assets or fund balances (attach explanation) <u>See Statement 3</u> . . . . .	20	21,891
21	Net assets or fund balances at end of year. Combine lines 18 through 20 ▶	21	29,880



**Part II Balance Sheets.** If Total assets on line 25, column (B) are \$1,250,000 or more, file Form 990 instead of Form 990-EZ.

(See the instructions for Part II.)

		(A) Beginning of year	(B) End of year
22	Cash, savings, and investments . . . . .	77,911	28,991
23	Land and buildings . . . . .	0	0
24	Other assets (describe ▶ <u>See Statement 4</u> ) . . . . .	30	1,024
25	<b>Total assets</b> . . . . .	77,941	30,015
26	<b>Total liabilities</b> (describe ▶ <u>See Statement 5</u> ) . . . . .	1,054	135
27	<b>Net assets or fund balances</b> (line 27 of column (B) must agree with line 21) . . . . .	76,887	29,880

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<b>Part III Statement of Program Service Accomplishments</b> (See the instructions for Part III.)		<b>Expenses</b> (Required for section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts, optional for others.)	
What is the organization's primary exempt purpose? <b>See Statement 6</b>			
Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title.			
<b>28</b>	<b>Training. Facilitated all aspects of participation for local WIC staff for breastfeeding and Spanish intensive language training. Includes program planning, travel and other logistics, and continuing education credits.</b>		
	(Grants \$ <b>0</b> ) If this amount includes foreign grants, check here <input type="checkbox"/>	<b>28a</b>	<b>125,811</b>
<b>29</b>	<b>Quality assurance. Coordinated resources for preventing Baby Bottle Tooth Decay and current WIC program delivery improvements.</b>		
	(Grants \$ <b>0</b> ) If this amount includes foreign grants, check here <input type="checkbox"/>	<b>29a</b>	<b>7,201</b>
<b>30</b>	<b>Technical Assistance and Leadership. Provide technical assistance and consultation for program and staff development related to nutrition for families with young children.</b>		
	(Grants \$ <b>0</b> ) If this amount includes foreign grants, check here <input type="checkbox"/>	<b>30a</b>	<b>10,086</b>
<b>31</b>	<b>Other program services (attach schedule)</b>		
	(Grants \$ <b>0</b> ) If this amount includes foreign grants, check here <input type="checkbox"/>	<b>31a</b>	
<b>32</b>	<b>Total program service expenses (add lines 28a through 31a)</b>	<b>32</b>	<b>143,098</b>

**Part IV List of Officers, Directors, Trustees, and Key Employees.** List each one even if not compensated. (See the instructions for Part IV.)

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
Nicole Flateboe 3017 181st Ave NE, Redmond, WA 98052	President, 1.5	0	0	0
Aliya Haq 3017 181st Ave NE, Redmond, WA 98052	President Elect, 1	0	0	0
David Teske 3017 181st Ave NE, Redmond, WA 98052	Treasurer, 0.75	0	0	0
Bonnie Fritz 3017 181st Ave NE, Redmond, WA 98052	Secretary, 0.75	0	0	0
Tricia Mortell 3017 181st Ave NE, Redmond, WA 98052	Board Member, 0.5	0	0	0
Lisa DiGiorgio 3017 181st Ave NE, Redmond, WA 98052	Board Member, 0.50	0	0	0
Lynn Kidder 3017 181st Ave NE, Redmond, WA 98052	Board Member, 0.50	0	0	0
Terri Trisler 3017 181st Ave NE, Redmond, WA 98052	Board Member, 0.50	0	0	0
Susan Thiel 3017 181st Ave NE, Redmond, WA 98052	Board Member, 0.50	0	0	0
Donna Oberg 3017 181st Ave NE, Redmond, WA 98052	Board Member, 0.50	0	0	0
Irene Berger 3017 181st Ave NE, Redmond, WA 98052	Board Member, 0.50	0	0	0
Wende Dolstad 3017 181st Ave NE, Redmond, WA 98052	Board Member, 0.50	0	0	0
Carla Levesque 3017 181st Ave NE, Redmond, WA 98052	Board Member, 0.50	0	0	0
Lana Zelenak 3017 181st Ave NE, Redmond, WA 98052	Board Member, 0.50	0	0	0
Martha Alonzo 3017 181st Ave NE, Redmond, WA 98052	Board Member, 0.50	0	0	0
Gwyn Jones 3017 181st Ave NE, Redmond, WA 98052	Board Member, 0.50	0	0	0
Nancy Wharton 3017 181st Ave NE, Redmond, WA 98052	Board Member, 0.50	0	0	0
(Continued on Statement 7)				

**Part V Other Information** (Note the statement requirements in the instructions for Part V.)

		Yes	No
33	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity . . . . .		✓
34	Were any changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the changes . . . . .	✓	
35	If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T.		
a	Did the organization have unrelated business gross income of \$1,000 or more or was it subject to section 6033(e) notice, reporting, and proxy tax requirements? . . . . .		✓
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		
36	Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N . . . . .		✓
37a	Enter amount of political expenditures, direct or indirect, as described in the instructions. ▶ <b>37a</b> 0		
b	Did the organization file <b>Form 1120-POL</b> for this year? . . . . .		✓
38a	Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the period covered by this return? . . . . .		✓
b	If "Yes," complete Schedule L, Part II and enter the total amount involved . . . . . <b>38b</b>		
39	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on line 9 . . . . . <b>39a</b>		
b	Gross receipts, included on line 9, for public use of club facilities . . . . . <b>39b</b>		
40a	Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under: section 4911 ▶ 0 ; section 4912 ▶ 0 ; section 4955 ▶ 0		
b	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I . . . . .		✓
c	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 . . . . . ▶ 0		
d	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization . . . . . ▶ 0		
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T. . . . .		✓
41	List the states with which a copy of this return is filed. ▶ WA		
42a	The organization's books are in care of ▶ <b>Nutrition First</b> Telephone no. ▶ 206-450-6139 Located at ▶ <b>3017 181st Ave NE, Redmond, WA 98052</b> ZIP + 4 ▶ 98052		
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? . . . . .		✓
	If "Yes," enter the name of the foreign country: ▶ _____		
	See the instructions for exceptions and filing requirements for <b>Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts</b> .		
c	At any time during the calendar year, did the organization maintain an office outside of the U.S.? . . . . .		✓
	If "Yes," enter the name of the foreign country: ▶ _____		
43	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of <b>Form 1041</b> —Check here and enter the amount of tax-exempt interest received or accrued during the tax year . . . . . ▶ <b>43</b>		<input type="checkbox"/>
44	Did the organization maintain any donor advised funds? If "Yes," Form 990 must be completed instead of Form 990-EZ . . . . .		✓
45	Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If "Yes," Form 990 must be completed instead of Form 990-EZ . . . . .		✓

**Part VI** Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only. All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46-49b and complete the tables for lines 50 and 51.

- 46 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I . . . . . 

46		Yes	No
			✓
- 47 Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II . . . . . 

47		Yes	No
			✓
- 48 Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E . . . . . 

48		Yes	No
			✓
- 49a Did the organization make any transfers to an exempt non-charitable related organization? . . . . . 

49a		Yes	No
			✓
- b If "Yes," was the related organization a section 527 organization? . . . . . 

49b		Yes	No
			✓

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each employee paid more than \$100,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
None				

f Total number of other employees paid over \$100,000 . . . . . ▶ \_\_\_\_\_

51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation
None		

d Total number of other independent contractors each receiving over \$100,000 . . . ▶ \_\_\_\_\_

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

**Sign Here**  
 ▶ *Aliya J Haq* Signature of officer 11/8/10  
 ▶ Aliya Haq, President *Aliya J Haq* Date 11/8/10  
 Type or print name and title

**Paid Preparer's Use Only**  
 Preparer's signature: *[Signature]* Date: \_\_\_\_\_ Check if self-employed:   
 Firm's name (or yours if self-employed), address, and ZIP + 4: **The Nonprofit Center**  
**1501 Pacific Avenue Suite 320, Tacoma, WA 98402** EIN **91-1987557**  
 Phone no: **253-272-5844**

May the IRS discuss this return with the preparer shown above? See instructions . . . . . ▶  Yes  No

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Public Charity Status and Public Support**

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

**2009**

**Open to Public Inspection**

Name of the organization

**NUTRITION FIRST**

Employer identification number

**91 : 1387596**

**Part I Reason for Public Charity Status** (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1  A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2  A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E.)
- 3  A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4  A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state: \_\_\_\_\_
- 5  An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6  A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7  An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8  A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9  An organization that normally receives: (1) more than 33 1/3 % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3 % of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 10  An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 11  An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h
  - a  Type I      b  Type II      c  Type III—Functionally integrated      d  Type III—Other
- e  By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
  - (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
  - (ii) A family member of a person described in (i) above?
  - (iii) A 35% controlled entity of a person described in (i) or (ii) above?

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1–9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
<b>Total</b>									

**Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**  
 (Complete only if you checked the box on line 5, 7, or 8 of Part I.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	394,799	373,360	448,552	392,044	119,477	1,728,232
<b>2</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf	0	0	0	0	0	0
<b>3</b> The value of services or facilities furnished by a governmental unit to the organization without charge	0	0	0	0	0	0
<b>4 Total.</b> Add lines 1 through 3	394,799	373,360	448,552	392,044	119,477	1,728,232
<b>5</b> The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
<b>6 Public support.</b> Subtract line 5 from line 4						1,726,232

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>7</b> Amounts from line 4	394,799	373,360	448,552	392,044	119,477	1,728,232
<b>8</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	1,779	2,528	806	922	81	6,116
<b>9</b> Net income from unrelated business activities, whether or not the business is regularly carried on	0	0	0	0	0	0
<b>10</b> Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)	3,529	3,635	6,733	5,590	12,870	32,357
<b>11 Total support.</b> Add lines 7 through 10						1,766,705
<b>12</b> Gross receipts from related activities, etc (see instructions)					12	47,222
<b>13 First five years.</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and <b>stop here</b> ▶ <input type="checkbox"/>						

**Section C. Computation of Public Support Percentage**

<b>14</b> Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f))	<b>14</b>	97.82 %
<b>15</b> Public support percentage from 2008 Schedule A, Part II, line 14	<b>15</b>	98.44 %
<b>16a 33 1/3 % support test—2009.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3 % or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization ▶ <input checked="" type="checkbox"/>		
<b>b 33 1/3 % support test—2008.</b> If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3 % or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
<b>17a 10%-facts-and-circumstances test—2009.</b> If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
<b>b 10%-facts-and-circumstances test—2008.</b> If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
<b>18 Private foundation.</b> If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ <input type="checkbox"/>		

**Part III Support Schedule for Organizations Described in Section 509(a)(2)**

(Complete only if you checked the box on line 9 of Part I.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
<b>2</b> Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
<b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513						
<b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
<b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge						
<b>6 Total.</b> Add lines 1 through 5						
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons						
<b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
<b>c</b> Add lines 7a and 7b						
<b>8 Public support</b> (Subtract line 7c from line 6.)						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>9</b> Amounts from line 6						
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
<b>c</b> Add lines 10a and 10b						
<b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
<b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
<b>13 Total support.</b> (Add lines 9, 10c, 11, and 12)						
<b>14 First five years.</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and <b>stop here</b> ► <input type="checkbox"/>						

**Section C. Computation of Public Support Percentage**

<b>15</b> Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	<b>15</b>	%
<b>16</b> Public support percentage from 2008 Schedule A, Part III, line 15	<b>16</b>	%

**Section D. Computation of Investment Income Percentage**

<b>17</b> Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f))	<b>17</b>	%
<b>18</b> Investment income percentage from 2008 Schedule A, Part III, line 17	<b>18</b>	%

**19a 33 1/3 % support tests—2009.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3 %, and line 17 is not more than 33 1/3 %, check this box and **stop here**. The organization qualifies as a publicly supported organization ►

**b 33 1/3 % support tests—2008.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3 %, and line 18 is not more than 33 1/3 %, check this box and **stop here**. The organization qualifies as a publicly supported organization ►

**20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ►



- Statement 1 : General Explanations**
- Statement 2 : Other Expenses Schedule**
- Statement 3 : Other Changes In Net Assets Schedule**
- Statement 4 : Other Assets**
- Statement 5 : Liabilities Schedule**
- Statement 6 : Primary Exempt Purpose**
- Statement 7 : Officers, Directors, Trustees and Key Employees Compensation**

General Explanations

Reference	Explanation
Form 990-EZ, Part V, Line 34	Bylaws were updated and approved by the Board of Directors on September 11th 2009.

Other Expenses Schedule

Description	Amount
Dues and Subscriptions	1,054
Insurance	500
Internet Service	1,630
Licenses, Taxes and Permits	100
Miscellaneous	413
Supplies	2,424
Conference Travel and Expenses	71,450
<b>Total:</b>	<b>77,571</b>

**Other Changes In Net Assets Schedule**

<b>Description</b>	<b>Amount</b>
To correct 2006 form 990 net assets for adjustments made after form was filed	6,907
To correct 2007 form 990 net assets for adjustments made after form was filed.	4,686
To correct 2008 form 990 net assets for adjustments made after form was filed	10,298
<b>Total:</b>	<b>21,891</b>

**Other Assets**

<b>Description</b>	<b>BOY Amount</b>	<b>EOY Amount</b>
Accounts Receivable	30	1,024
<b>Total:</b>	<b>30</b>	<b>1,024</b>

Liabilities Schedule

Description	BOY Amount	EOY Amount
Accounts Payable	1,054	135
<b>Total:</b>	<b>1,054</b>	<b>135</b>

**Primary Exempt Purpose**

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**Primary Exempt Purpose**

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Ensuring that young children of families with limited resources have opportunities for better nutrition to improve overall health. We achieve our mission through advocacy, education and training for those who work on behalf of children in Washington State.

## Officers, Directors, Trustees and Key Employees Compensation

		Title and Hours	Compensation	Benefits	Expense
<b>Name</b>	Phyllis Kirk	Board Member 0 50	0	0	0
<b>Address</b>	3017 181st Ave NE Redmond, WA 98052				
<b>Name</b>	Lisa Williams-Fuchs	Board Member 0.50	0	0	0
<b>Address</b>	3017 181st Ave NE Redmond, WA 98052				
<b>Name</b>	Nati Mendoza	Board Member 0 50	0	0	0
<b>Address</b>	3017 181st Ave NE Redmond, WA 98052				
<b>Name</b>	Dori Johnson	Board Member 1.5	0	0	0
<b>Address</b>	3017 181st Ave NE Redmond, WA 98052				
<b>Total:</b>			<b>0</b>	<b>0</b>	<b>0</b>

**Final Bylaws**  
**Adopted September 11, 2009**

**Article I Name and Purpose**

*Section 1 - Name*

The name of the organization shall be Nutrition First. It shall be a nonprofit, charitable organization incorporated under the laws of the State of Washington

*Section 2 – Purpose*

The purpose of Nutrition First is to ensure that young children of families with limited resources have opportunities for better nutrition to improve overall health and to act collectively to include the following functions:

- A. To operate as a network to provide ideas, materials, procedures, and education to promote the health, well-being, and nutritional status of women, infants, and children
- B. To serve as a resource at the request of government, organizations, or individuals regarding issues affecting the health and nutrition of women, infants, and children
- C. To promote, support, and advise nutrition programs working on behalf of maternal and child health and/or the public's health in communities

**Article II Membership**

*Section 1 – Eligibility for membership*

Nutrition First shall have an unlimited number of members. Members may be individuals or organizations who have paid dues to Nutrition First as set out by the Board of Directors. Nutrition First will accept membership from organizations whose priorities align with its mission and vision.

*Section 2 – Types of members*

The membership of Nutrition First shall be divided into six (6) categories of membership as follows:

- Beneficiary : an individual who receives direct services
- Patron: any interested individual
- Sustaining: a lifetime individual member
- Supporting: an organization that provides direct services to young children of families with limited resources
- Contributing: a non-profit organization that does not provide direct services
- Sponsoring: any organization engaged in a for-profit enterprise

*Section 3 – Membership dues*

The annual dues for all categories of membership shall be determined by the Board of Directors. The annual dues are payable October 1

*Section 4 – Membership year*

The membership year will be October 1 through September 30

*Section 5 – Meetings of members*

A minimum of one (1) regular meeting will be held annually. Date and location of the meeting will be set by the Board of Directors

*Section 6 – Quorum*

Except as otherwise provided by law, in Articles of Incorporation of the organization, or in these Bylaws, The members present

at any properly announced meeting shall constitute a quorum for the transaction of business.

#### *Section 7 – Voting*

All members, except for the member categories of Beneficiary and Sponsoring, shall have one vote. In the case of Supporting or Contributing members, the organization will appoint one voting representative to cast the member's vote in Nutrition First elections. A member may vote in person, by conference telephone, by electronic transmission or by proxy in the form of a record executed by the member. Members voting by electronic transmission are present for all purposes of quorum, count of votes, and percentages of total voting power present. All issues to be voted on shall be decided by a simple majority of those present at the meeting in which the vote takes place.

### **Article III Board of Directors**

#### *Section 1 – Board role, size, composition, and compensation*

The Board is responsible for overall policy and direction of Nutrition First, and will delegate responsibility of day-to-day operations to the staff and committees as needed. The Board shall have up to 15, but not fewer than 9 members. The Executive Director shall serve as an ex officio member. The Board receives no compensation other than reasonable expenses, with the exception of the Executive Director who is a paid staff member.

#### *Section 2 – Term of office*

The term of a Director shall be for two (2) years, and until a successor is elected and assumes his or her duties, except in the event of an earlier removal or resignation. Directors shall not serve more than five (5) consecutive terms.

#### *Section 3 – Elections*

Candidates for Board membership shall be nominated by a designated committee of the Board. The committee shall endeavor to nominate a geographically, culturally, economically and professionally diverse Board of Directors representative of the membership to better serve the purposes of Nutrition First. Directors shall be elected by the members at the annual meeting of members. The Directors so elected shall assume the duties of the term for which they are so elected on October 1 following the election, and shall remain in office until their successors assume their duties. Directors shall be eligible for re-election. Directors will be elected by a simple majority of those members voting.

#### *Section 4 – Board Meetings*

The Board shall meet at least quarterly, at an agreed upon time and place. An official Board meeting requires that each Board member have written notice at least 1 week in advance. Board meetings, or meetings of any committee designated by the Board, may participate in a meeting in person or by means of a conference telephone or similar communications equipment in which all persons participating in the meeting can hear each other at the same time.

#### *Section 5 – Special Meetings*

Special meetings of the Board of Directors may be held at any place and time, whenever called by a member of the Executive Committee or any four (4) Directors. Notices of special meetings will be sent out to each Director two (2) days prior to the meeting.

#### *Section 6 – Quorum and Voting*

At least fifty percent (50%) of the number of Directors then in office shall constitute a quorum for the transaction of business at any regular or special meeting. The vote required shall be a simple majority of the number of the Directors present and voting at the meeting as long as quorum is reached. The Executive Director shall be entitled to a vote if the votes for passage and rejection are equal.

### *Section 7 – Officers and Duties*

There shall be four elected officers of the Board, consisting of a President, President-elect, Secretary and Treasurer. Terms of office and duties are as follows:

- President – 1 year term, shall convene regularly scheduled board meetings, shall preside or arrange for other members of the Executive Committee to preside at each meeting in the following order: President-Elect, Secretary, Treasurer
- President-Elect – 1 year term, shall preside either at the request of, or in the absence or the President should the office be vacated, assist the president as requested, and will assume the president's office as of October 1 after they have served their one (1) year term as President-elect
- Secretary – 2 year term, assumes office in odd numbered years, shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all Board meetings
- Treasurer – 2 year term, assumes office in even numbered years, shall be responsible for providing a report at each meeting, assist in preparation of the budget, and make financial information available

### *Section 8 – Election of officers*

The Board or a designated committee of the Board shall nominate candidates for the offices of President, President-elect, Secretary, and Treasurer. The Board shall elect the officers for the forthcoming year at a Board meeting in the final quarter of the current membership year.

### *Section 9 – Vacancies*

Any officer or Director vacancy occurring mid-term may be filled upon election of a successor by a majority vote of the entire Board of Directors. These vacancies will be filled only to the end of the particular Board member's term.

### *Section 10 – Resignation, termination, or absences*

Resignation from the Board must be in writing and received by the Executive Director. A Board member can be terminated from the Board due to excess absences, more than 5 absences from Board meetings in a year. A Board member may be removed for other reasons by a three-fourths (3/4) vote of the remaining Directors.

## **Article IV Committees**

### *Section 1 – Committees*

The Board of Directors may create one or more committees of the Board, each consisting of two (2) or more directors. Committees may also include persons who are not members of the Board. Committees will be terminated at the completion of the project.

### *Section 2 – Executive Committee*

The Executive Committee of the Board will be comprised of the elected officers of the Board: the President, President-elect, Secretary, and Treasurer. The Executive Director shall serve as an *ex officio* member of the Executive Committee with voting privileges only if the votes for passage and rejection are equal. Except for the power to amend the bylaws, the Executive Committee shall have all the powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors, and is subject to the direction and control of the full Board.

## **Article V Director and Staff**

### *Section 1 – Executive Director*

The Executive Director is hired by the Board to serve as the chief executive officer of the organization. Subject to the direction and control of the Board, the Executive Director has day-to-day responsibilities for the organization, including carrying out the organization's goals and policies and supervising the assets, business, and affairs of the organization. The Executive Director will attend all Board meetings, report on the progress of the organization, answer questions of the Board members and carry out the duties described in the job description. The Executive Director may be assigned other duties by the Board of Directors.

### *Section 2 – Staff*

Additional staff may be hired and supervised by the Executive Director as needed to support the business of the organization, provided the Board of Directors approves such expenditures.

## **Article VI Indemnification**

Any person made a party to any action, suit or proceeding by reason of the fact that she or he, her or his testator or intestate, is or was an officer, member of the Board of Directors or employee of Nutrition First, or of any corporation that she or he served as such at the request of Nutrition First, or of which Nutrition First is a creditor, shall be indemnified by Nutrition First against any such action, suit or proceeding, civil or criminal, or in connection with any such appeal therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding, that such officer or member of the Board did not in good faith in performance of her or his duties and, in addition, in criminal actions or proceedings has no reasonable cause to believe that her or his conduct was unlawful. Such right or indemnification shall not be deemed exclusive of any other rights to which such officer or member of the Board be entitled by law and shall not be construed as any limitation on the authority of the Board to advance Nutrition First funds for such reasonable expenses, including attorney fees.

## **Article VII – Dissolution**

In the event of the dissolution of Nutrition First, distribution of any remaining assets shall be transferred only to an organization having like charitable, scientific, literary and educational purposes as are permitted by Section 501(c)(3) of the Internal Revenue Code of the United States, and as permitted under the laws of the state of Washington.

## **Article VIII Amendments**

These bylaws may be altered, amended or repealed, and new bylaws may be adopted when necessary by an affirmative vote from two-thirds majority of the entire Board of Directors. Proposed amendments to the Bylaws shall be sent to the Board of Directors at least fifteen (15) days prior to the date of the meeting at which a vote on such amendments is to occur.

## **Article IX Certification**



being President of Nutrition First, hereby certifies that the foregoing Bylaws were duly adopted by the Board of Directors on 11<sup>th</sup> day of Sept, 2019