

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

Department of the Treasury
Internal Revenue Service

▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 2003 calendar year, or tax year beginning _____ **and ending** _____

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type. See Specific Instructions.	C Name of organization SALISH SEA EXPEDITIONS		D Employer identification number 91-1688662
		Number and street (or P.O. box if mail is not delivered to street address) Room/suite 647 HORIZON VIEW PL. NW		E Telephone number 206-780-7848
		City or town, state or country, and ZIP + 4 BAINBRIDGE ISLAND, WA 98110		F Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) ▶
		• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).		

H and I are not applicable to section 527 organizations.

H(a) Is this a group return for affiliates? Yes No
H(b) If "Yes," enter number of affiliates ▶ _____

H(c) Are all affiliates included? **N/A** Yes No (If "No," attach a list.)

H(d) Is this a separate return filed by an organization covered by a group ruling? Yes No

I Group Exemption Number ▶ _____

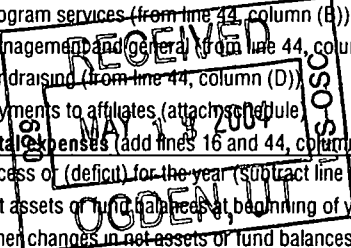
M Check if the organization is not required to attach Sch. B (Form 990, 990-EZ, or 990-PF).

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 ▶ **317,923.**

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances

Revenue	1 Contributions, gifts, and similar amounts received:				
	a Direct public support	1a	223,229.		
	b Indirect public support	1b			
	c Government contributions (grants)	1c	61.		
	d Total (add lines 1a through 1c) (cash \$ <u>219,810.</u> noncash \$ <u>3,480.</u>)	1d		223,290.	
	2 Program service revenue including government fees and contracts (from Part VII, line 93)	2		94,236.	
	3 Membership dues and assessments	3			
	4 Interest on savings and temporary cash investments	4		397.	
	5 Dividends and interest from securities	5			
	6 a Gross rents	6a			
	b Less: rental expenses	6b			
	c Net rental income or (loss) (subtract line 6b from line 6a)	6c			
7 Other investment income (describe ▶ _____)	7				
Revenue	8 a Gross amount from sales of assets other than inventory	(A) Securities		(B) Other	
		8a			
		8b			
	c Gain or (loss) (attach schedule)	8c			
	d Net gain or (loss) (combine line 8c, columns (A) and (B))	8d			
	9 Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>				
	a Gross revenue (not including \$ _____ of contributions reported on line 1a)	9a			
	b Less: direct expenses other than fundraising expenses	9b			
	c Net income or (loss) from special events (subtract line 9b from line 9a)	9c			
	10 a Gross sales of inventory, less returns and allowances	10a			
		b Less: cost of goods sold	10b		
		c Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a)	10c		
11 Other revenue (from Part VII, line 103)	11				
12 Total revenue (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)	12		317,923.		
Expenses	13 Program services (from line 44, column (B))	13	222,551.		
	14 Management and general (from line 44, column (C))	14	43,211.		
	15 Fundraising (from line 44, column (D))	15	34,010.		
	16 Payments to affiliates (attach schedule)	16			
	17 Total expenses (add lines 13 and 14, column (A))	17	299,772.		
18 Excess or (deficit) for the year (subtract line 17 from line 12)	18	18,151.			
Net Assets	19 Net assets or fund balances at beginning of year (from line 73, column (A))	19	94,134.		
	20 Other changes in net assets or fund balances (attach explanation)	20	SEE STATEMENT 1	1,000.	
	21 Net assets or fund balances at end of year (combine lines 18, 19, and 20)	21	113,285.		

SCANNED MAY 20 2004



Part II Statement of Functional Expenses

All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others.

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22	Grants and allocations (attach schedule) cash \$ _____ noncash \$ _____				
23	Specific assistance to individuals (attach schedule)				
24	Benefits paid to or for members (attach schedule)				
25	Compensation of officers, directors, etc.	40,200.	20,100.	16,080.	4,020.
26	Other salaries and wages	130,868.	98,812.	8,040.	24,016.
27	Pension plan contributions				
28	Other employee benefits	5,628.	4,334.	732.	562.
29	Payroll taxes	15,249.	11,284.	2,440.	1,525.
30	Professional fundraising fees				
31	Accounting fees	2,772.		2,772.	
32	Legal fees				
33	Supplies	1,503.	1,142.	210.	151.
34	Telephone	4,262.	3,239.	597.	426.
35	Postage and shipping	5,408.	4,109.	730.	569.
36	Occupancy	18,550.	14,098.	2,597.	1,855.
37	Equipment rental and maintenance	941.	715.	132.	94.
38	Printing and publications	3,412.	2,593.	478.	341.
39	Travel				
40	Conferences, conventions, and meetings	475.	475.		
41	Interest				
42	Depreciation, depletion, etc. (attach schedule)	590.	438.	85.	67.
43	Other expenses not covered above (itemize):				
a	_____				
b	_____				
c	_____				
d	_____				
e	SEE STATEMENT 2	69,914.	61,212.	8,318.	384.
44	Total functional expenses (add lines 22 through 43). Organizations completing columns (B)-(D), carry these totals to lines 13-15	299,772.	222,551.	43,211.	34,010.

Joint Costs. Check if you are following SOP 98-2.

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? Yes No
 If "Yes," enter (i) the aggregate amount of these joint costs \$ _____; (ii) the amount allocated to Program services \$ _____; (iii) the amount allocated to Management and general \$ _____; and (iv) the amount allocated to Fundraising \$ _____.

Part III Statement of Program Service Accomplishments

What is the organization's primary exempt purpose? **SEE STATEMENT 3**

All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)

Program Service Expenses
 (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts, but optional for others.)

a	SEE STATEMENT 4	(Grants and allocations \$ _____)	221,026.
b	SEE STATEMENT 5	(Grants and allocations \$ _____)	1,525.
c		(Grants and allocations \$ _____)	
d		(Grants and allocations \$ _____)	
e	Other program services (attach schedule)	(Grants and allocations \$ _____)	
f	Total of Program Service Expenses (should equal line 44, column (B), Program services)		222,551.

Part IV Balance Sheets

Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A) Beginning of year		(B) End of year
Assets	45 Cash - non-interest-bearing	13,706.	45	35,106.
	46 Savings and temporary cash investments	83,900.	46	75,413.
	47 a Accounts receivable	47a		
	b Less: allowance for doubtful accounts	47b	47c	
	48 a Pledges receivable	48a		
	b Less: allowance for doubtful accounts	48b	48c	
	49 Grants receivable		49	
	50 Receivables from officers, directors, trustees, and key employees		50	
	51 a Other notes and loans receivable	51a		
	b Less: allowance for doubtful accounts	51b	51c	
	52 Inventories for sale or use		52	
	53 Prepaid expenses and deferred charges		53	
	54 Investments - securities	▶ <input type="checkbox"/> Cost <input type="checkbox"/> FMV	54	
	55 a Investments - land, buildings, and equipment: basis	55a		
	b Less: accumulated depreciation	55b	55c	
56 Investments - other		56		
57 a Land, buildings, and equipment: basis	57a 3,480.			
b Less: accumulated depreciation \$TMT 6	57b 590.	57c	2,890.	
58 Other assets (describe ▶ _____)		58		
59 Total assets (add lines 45 through 58) (must equal line 74)	97,606.	59	113,409.	
Liabilities	60 Accounts payable and accrued expenses	2,272.	60	124.
	61 Grants payable		61	
	62 Deferred revenue		62	
	63 Loans from officers, directors, trustees, and key employees		63	
	64 a Tax-exempt bond liabilities		64a	
	b Mortgages and other notes payable		64b	
	65 Other liabilities (describe ▶ _____)	1,200.	65	
66 Total liabilities (add lines 60 through 65)	3,472.	66	124.	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.			
	67 Unrestricted	94,134.	67	113,285.
	68 Temporarily restricted		68	
	69 Permanently restricted		69	
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.			
	70 Capital stock, trust principal, or current funds		70	
	71 Paid-in or capital surplus, or land, building, and equipment fund		71	
	72 Retained earnings, endowment, accumulated income, or other funds		72	
	73 Total net assets or fund balances (add lines 67 through 69 or lines 70 through 72; column (A) must equal line 19; column (B) must equal line 21)	94,134.	73	113,285.
	74 Total liabilities and net assets / fund balances (add lines 66 and 73)	97,606.	74	113,409.

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

Part VI Other Information

76 Did the organization engage in any activity not previously reported to the IRS? **
77 Were any changes made in the organizing or governing documents but not reported to the IRS? ** SEE STATEMENT 8
78 a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?
78 b If "Yes," has it filed a tax return on Form 990-T for this year? N/A
79 Was there a liquidation, dissolution, termination, or substantial contraction during the year?
80 a Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?
80 b If "Yes," enter the name of the organization and check whether it is exempt or nonexempt.
81 a Enter direct or indirect political expenditures. See line 81 instructions 81a 0.
81 b Did the organization file Form 1120-POL for this year?
82 a Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?
82 b If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.) 82b 20,588.
83 a Did the organization comply with the public inspection requirements for returns and exemption applications?
83 b Did the organization comply with the disclosure requirements relating to quid pro quo contributions? N/A
84 a Did the organization solicit any contributions or gifts that were not tax deductible?
84 b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? N/A
85 501(c)(4), (5), or (6) organizations a Were substantially all dues nondeductible by members? N/A
85 b Did the organization make only in-house lobbying expenditures of \$2,000 or less? N/A
85 c Dues, assessments, and similar amounts from members 85c N/A
85 d Section 162(e) lobbying and political expenditures 85d N/A
85 e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices 85e N/A
85 f Taxable amount of lobbying and political expenditures (line 85d less 85e) 85f N/A
85 g Does the organization elect to pay the section 6033(e) tax on the amount on line 85f? N/A
85 h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year? N/A
86 501(c)(7) organizations. Enter: a Initiation fees and capital contributions included on line 12 86a N/A
86 b Gross receipts, included on line 12, for public use of club facilities 86b N/A
87 501(c)(12) organizations. Enter: a Gross income from members or shareholders 87a N/A
87 b Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.) 87b N/A
88 At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX 88 X
89 a 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.
89 b 501(c)(3) and 501(c)(4) organizations Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction 89b X
89 c Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 0.
89 d Enter: Amount of tax on line 89c, above, reimbursed by the organization 0.
90 a List the states with which a copy of this return is filed WASHINGTON
90 b Number of employees employed in the pay period that includes March 12, 2003 90b 15
91 The books are in care of LORRIE KALMBACH-EHLERS Telephone no. 206-780-7848

Located at 647 HORIZON VIEW PL. NW, BAINBRIDGE ISLAND, WA ZIP + 4 98110

92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041- Check here and enter the amount of tax-exempt interest received or accrued during the tax year 92 N/A

Part VII Analysis of Income-Producing Activities (See page 33 of the instructions.)

Note: Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclu- sion code	(D) Amount	
93 Program service revenue:					
a CLASS FEES					94,236.
b _____					
c _____					
d _____					
e _____					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments			14	397.	
96 Dividends and interest from securities					
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory					
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					
103 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
104 Subtotal (add columns (B), (D), and (E))		0.		397.	94,236.
105 Total (add line 104, columns (B), (D), and (E))					94,633.

Note: Line 105 plus line 1d, Part I, should equal the amount on line 12, Part I.

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See page 34 of the instructions.)

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
93A	FEES CHARGED TO GROUPS AND INDIVIDUALS PARTICIPATING IN PROGRAMS IN ORDER TO COVER EXPENSES INCURRED IN CARRYING OUT THE EXEMPT PURPOSE.
93A	ORDER TO COVER EXPENSES INCURRED IN CARRYING OUT THE EXEMPT PURPOSE.

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See page 34 of the instructions.)

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
N/A	%			
	%			
	%			
	%			

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See page 34 of the instructions.)

- (a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No
- (b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).

Accompanying schedules and statements, and to the best of my knowledge and belief, it is true, information of which preparer has any knowledge

Date: 5/7/05 Billie Lina Low, Executive Director

Type or print name and title.

Date, Check if, Preparer's SSN or PTIN

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k),
501(n), or Section 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information-(See separate instructions.)

▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

OMB No 1545-0047

2003

Name of the organization **SALISH SEA EXPEDITIONS** Employer identification number **91 1688662**

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See page 1 of the instructions. List each one. If there are none, enter "None.")

(a) Name and address of each employee paid more than \$50,000	(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				
Total number of other employees paid over \$50,000	▶ 0			

Part II Compensation of the Five Highest Paid Independent Contractors for Professional Services
(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services	▶ 0	

Part III Statements About Activities (See page 2 of the instructions.)		Yes	No
1	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ► \$ _____ \$ _____ (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.) Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes," must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.		X
2	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)		
a	Sale, exchange, or leasing of property?		X
b	Lending of money or other extension of credit?		X
c	Furnishing of goods, services, or facilities?		X
d	Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?		X
e	Transfer of any part of its income or assets?		X
3 a	Do you make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how you determine that recipients qualify to receive payments.)		X
b	Do you have a section 403(b) annuity plan for your employees?		X
4	Did you maintain any separate account for participating donors where donors have the right to provide advice on the use or distribution of funds?		X

Part IV Reason for Non-Private Foundation Status (See pages 3 through 6 of the instructions.)

- The organization is not a private foundation because it is: (Please check only **ONE** applicable box.)
- 5** A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
 - 6** A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
 - 7** A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
 - 8** A Federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
 - 9** A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state ► _____
 - 10** An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)
 - 11a** An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
 - 11b** A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
 - 12** 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 charitable, etc., 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). (Also complete the **Support Schedule** in Part IV-A.)
 - 13** An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in: (1) lines 5 through 12 above; or (2) section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2). (See section 509(a)(3).)

Provide the following information about the supported organizations. (See page 5 of the instructions.)

(a) Name(s) of supported organization(s)	(b) Line number from above

- 14** An organization organized and operated to test for public safety. Section 509(a)(4). (See page 6 of the instructions.)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12.) Use cash method of accounting.
 Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in)	(a) 2002	(b) 2001	(c) 2000	(d) 1999	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	192,326.	89,877.	56,589.	49,800.	388,592.
16 Membership fees received					
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose	92,028.	79,901.	14,120.	45,995.	232,044.
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	345.	1,029.	418.	331.	2,123.
19 Net income from unrelated business activities not included in line 18					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge					
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets					
23 Total of lines 15 through 22	284,699.	170,807.	71,127.	96,126.	622,759.
24 Line 23 minus line 17	192,671.	90,906.	57,007.	50,131.	390,715.
25 Enter 1% of line 23	2,847.	1,708.	711.	961.	

26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24	▶ 26a	N/A
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 1999 through 2002 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts	▶ 26b	N/A
c Total support for section 509(a)(1) test: Enter line 24, column (e)	▶ 26c	N/A
d Add: Amounts from column (e) for lines: 18 _____ 19 _____ 22 _____ 26b _____	▶ 26d	N/A
e Public support (line 26c minus line 26d total)	▶ 26e	N/A
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))	▶ 26f	N/A %

27 Organizations described on line 12: a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." Do not file this list with your return. Enter the sum of such amounts for each year: (2002) 135,820. (2001) 56,000. (2000) 46,000. (1999) 30,000.	
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year: (2002) 0. (2001) 0. (2000) 0. (1999) 0.	
c Add: Amounts from column (e) for lines: 15 388,592. 16 _____ 17 232,044. 20 _____ 21 _____	▶ 27c 620,636.
d Add: Line 27a total 267,820. and line 27b total 0.	▶ 27d 267,820.
e Public support (line 27c total minus line 27d total)	▶ 27e 352,816.
f Total support for section 509(a)(2) test: Enter amount on line 23, column (e) ▶ 27f 622,759.	
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))	▶ 27g 56.6537%
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))	▶ 27h .3409%

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 1999 through 2002, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.

Part V Private School Questionnaire (See page 7 of the instructions.)

N/A

(To be completed ONLY by schools that checked the box on line 6 in Part IV)

		Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?		
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.)		

32	Does the organization maintain the following:		
a	Records indicating the racial composition of the student body, faculty, and administrative staff?		
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?		
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?		
d	Copies of all material used by the organization or on its behalf to solicit contributions? If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.)		

33	Does the organization discriminate by race in any way with respect to:		
a	Students' rights or privileges?		
b	Admissions policies?		
c	Employment of faculty or administrative staff?		
d	Scholarships or other financial assistance?		
e	Educational policies?		
f	Use of facilities?		
g	Athletic programs?		
h	Other extracurricular activities? If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.)		

34 a	Does the organization receive any financial aid or assistance from a governmental agency?		
b	Has the organization's right to such aid ever been revoked or suspended? If you answered "Yes" to either 34a or b, please explain using an attached statement.		
35	Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation		

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 9 of the instructions.)

N/A

(To be completed ONLY by an eligible organization that filed Form 5768)

Check a if the organization belongs to an affiliated group. Check b if you checked "a" and "limited control" provisions apply.

Limits on Lobbying Expenditures		(a) Affiliated group totals	(b) To be completed for ALL electing organizations
(The term "expenditures" means amounts paid or incurred.)			
36	Total lobbying expenditures to influence public opinion (grassroots lobbying)	N/A	
37	Total lobbying expenditures to influence a legislative body (direct lobbying)		
38	Total lobbying expenditures (add lines 36 and 37)		
39	Other exempt purpose expenditures		
40	Total exempt purpose expenditures (add lines 38 and 39)		
41	Lobbying nontaxable amount. Enter the amount from the following table -		
	If the amount on line 40 is -		
	The lobbying nontaxable amount is -		
	Not over \$500,000	20% of the amount on line 40	}
	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000	
	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000	
	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000	
	Over \$17,000,000	\$1,000,000	
42	Grassroots nontaxable amount (enter 25% of line 41)		
43	Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36		
44	Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38		

Caution: If there is an amount on either line 43 or line 44, you must file Form 4720.

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 45 through 50 on page 11 of the instructions.)

Calendar year (or fiscal year beginning in)	Lobbying Expenditures During 4-Year Averaging Period				N/A (e) Total
	(a) 2003	(b) 2002	(c) 2001	(d) 2000	
45	Lobbying nontaxable amount				0.
46	Lobbying ceiling amount (150% of line 45(e))				0.
47	Total lobbying expenditures				0.
48	Grassroots nontaxable amount				0.
49	Grassroots ceiling amount (150% of line 48(e))				0.
50	Grassroots lobbying expenditures				0.

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 12 of the instructions.)

N/A

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:

- a Volunteers
- b Paid staff or management (Include compensation in expenses reported on lines c through h.)
- c Media advertisements
- d Mailings to members, legislators, or the public
- e Publications, or published or broadcast statements
- f Grants to other organizations for lobbying purposes
- g Direct contact with legislators, their staffs, government officials, or a legislative body
- h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means
- i Total lobbying expenditures (Add lines c through h.)

Yes	No	Amount
		0.

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities.

FORM 990	OTHER CHANGES IN NET ASSETS OR FUND BALANCES	STATEMENT	1
DESCRIPTION		AMOUNT	
ADJUSTMENT TO BEGINNING FUND BALANCE		1,000.	
TOTAL TO FORM 990, PART I, LINE 20		1,000.	

FORM 990	OTHER EXPENSES			STATEMENT	2
DESCRIPTION	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT AND GENERAL	(D) FUNDRAISING	
VESSEL	38,134.	38,134.			
PROGRAM	16,714.	16,714.			
SEASONAL STAFF	1,003.	919.	84.		
ADVERTISING	640.	640.			
MISCELLANEOUS	300.	124.	23.	153.	
BANK CHARGES	1,854.		1,854.		
DUES AND SUBSCRIPTIONS	335.	335.			
DONOR CULTIVATION	231.			231.	
STRATEGIC PLANNING	5,577.		5,577.		
INSURANCE	5,126.	4,346.	780.		
TOTAL TO FM 990, LN 43	69,914.	61,212.	8,318.	384.	

FORM 990	STATEMENT OF ORGANIZATION'S PRIMARY EXEMPT PURPOSE PART III	STATEMENT	3
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EXPLANATION

TO INSPIRE A PASSION FOR EXPLORING, UNDERSTANDING, AND RESPECTING THE MARINE ENVIRONMENT THROUGH HANDS-ON SCIENTIFIC INQUIRY ON PUGET SOUND.

FORM 990 STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS STATEMENT 4

DESCRIPTION OF PROGRAM SERVICE ONE

MULTI-DAY SCIENCE RESEARCH FIELD TRIPS FOR 5TH-12TH GRADE STUDENTS & HALF-DAY PROGRAMS FOR TEACHERS TO INTRODUCE THE "INQUIRY-BASED" MODEL OF SCIENCE EDUCATION ARE PROVIDED. APPROXIMATELY 500 STUDENTS & 75 TEACHERS WERE SERVED IN 2003.

	GRANTS	EXPENSES
TO FORM 990, PART III, LINE A		221,026.

FORM 990 STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS STATEMENT 5

DESCRIPTION OF PROGRAM SERVICE TWO

A DAY LONG, HANDS-ON EDUCATION PROGRAM FOR ADULT GROUPS WAS PILOTED IN 2003, CENTERING AROUND NAUTICAL SCIENCE & MARINE SCIENCE PROBLEM SOLVING. THIS PROGRAM IS DESIGNED TO ASSESS TEAM DYNAMICS, DEVELOP TEAMWORK SKILLS, & IMPROVE COMMUNICATION STRATEGIES THROUGH AN INTENSE INTRODUCTION TO SAILING & PUGET SOUND. APPROXIMATELY 18 ADULTS WERE SERVED IN 2003. WE INTEND TO EXPAND THESE PROGRAMS IN 2004 & BEYOND, & HOPE TO EVENTUALLY REACH UP TO 160 ADULTS A YEAR.

	GRANTS	EXPENSES
TO FORM 990, PART III, LINE B		1,525.

FORM 990 DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 6

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FORD EXPLORER	3,480.	590.	2,890.
TOTAL TO FORM 990, PART IV, LN 57	3,480.	590.	2,890.

FORM 990

PART V - LIST OF OFFICERS, DIRECTORS,
TRUSTEES AND KEY EMPLOYEES

STATEMENT 7

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ERIC LASCHEVER 647 HORIZON VIEW PL. NW BAINBRIDGE, WA 98110	PRESIDENT 3-5	0.	0.	0.
STEPHEN TAN 647 HORIZON VIEW PL. NW BAINBRIDGE, WA 98110	VICE PRESIDENT 3-5	0.	0.	0.
MORGAN TURRELL 647 HORIZON VIEW PL. NW BAINBRIDGE, WA 98110	SECRETARY 3-5	0.	0.	0.
MICHAEL CAMPBELL 647 HORIZON VIEW PL. NW BAINBRIDGE, WA 98110	TREASURER 3-5	0.	0.	0.
LAURIE BAUMAN ARNOLD 647 HORIZON VIEW PL. NW BAINBRIDGE, WA 98110	BOARD MEMBER 3-5	0.	0.	0.
CLAYTON BEAUDOIN 647 HORIZON VIEW PL. NW BAINBRIDGE, WA 98110	BOARD MEMBER 3-5	0.	0.	0.
CAROL FURRY 647 HORIZON VIEW PL. NW BAINBRIDGE, WA 98110	BOARD MEMBER 3-5	0.	0.	0.
KATHRYN "NAN" LITTLE 647 HORIZON VIEW PL. NW BAINBRIDGE, WA 98110	BOARD MEMBER 3-5	0.	0.	0.
KATHARINE WELLMAN 647 HORIZON VIEW PL. NW BAINBRIDGE, WA 98110	BOARD MEMBER 3-5	0.	0.	0.
COLETTE VOGEL BOEKER 647 HORIZON VIEW PL. NW BAINBRIDGE, WA 98110	BOARD MEMBER 3-5	0.	0.	0.
ELLIE LINEN LOW 647 HORIZON VIEW PL. NW BAINBRIDGE, WA 98110	EXECUTIVE DIRECTOR 40	21,000.	2,272.	0.

SALISH SEA EXPEDITIONS

91-1688662

LAURA PIERCE
647 HORIZON VIEW PL. NW
BAINBRIDGE, WA 98110

INTERIM EXECUTIVE DIRECTOR
40 19,200.

0. 0.

THOMAS CALLAHAN
647 HORIZON VIEW PL. NW
BAINBRIDGE, WA 98110

BOARD MEMBER
3-5

0. 0. 0.

TOTALS INCLUDED ON FORM 990, PART V

40,200. 2,272. 0.

FORM 990

STATEMENT OF ACTIVITIES NOT PREVIOUSLY
REPORTED - PART VI, LINE 76

STATEMENT 8

EXPLANATION

SEE STATEMENT 5 FOR DESCRIPTION OF EXPANDED PROGRAM.

Bylaws of Salish Sea Expeditions

ARTICLE I Name & Offices

- 1.1 The name of the corporation is Salish Sea Expeditions. It is a 501(c)(3) not-for-profit corporation
- 1.2 Offices: The principal office is located at 647 Horizon View Place, NW, Bainbridge Island, WA, 98110, Ph/Fax: (206) 780-7848, info@salish.org, www.salish.org. The Board of Directors may change the location of this office by resolution. Any such change need not be noted on these bylaws and this action need not be amended to state the new location.

ARTICLE II. Purpose

- 2.1 Mission Statement: To inspire a passion for exploring, understanding and respecting the marine environment through hands-on scientific inquiry on Puget Sound.

ARTICLE III Non-Discrimination

- 3.1 Salish Sea Expeditions does not discriminate in services or employment on the basis of race, color, creed, religion, national origin, sexual orientation, age, marital status and disability in accordance with applicable local, state and federal statutes, regulations and laws.

ARTICLE IV Board of Directors

- 4.1 General Powers: Salish Sea Expeditions shall be managed by a Board of Directors.
- 4.2 Directors: The board shall consist of five to seventeen members. The number of directors may be changed by amendment to these bylaws, provided that no decrease in the number shall have the effect of shortening the term of any incumbent director. Each director shall be entitled to one vote. The term of office shall be two years. Directors may be elected to serve successive terms, but not more than six years. A Director may be re-elected after an absence of one year.
- 4.3 Appointment of Directors: Directors shall be appointed by majority vote by the current Board of Directors.
- 4.4 Removal: A Director may be removed from the Board for being absent from three consecutive meetings without excused absences. All absences shall be communicated to the Secretary prior to a scheduled meeting to be considered as an excused absence. Furthermore, the Board of Directors, by affirmative vote of a majority of Directors then in office, may remove any Director with or without cause at any regular or special meeting, provided that the Director to be removed and the remaining Directors have been notified in writing that such action would be considered at the meeting.
- 4.5 Resignation: A Director may resign from the Board by filing a written resignation with the President.
- 4.6 Qualifications of Directors: It is the intent of the corporation that the composition of the Board of Directors shall represent a diversity of technical skills to enable the Board to make informed, well-balanced decisions on the economic viability and social impacts of its programs.

ARTICLE V. Officers

- 5.1 Officers of the Board shall be President, Vice President, Secretary and Treasurer. Officers shall be elected annually by a majority vote of continuing and new Directors. Officers will be nominated from among the Board and elected by a majority at a regularly scheduled meeting. If an officer resigns from the Board, or is removed, before his/her one year term has expired, a replacement Officer will be elected to fill such vacancy within a period of 30 days.

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5.2 Salish Sea Expeditions shall employ salaried Executive Director(s) selected by the Board. The Executive Director(s) shall oversee all Salish Sea Expeditions operations and shall report directly to the Board

Article VI. Meetings

6.1 Board of Directors shall conduct meetings no less than quarterly. Meeting notices shall be delivered by mail or email to each Director at least one week prior to each scheduled meeting. Meetings may be held at any place within or outside the State of Washington that has been designated by the Board and consented to by all of the board members

6.2 Special Board meetings may be called by the President or by 50% of the existing Directors, and notice of such meeting shall be given to each Director seven days prior to the special meeting. Special meetings may be held at any place within or outside the State of Washington that has been designated by the Board and consented to by all of the board members

6.3 A quorum of at least 50% of existing Directors shall be required to conduct an official business meeting of the Board, including routine or minor decision making. A supermajority of existing Directors shall be required for major decisions. The Executive Committee will decide, on a case by case basis, if an upcoming decision qualifies as major.

6.4 A proxy system may be established for routine or short notice decisions that arise between Board meetings

6.5 The Executive Director(s) and the President shall prepare all business meeting agendas and present each Director with such oneweek prior to each meeting. At this time, Directors may voice their concerns or desire to postpone a vote

6.6 In the absence of agreed-upon procedures for conducting business meetings, Robert's Rules of Order shall be followed.

Article VII. Committees

7.1 The Standing committees of Salish Sea Expeditions shall be selected by the Board and may include non-board members. The standing committees may include, but are not limited to, the following.

A Executive Committee

The Committee shall include four Officers of the Board: President, Vice President, Secretary, and Treasurer. It will operate as the central coordinating and planning committee for the Board and be responsible for making recommendations to the Board relating to bylaws and other issues as appropriate. The Committee will work on personnel issues and act for the Board in matters that require immediate action. All such actions shall be reported to the full Board at its next regularly scheduled meeting. The quorum for decision-making by this Committee shall be three (3) Officers. The Committee shall consult the Executive Director(s) regularly and as viewed appropriate.

B Finance Committee

The Committee shall include the current Board treasurer and at least two (2) other Directors selected by the Board. The Committee may authorize the selection of an auditor to conduct financial reviews; monitor and, when necessary, assist in preparation of financial statements; review and make recommendations on the annual budget; and participate in long-range financial planning

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C Board Development Committee

The Committee shall include at least three (3) Directors selected by the Board. The Committee is responsible for recruiting candidates for the Board of Directors and to submit such nominations to the existing Board. Directors at large may also nominate candidates.

D Education Committee

The Committee shall include at least three (3) Directors selected by the Board. The Committee is responsible for overseeing the quality, content, and direction of Salish Sea Expedition's educational programs

E. Fundraising Committee

The Committee shall consist of at least three (3) Directors selected by the Board. The Committee shall create and oversee the special events as planned to produce monies and to promote the Salish Sea Expeditions public image. Directors at large may be required to participate in planning and conducting special events.

F. Ad-Hoc Committees

Ad-Hoc committees can be formed and disbanded as needed.

Article VIII. Corporation Officers and Duties

8 1 Officers

The officers of the corporation shall consist of a President, Vice President, Secretary and a Treasurer. The President shall be chosen from the Board of Directors and by such Directors.

8 2 Duties

A President

The President shall be the principal executive officer and shall supervise the business of the Board of Directors. The President shall conduct day-to-day affairs of the corporation's business and shall report to the Board of Directors. The President and the Treasurer may sign as directed by the Board of Directors any deeds, mortgages, bonds, contracts, or other instruments that the Board of Directors has authorized to be executed. The President shall perform all other duties as may be prescribed by the Board of Directors. The President shall sign all statements, other than Board minutes

B Vice President

The Vice President shall act for the President in the President's absence in all manners as references in the above, A President, duties

C Secretary

The Secretary shall keep an accurate record of all proceedings of an official nature, including minutes of all Board of Director meetings.

D Treasurer

The Treasurer shall be responsible for reviewing the true and accurate account of all monies including accounts receivable and payable on a monthly basis.

Article IX: Committees of the Board

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9 1 Power

Committees may be established at the discretion of the Board of Directors, but shall not be empowered to bind the corporation. Committees shall report to and make recommendations to the Board of Directors or the membership as a whole

Article X: Amendments

Proposed amendments to these Bylaws shall be in writing and must be mailed to all Directors two (2) weeks prior to action. Approval by a majority of the Directors present shall be required to amend the Bylaws. Proposed amendments shall be acted upon only at regular Board meetings

Article XI. Indemnification of Directors and Officers

Each Director or Officer now or hereafter serving Salish Sea Expeditions and each person who at the request of or on behalf of Salish Sea Expeditions is now serving or hereafter serves as a Director or Officer of any other corporation, whether for profit, or not for profit, and his/her representative heirs, executors, and personal representatives, shall be indemnified by Salish Sea Expeditions against expenses actually and necessarily incurred by him/her in connection with the defense of any action, suit or proceeding to be liable for negligence or misconduct in the performance of duties, but such indemnification shall not be deemed exclusive of any other rights to which such person may be entitled under the Bylaws, by a vote of the Board of Directors, or otherwise (RCW 24.03: specifically 24 03 005 through 24 03 925)

11.1 Limitation of Director Liability

To the full extent that the Washington Business Corporation Act, as it exists on the date hereof or may hereafter be amended, permits the limitation or elimination of the liability of directors, a director of the corporation shall not be liable to the corporation or its shareholders for monetary damages for breach of duty as a director. Any amendment to or repeal of this Article shall not adversely affect any right or protection of a director of the corporation for or with respect to any acts or omissions of such directors occurring prior to such amendment or repeal

11.2 Right of Indemnification

Each person who was or is threatened to be made a party to or is involved (including, without limitation, as a witness) in any actual or threatened actions, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he/she is or was a director or officer of the corporation or, being or having been such director or officer, he/she: (1) personally guarantees any indebtedness, undertaking or obligation of the Corporation or the advancement of funds by a third party to the Corporation; or (2) is or was serving at the request of the Corporation as a director, officer, employee or agent of another Corporation or of a partnership, respect to employee benefit plans, whether the basis of such proceeding is alleged action in an official capacity as a director, officer, employee or agent, shall be indemnified and held harmless by the Corporation to the full extent permitted by applicable law as then in effect, against all expense, liability and loss (including attorney fees, judgments, fines, FICA or FUTA withholding taxes and penalties, 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, officer, employee or agent and shall inure to the benefit of his/her heirs, executors and administrators, provided, however, that no indemnification shall be provided to any such person if the Corporation is prohibited by the non-exclusive provisions of the Washington Business Corporation Act or other applicable law as then in effect from paying such indemnification; and provided further, that except as provided in Article IV with respect to proceedings seeking to enforce rights to indemnification, the Corporation shall indemnify any such person seeking indemnification in connection with proceeding (or part thereof) was authorized by the Board of Directors of the Corporation. The right to

indemnification conferred in this Section shall be a contract right and shall include the right to be paid by the Corporation the expenses incurred in defending any such proceeding in advance of its final disposition; provided, however, that payment of such expenses in advance of the final disposition of a proceeding shall be made only upon delivery to the Corporation 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 or otherwise

11.3 Right of Claimant to Bring Suit

If a claim under this Article is not paid in full by the Corporation within sixty days after a written claim has been received by the Corporation, except in the case of a claim for expenses incurred in defending a proceeding in advance of its disposition, in which case the applicable period shall be twenty days, the claimant may at any time thereafter bring suit against the Corporation 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 Corporation) and thereafter the Corporation shall have the burden of proof to overcome the presumption that the claimant is not so entitled. Neither the failure of the Corporation (including its Board of Directors, independent legal counsel or its shareholders) to have made a determination prior to the reimbursement or advancement of expenses to the claimant is proper in the circumstances nor an actual determination by the Corporation (including its Board of Directors, independent legal counsel or its shareholders) that the claimant is not entitled to indemnification or to the reimbursement of advance of expenses shall be a defense to the action or create a presumption that the claimant is not entitled

11.4 Non-exclusivity of Rights

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, agreements, vote of shareholders or disinterested directors or otherwise

11.5 Insurance Contracts and Funding

The Corporation will maintain insurance, at its expense, to protect itself and any director, officer, employee or agent of the Corporation or another corporation, partnership, joint venture, trust or enterprise against any expense, liability or loss under the Washington Business Corporation Act. The Corporation may enter into contracts with any director or officer of the Corporation 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

11.6 Indemnification of Employees and Agents of the Corporation

The Corporation 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 Corporation with the same scope and effect as the provision of this Article with respect to the indemnification and advancement of expenses of directors and officers of the Corporation or pursuant to rights granted pursuant to, or provided by, the Washington Business Corporation Act or otherwise

The above bylaws have been updated as of September 15, 2003

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