



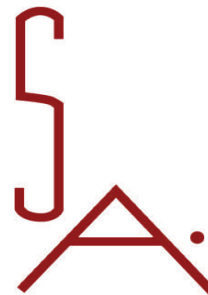
Seton & Associates

This brochure contains samples of engagements some of our clients have chosen for their tailored programs. Because each organization is different and unique, there may be other aspects of your organization you would like to focus on that are not listed here. However, this is only a partial list of engagements that you can enjoy as a member of our program, and we can always accommodate your specific needs.

Each member of our program chooses different aspects within the program to focus on for their organization. Our Firm will jointly collaborate with you and your organization to determine its needs to help us create a program specially tailored for you and your organization.

Our program fees are very reasonable for new and emerging nonprofit organizations increasing gradually in a manner commensurate with the level of engagement agreed upon and the sophistication of your entity.

Fees are payable in advance and are non-refundable.



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Client Membership Program

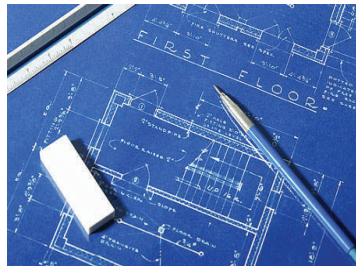
*"Representing Public Charities
and Private Foundations"*

Program Benefits

We at Seton & Associates understand the financial difficulty of nonprofit organizations to have their own in-house legal counsel. Therefore, we have carefully crafted a membership program designed to minimize an organization's liability and increase its productivity while keeping their legal costs at a minimum.

Strategic Planning

Our staff of attorneys will help you develop an organizational chart detailing the hierarchy and



job descriptions of board members and officers. We may also develop a written profile of your board, its composition, the desired types of member positions, frequency of meetings and evaluation benchmarks.

Bylaws Overhaul

This engagement is particularly relevant for newly founded organizations. Our attorneys will interview key person(s) to discover and understand the current board dynamics, policies and procedures. They will also review ancillary materials to create Restated Bylaws that are an up-to-date and reflective document of your organization. The Restated Bylaws will then be a living and breathing document that your organization and its future boards will be able to use in perpetuity.

Board Development

We have many clients who desire to develop their board of directors. For example, some want to expand their board from three or four members to seventeen; some want to downsize the number of members while others want to restructure their entire board. Although we do not directly aid in the recruitment and placement of new board members, we help to collaborate and plan for this

process to increase your chances of finding the right match. In essence, we will help you develop best practices for your board development.

Fundraising/Solicitation Strategy

We are not fundraising experts, nor will we do any fundraising on your organization's behalf. However, we will help you devise a fundraising strategy based upon your stated needs. This will typically include an organizational chart of fundraising staff, a discussion of fundraising and solicitation laws and regulations, and an action plan.

Board Governance

This is a complete investigation of your board governance policies. Our attorneys will attend board meetings and interview members to help develop the best governance policies for your organization. This will also include structuring advice that will include board development concepts as well as strategic planning concepts.



Best Practices

We will help your organization develop best practices for a variety of scenarios. For example, we will analyze the organization's current conflict of interest policy and make recommendations on how to develop and implement an improved conflict of interest policy. We may also recommend creating a board governance committee to collaborate with our attorneys to create best practices for most of your organization's policies.

Legal Compliance Checklist

Our attorneys will compile a list of "things you have and haven't done" to gain a sense of your legal position. We will study your legal documents and make recommendations, including post recommendations, based upon the information and documents provided to us to help bring your organization in compliance with applicable laws.

Other Benefits

In addition to aforementioned, your organization will also enjoy the following:

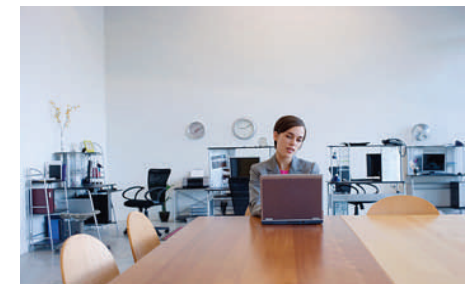
- 1) Consultations with our Managing Partner, Kent E. Seton, Esq.
- 2) An introduction to, and education of, the mechanics concerning the nonprofit world and ways to approach them using the resources available in the Los Angeles community.
- 3) Access to educational workshops and seminars hosted by our firm on all types of subjects, legal and non-legal, relevant to the operations of a nonprofit organization.
- 4) Networking opportunities.
- 5) Attendance at board meetings.*
- 6) Free legal advice.**
- 7) Referrals to qualified professionals serving the nonprofit community, such as grant writers.

The length of the program is generally six (6) months or longer based upon your organization's budget.

*Conditions apply to have our attorneys present at board meetings.

**Conditions apply for our free legal advice.

With Seton & Associates...



...you'll never feel alone again!