

Assignment of Interlocal Agreement SWBH-IL-2013-01
between
Southwest Washington Behavioral Health
and
Pend-Oreille County Counseling Services

This Assignment of Interlocal Agreement SWBH-IL-2013-01 between Southwest Washington Behavioral Health ("SWBH" or "Assignor") and Pend-Oreille County Counseling Services ("POCCS"), pursuant to which SWBH will assign all of its rights and obligations under the Interlocal Agreement to Timberlands RSN ("Assignee"), and Timberlands RSN will accept and assume all such rights and obligations, is entered into between Assignor and Assignee RSN on this 27th day of April, 2015, and shall be effective on July 1, 2015.

RECITALS

- A. Assignor and Assignee are Regional Support Networks ("RSNs") established under RCW 71.24 and 71.05.
- B. Assignor is party to an agreement with Netsmart Technologies, Inc. (the "Netsmart Contract"), pursuant to which it has obtained certain licenses to use and operate certain proprietary data programs and related products and services (the "Netsmart services") in connection with RSN and provider operations and reporting responsibilities.
- C. RCW 39.34.080 authorizes public agencies (including RSNs) to jointly perform governmental activities by entering into Interlocal Agreements authorized by the governing body of each.
- D. Assignor has entered into certain Interlocal Agreements with other RSNs, and with POCCS, , pursuant to which it grants such parties access to the Netsmart services through its Netsmart Contract in accordance with such Interlocal Agreements and the Washington State RSN Netsmart Consortium Bylaws.
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- E. In connection with anticipated changes in the composition (member counties) and operations of Assignor, Assignor has assigned all of its rights and obligations under the Netsmart Contract to Assignee, pursuant to a Novation Agreement executed by SWBH, Timberlands RSN and Netsmart (the "Netsmart Novation"). The Netsmart Novation is effective July 1, 2015.

COPY

- F. Upon the effective date of the Netsmart Novation, Assignee will become the Netsmart contract holder. Pursuant to the Netsmart Novation and the Amended and Restated Consortium Bylaws, Assignee has agreed to allow POCCS to continue to access the Netsmart services through the Netsmart Contract, in the same manner in which Assignor granted such access.
- G. Assignor wishes to assign its Interlocal Agreement with POCCS, entered into by and between Assignor and POCCS effective April 7, 2014, to Assignee to facilitate POCCS's continued access to the Netsmart products and services as contemplated by the parties.
- H. Assignee wishes to accept such assignment.
- I. POCCS has consented to such assignment.
- J. The parties wish to memorialize their agreement in writing.

AGREEMENT

Therefore, in consideration for the following promises, covenants, and other consideration the parties agree as follows:

1. **Assignment of Interlocal Agreement.** Assignor hereby grants, transfers, and assigns to Assignee all of Assignor's right, title, and interest in and to the POCCS Interlocal Agreement.
2. **Assumption of Obligations.** Assignee hereby accepts the assignment of the POCCS Interlocal Agreement and agrees to perform and be liable for all of the covenants, agreements, liabilities and obligations of Assignor under the Agreements.
3. **Counterparts.** This Assignment may be signed in any number of counterparts required for the convenience of the parties, all of which when taken together shall form one and the same Agreement.
4. **Governing Law.** This Assignment is made and executed under and in all respects is to be governed and construed under the laws of the State of Washington.

The parties have executed this Assignment as of the dates set forth below.

Southwest Washington Behavioral Health

Dated: _____, 2015

By: Brian Cameron
Interim CEO

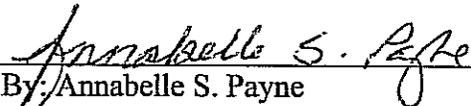
Timberlands RSN

Dated: _____, 2015

By: Ron Averil
Governing Board Chair

Pend-Oreille County Counseling Services

Dated: April 27th, 2015

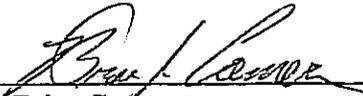


By: Annabelle S. Payne
Director, Pend-Oreille County Counseling Center

The parties have executed this Assignment as of the dates set forth below.

Southwest Washington Behavioral Health

Dated: May 7, 2015


By: Brian Cameron
Interim CEO

Timberlands RSN

Dated: _____, 2015


By: Ron Averill
Governing Board Chair

Pend-Oreille County Counseling Services

Dated: _____, 2015

By: Annabelle S. Payne
Director, Pend-Oreille County Counseling Center

Approved as to form
on April 17, 2015:


Fred A. Johnson WSB 7187
TRSN Attorney