Forest Park Neighborhood Association Bylaws

(Adopted February 20, 2007, replacing bylaws amended November 21, 2000)

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ARTICLE I. NAME AND TYPE OF ORGANIZATION: The name of the organization shall be Forest Park Neighborhood Association (hereafter FPNA). FPNA is a public benefit non-profit corporation

ARTICLE II. PURPOSES: The purposes for which FPNA is organized are:

- a. To enhance the livability of the neighborhood and Portland by establishing and maintaining communication among the neighborhood, government agencies and other neighborhoods, and by advocating neighborhood and government policies, practices and decisions intended to fulfill the purposes.
- b. To provide an open process through which members of the neighborhood may be involved in the affairs of the neighborhood.
- c. To perform activities related to said purposes, to have and enjoy all of the powers granted, and to engage in any lawful activity for which nonprofit corporations may be organized under ORS Chapter 65.
- d. Other objectives approved by the Board of Directors (Board) or membership.

ARTICLE III. BOUNDARIES: The boundaries of FPNA shall be defined as follows:

References to boundaries of other entities, streets, intersections and other location marks are as they exist on January 1, 2007. Starting at a point at NW Newberry Road and the intersection with the northeast boundary of Forest Park, proceeding southeasterly along the northeast Forest Park boundary line to the junction with the Northwest District Association boundary at NW Aspen, then south along NW Aspen to the Macleay Park boundary, then northeast to NW Thurman and south along the Forest Park boundary to the intersection with NW Cornell Road, then southwesterly along NW Cornell Road to a point due north of the northeast corner of Multnomah County, then south to and along the easternmost line of Multnomah County to the intersection with NW Hilltop Drive, then southwest along NW Hilltop Drive to the junction with West Burnside, then west on West Burnside to the Washington County line, then north, west and north on the Multnomah County/Washington County line to the intersection of the Multnomah County/Washington County line with NW Cornell Road, then east along the centerline of NW Cornell Road to the center of the intersection of NW Skyline Blvd and NW Cornell Road, proceeding in a northwesterly direction along the centerline of NW Skyline Blyd. to the intersection of NW Skyline Blvd. and the southern boundary of the Pana Vista Subdivision ("Pana Vista"), along the southern, western, and northwestern boundaries of Pana Vista to the intersection of NW Skyline Blvd., continuing northwesterly along the centerline of NW Skyline Blvd. to the boundary between Alder Ridge Subdivision ("Alder Ridge") and Skyline Memorial Gardens Cemetery, following the common boundary across to the northernmost point of Alder Ridge lot 79, then proceeding southwesterly along the northwest boundary of Alder Ridge lots 79, 78 and 77, to the City of Portland city limits, then south along the City of Portland city limits and western boundary of Alder Ridge lots 77, 76 and 75, then southeasterly along the southwest boundaries of Alder Ridge lots 74 through 70 inclusive, then south along the western boundary of Alder Ridge, continuing south along the western boundary of Forest Heights PUD ("Forest Heights") to the Multnomah County/Washington County line, then south to the southwesternmost corner of Forest Heights at NW Laidlaw Road, then east and south following the meandering Forest Heights boundary to the intersection of the Forest Heights boundary with the Multnomah County/Washington County line about 500 feet south of its intersection with NW McDaniel Road, then north along the Multnomah County/Washington County line to the southwesternmost corner of Forest Heights at NW Laidlaw Road (intersecting this boundary at a single point), then west and north along the Multnomah County/Washington County line to the northwest corner of Section 6, then easterly along the northern boundaries of Section 6, Section 5 and Section 4 to the junction with NW Newberry Road, then northwesterly along NW Newberry Road to the junction of NW Newberry Road with the northeast boundary of Forest Park, the place of beginning.

ARTICLE IV. MEMBERSHIP:

- Section 1 Qualifications: Membership in FPNA shall be open to residents and owners of property within the FPNA boundaries, and holders of a business license for a location within the boundaries. Membership is obtained by filing a written request to be a member and supporting documentation as requested to establish qualification. Membership shall be denied or terminated if the basis of entitlement to membership is not established or ceases to exist. Entitlement to membership is further defined and limited as follows:
 - a. A person or entity shall not be entitled to more than one membership, notwithstanding multiple bases for qualification. Where entities are owned by other persons or entities, in whole or in substantial part (more than a one percent share), only one entity shall qualify for membership. This paragraph shall be interpreted liberally to exclude multiple representation or substantial influence of more than one member or representative by virtue of ownership(s) or ownership(s) in combination with other bases of membership.
 - b. A business or property ownership may select only one representative (and alternates as it deems appropriate) who may exercise membership rights on behalf of the principal. Written nomination of representatives and alternates shall be filed with FPNA at the time of, or prior to exercise of membership rights.
 - c. A business shall not qualify on the basis of a business license unless there is a location within the boundaries where business is regularly conducted, and where an average of at least 20 hours of work per week is performed on behalf of the business. As requested by the board, a business having or seeking membership shall provide the number of hours worked in the neighborhood during the 365 days preceding the request, or the number of days worked since the business started, whichever is less. Hours worked may include work performed in the neighborhood to establish the business, e.g., construction or installation of fixtures. The Board may deny or terminate membership if the information is not provided by a person having substantial ownership or management duties, and authority to speak for the business, within 60 days of a request by the Board.

Section 2 Voting: Members as defined above, eighteen (18) years of age or older, may cast one vote each at any membership meeting or other polling venue. One representative (and not more) from each entity qualifying for membership, limited as prescribed above, shall have the same voting privilege as a member qualifying by residence. There shall be no proxy voting, and no person shall cast more than one vote on any matter, without regard to multiple bases for membership, representation of multiple entities, or a combination of personal membership and representation. Voting may be subject to verification of qualification at the time of voting or specific ballots may be subsequently challenged on the basis of qualification of voters.

ARTICLE V. FINANCIAL SUPPORT: No payment of dues or other fees shall be required as a condition for participation in any FPNA activity described in these bylaws. However, voluntary contributions may be accepted and fund raising may be authorized by the Board.

ARTICLE VI. RULES OF ORDER: Roberts Rules of Order Revised shall be followed in all Membership, Board and Committee meetings in all respects not prescribed by the bylaws or rules adopted by the Board or committees.

ARTICLE VII. MEETINGS

Section 1 <u>Membership Meetings</u>:

- a. <u>General Membership Meetings:</u> There shall be at least one general membership meeting yearly. The meetings shall be convened upon any day decided upon by a majority of a quorum of the Board. Notification shall be by mail, posted notices, telephone calls, or any other appropriate means of communication apt to reach most of the members, or as many as is reasonably practicable.
- b. <u>Special Membership Meetings:</u> Special meetings of the membership may be called by the President, or by a majority of the number needed for a quorum of the Board, as deemed necessary.
- c. Agenda: Subject to the approval of the Board, the President shall prepare the agenda for general and special meetings of the membership. An FPNA member wanting to add an item to the agenda shall (a) submit the item in writing for consideration by the Board at least seven (7) days in advance of the last regular Board meeting before the membership meeting, or (b) make the request in person at that Board meeting, or (c), present the Board with a written request supported by the signatures of at least ten (10) members seven (7) or more days in advance of the Board meeting. A request made by method (c) shall be granted upon determination that ten (10) or more of the requestors are in fact members and the action requested to be considered is not inconsistent with the bylaws. Other requests may be granted at the Board's discretion.

- d <u>Quorum:</u> A quorum for any general or special meeting of FPNA membership is twenty-five (25) members entitled to vote. Unless otherwise specified in these bylaws, decisions of FPNA shall be made by a majority vote of a quorum present at any meeting.
- e. <u>Participation</u>: Any membership meeting is open to any person and all who may wish to be heard regarding any item on the agenda. Only members will be eligible to vote, as provided in Article IV, Section 2. All actions or recommendations of the general or special meetings shall be communicated to all affected parties, including minority reports endorsed by at least five (5) members who voted in the minority.
- f. Voting at Membership Meetings: Election of Directors shall be by ballot. Votes on other matters may be by voice, show of hands or similar demonstration, or by ballot. Upon a challenge by any member of a vote conducted by demonstration by those present the President shall determine if the challenge is plainly frivolous, and if not, repeat the vote by a means that may make a majority more apparent and make more apparent that participation is by qualified members. Re-votes shall be conducted as instructed by the President. If a re-vote is by ballot, each ballot shall be written by hand by the voter and include the date, name of the voter, basis of membership, identification of the issue voted upon and which of available choices being voted on is chosen.

Section 2 <u>Board Meetings</u>:

- a. Regular Board meetings shall generally be held in each month except July and August, or in months in which there is a membership meeting. All Board members may participate by right. All others may attend, but participation shall be at the discretion of the President.
- b. Special and Emergency Board meetings. Special Board meetings may be called by the President by giving notice to each Director of the time, place, and items to be discussed or acted upon at least three (3) calendar days before the special meeting. A special meeting shall not be called unless insufficient time is available to consider a pertinent matter at a regular Board meeting. An Emergency Board meeting may be held in the same manner, but with shorter notice. But notice shall be given as much in advance as practicable. Matters decided at Special or Emergency meetings shall be limited to those which necessitate the extraordinary meetings, and of which required notice has been given.
- c. A quorum consists of a majority of the current Directors.
- d. In addition to required notice, those present should be informed of when the next Board meeting is expected to be held.
- Section 3. <u>Committee Meetings</u>: Committee meetings shall be conducted in compliance with the requirements for special and emergency Board Meetings in Section 2,

paragraphs b and c, with the duties, powers and entitlements of the Committee, Chair and Committee Members corresponding respectively, as applicable, to those of the Board, President and Directors.

Section 4. Notice of Meetings:

- a. When practicable, in addition to other notice, notice of meetings shall be published in a newsletter of the Association or District Coalition, or in a regularly scheduled for-profit community newspaper. Notice must be given seven days before the meeting.
- b. Direct notice to board or committee members and to individuals and to news media that have requested notice shall be delivered by U.S. Postal Service or other service, or by verified fax or electronic mail. If other means are not practicable, notice may be made by telephone. Notice shall be sent by a time that in the regular course of delivery will allow receipt of the notice one or more days before the meeting. A party known to have a direct interest in a topic of a meeting should receive direct notice even if it was not specifically requested in writing, if FPNA has been provided with an address or other direction for service.
- c. Emergency Meetings may be held with less than seven days notice but not less than 24 hours notice. Direct notice as timely as practicable under the circumstances shall be provided to members of the board or committee that is meeting, to individuals and news media that have requested notice, and to others as set forth in paragraph b, above. Minutes of the emergency meeting shall state the nature of the emergency and state why the meeting could not be delayed to allow a three (3) or seven (7) day notice. Members conducting business at the meeting may make decisions or deliberate toward decisions only on the agenda topic or topics for which the emergency meeting was called.

ARTICLE VIII. BOARD OF DIRECTORS:

- Section 1 Number of Board Members: The Board shall determine the exact numbers of Board positions as deemed appropriate. There shall be at least seven (7) and not more than fifteen (15) Board members (hereafter Directors).
- Section 2 <u>Eligibility for Board Service</u>: Only FPNA members shall be qualified to serve as Directors.
- Section 3 Terms of Office: Terms of Directors are staggered over three (3) years with, as nearly as possible, considering divisibility by 3, one third (1/3) of the terms expiring in each year. Elections to refill positions with expiring terms will be held in the year of expiration. Incumbents of positions with expiring terms shall hold office until the completion of the election of Directors to the expiring positions.

- a. Temporary provision: Terms of positions of Board Members at the time these bylaws become effective shall not be changed.
- b. Temporary provision: At the first Board meeting after these bylaws are effective, the Board shall appoint the FPNA officers (President, Vice-President, Secretary and Treasurer) to Board positions with terms expiring as appropriate to comply with Section 3 above. For the purpose of this section, carry-over officers, as *ex officio* Board Members, shall participate with the rest of the board in making these appointments.
- c. Temporary provision: After the action required in paragraph b is completed, paragraphs a, b and c are null and may be removed from these bylaws upon any republication.
- Section 4 <u>Board Vacancies</u>: The Board may fill a vacancy on the Board by a vote for a particular candidate by a majority of all remaining Directors. A member appointed to fill a vacancy shall serve the remainder of the unexpired term and until his or her successor is elected or appointed. Alternatively, the Board may direct that the remainder of the term of a vacated position be filled by election at a membership meeting.
- Section 5 Election of Directors: Directors shall be elected annually by a vote of the membership at a membership meeting. The names of all candidates for the Board shall be placed in nomination by a nominating committee or by any member of FPNA. Election requires a quorum and a plurality vote of the membership. The Board may additionally allow voting at a place and time other than at a membership meeting, under rules which the Board may adopt, information of which shall be included in other required notice of the election and meeting. All voting must be in person by the voter either at the membership meeting, or if directed by the Board for a specific election, at the office of the Neighbors West/Northwest coalition or a location within the FPNA boundaries, during hours and on days prescribed by the Board and included in the notice. Voting other than at a membership meeting shall not be allowed later than two hours before voting begins at the location of the meeting, and shall be overseen by staff of the coalition or by one or more election officers appointed by the president or the Board.
- Section 6 <u>Election of Officers</u>: At the next Board meeting after the general meeting election, the Board as reconstituted shall elect a President, Vice President, Secretary and Treasurer from among its members by a majority vote of a quorum.
- Section 7 <u>Duties of the Board of Directors</u>: The Board shall have following responsibilities and powers:
 - a. Manage the ordinary affairs of FPNA as required herein, or as the Board considers appropriate.

- b. Make decisions and act in compliance with the bylaws in furtherance of the purposes of FPNA. The Board should consider information and argument presented to it, but shall not be bound by the views or decisions of others except as may be provided by the bylaws or governing law or regulation.
- c. Appoint committees to perform necessary functions and represent FPNA in particular areas of concern.

Section 8 Duties of Board Officers:

- a. <u>Signing on Behalf of FPNA</u>: The President shall sign with the Secretary or other FPNA officer any contracts or other instruments which the Board or Membership has authorized to be executed, unless the signing and execution thereof shall be expressly otherwise provided by the Board, the bylaws or by law.
- b. <u>President</u>: The President shall preside and maintain order at Board and membership meetings and shall perform such duties as the Board and the membership from time to time authorizes. The President shall represent the position of the Board and the interests of FPNA.
- c. <u>Vice President</u>: The Vice President shall perform the duties of the President in the President's absence and other duties in compliance with the bylaws.
- d. <u>Secretary</u>: The Secretary shall record and maintain minutes of Membership and Board meetings, assist the President with correspondence and maintain the non-financial files of FPNA. The Secretary will maintain a list of Directors and their terms. To avoid substantial disadvantage to FPNA, The Secretary may act for the President in the absence of both the President and Vice-president but must obtain the consent of one of them unless neither can be contacted.
- e. <u>Treasurer</u>: The Treasurer shall have charge of funds belonging to FPNA and shall receive, deposit and disburse funds for FPNA. using a bank(s) or financial institution(s) as the Board may require or authorize. The Treasurer shall make financial reports as directed by the Board. The Treasurer may, with consent of the Board, engage the Neighbors West/Northwest coalition to receive, care for, spend and account for funds on behalf of FPNA, subject to review by the Treasurer. In the absence of the President, Vice-president and Secretary, the Treasurer may act for the President as provided concerning the Secretary in paragraph d. above.
- f. Resignation and Removal: An officer may resign at any time by giving written notice to the Board. An officer may be removed with or without cause by a vote of at least two-thirds of the current Board members at a special Board meeting called for for that purpose.

Section 9 Termination for non-attendance: Directors failing to attend three consecutive Board meetings may be removed from the Board by a majority of a quorum of the Board at a regular meeting. The Board shall make a reasonable effort to provide notice of the pending action to the subject Director in advance of the meeting.

ARTICLE IX. COMMITTEES:

- Section 1 <u>Establishment of Committees</u>: The Board may establish standing or *ad hoc* committees and appoint or remove committee chairs and other committee members. Committee members must be members of FPNA. At least one member of every committee must be a Director.
- Section 2. <u>Committee Procedure</u>: A committee may adopt rules of procedure not inconsistent with the bylaws or rules prescribed by the Board.
- Section 3. Quorum: A committee quorum shall consist of a majority of the committee members.
- Section 4 Executive Authority: An action of a committee has the authority of an action of the Board, provided conditions a, b and c below are met. A committee shall inform the board of an action taken under this authority at the next meeting of the Board, or, if no board meeting is scheduled within 60 days after the action, by notification to each Director no later than 14 days after the action.
 - a. The Board has authorized the committee to act on its behalf when the committee finds that timely and adequately considered Board action is impractical and that FPNA would be disadvantaged by delay. The finding and reasons for it shall be recorded in the minutes of the committee.
 - b. An action must be approved by a majority of a quorum present and by a majority of the committee members, including those not present. If the majority present approving the action does not constitute a majority of the committee, the presiding committee member may direct an effort to contact and poll absent members until a majority of members have approved the action, or approval cannot be timely obtained.
 - c. If a timely committee meeting is not practicable and the committee chair determines that action is urgently necessary, the chair may act for the committee providing an attempt has been made to contact each committee member and none who is contacted objects to the chair's intention to act, and that at least one FPNA Officer has been informed and does not object, and no other Officer has objected. The committee chair shall record the steps taken to justify and enable the action and inform the President and committee members.
 - d. A committee chair has authority comparable to the President, with respect to matters upon which the committee is authorized to act.

- Section 5. Board Authority to Change or Revoke: A committee action may be changed or revoked by the Board at its discretion. Any person or entity affected by a committee action, or a committee member or Director may request consideration by the Board. A request shall be directed to the President. A committee action shall remain effective unless changed or revoked or unless it is suspended by act of the committee or Board while a request for Board consideration is pending. The President, prior to the next Board meeting, or the Board at its next meeting, may grant a request for Board consideration.
- Section 6. <u>Land Use Appeals/Land Use Committee</u> (heretofore known as the Development Committee): In addition to other duties that the Board may assign to the Committee, the duties concerning appeals of Land Use Decisions are assigned as follows.
 - a. With consent of a majority of the members of the Land Use Committee, which consent may be communicated by any means, the committee may file appeals of government land use decisions on behalf of FPNA.
 - b. The Board at its next meeting, or, as necessary, its individual members, shall be informed by the chair of the filing of any such appeal by any effective means within 30 days of the issuance of the decision being appealed.
 - c. In the event of a substantive dispute or claim of procedural error in authorization, content or filing of an appeal, the Board shall consider action to either confirm or repudiate and nullify the appeal. If confirming, the Board may take steps that may cure any defect in the appeal. Upon confirmation or amendment of an appeal arguably flawed in procedure or substance, and any other steps that may be required, the appeal shall be considered valid to the extent the powers of FPNA can make it so.

ARTICLE X. CONFLICT OF INTEREST—BOARD AND COMMITTEES

- Section 1. <u>Disclosure</u>: A Director shall disclose any possible conflict of interest before discussion on a transaction or as soon thereafter as a possible conflict arises or becomes known to a Director.
- Section 2. <u>Definition</u>: A possible conflict exists when an action is contemplated concerning which a Director has an existing or contemplated financial interest, directly or indirectly, through business, investment, employment or family.
- Section 3. <u>Board Action</u>: The Board shall determine whether or not a conflict exists. The decision shall be by a majority of a quorum. The concerned Director may participate in discussion and shall be considered part of the quorum present, but shall abstain from voting. In the event of a tie vote, a conflict shall be deemed to exist.

- Section 4. <u>Board Determination</u>: Upon the Board's determination that a conflict does exist, the Director is disqualified from voting on any related matter. The proceedings of the Board on a conflict shall be recorded in the minutes of the meeting, and shall identify the conflict at issue, the name of the concerned Director, and record each director's vote on whether there is a conflict and action taken.
- Section 5. <u>Discipline</u>: The Board may discipline a Director for failure to make timely and adequate disclosure of a possible conflict. Discipline may consist of a reprimand or removal from the Board.
- Section 6. Committees: This article shall apply as relevant to the conduct of committees and committee members, including chairs, when committees are considering action on behalf of the Board or FPNA or when they are considering a recommendation to the Board. A committee and members shall act in the manner provided for the Board and Directors above with the exception that any issue of discipline shall be referred to the Board without a recommendation.

ARTICLE XI GRIEVANCE PROCEDURES:

- Section 1. <u>Alternative Resolution</u>: It is the policy of FPNA to inform grievants of voluntary alternatives to formal grievances, such as negotiation and mediation.
- Section 2. <u>Definition and Filing</u>: Any person or group may initiate a grievance process by submitting a grievance in writing to the Board. A grievance must allege harm to a grievant by an action or omission by FPNA that violates these bylaws, applicable City of Portland standards or other controlling laws and regulations, in substance or procedure. A grievance concerning procedural error must plausibly allege that the error was a significant factor in FPNA's decision making. A grievance must be submitted within 45 business days of an alleged violation.
- Section 3. Processing the Grievance: The President shall refer a grievance to any standing committee or shall appoint an *ad hoc* committee to consider it. To the extent reasonably practicable, the President shall minimize involvement of a committee or person substantially involved in taking the action that is the subject of the grievance. The committee shall review the grievance, and if it so decides, recommend dismissal if it is procedurally defective. Otherwise, the committee shall hold a public hearing at which the grievant and others may present relevant evidence or argument. The committee shall submit a recommendation of disposition to the Board which should include findings of relevant fact, determination of whether or not there were significant errors, and when appropriate, a proposed remedy. The Board shall make a final disposition within 60 calendar days from receipt of the grievance by FPNA. Deliberations by the grievance committee on a recommendation, and by the Board on a decision, may be held in executive session, but a vote to make or recomment a decision must be in public session.

Section 4. <u>Procedure not Determinative</u>: A failure of FPNA to comply with any requirement of this Article shall not compel any particular disposition of a grievance or invoke any stricter or more lenient standards for determination of a disposition.

ARTICLE XII. PROCEDURE FOR CONSIDERATION OF PROPOSALS.

- Section 1 Submission of Proposals: Any person or group, inside or outside the boundaries of FPNA may propose in writing items for consideration by the Board. The Board shall decide whether proposed items will appear on the agenda of the Board, standing or special committees, or general or special meetings.
- Section 2 Notification: The proponent and members directly affected by such proposal shall be notified in writing of the place, day, and hour the proposal shall be reviewed, and by what body, not less than seven (7) days in advance when practicable.
- Section 3 <u>Attendance</u>: The proponent may attend this meeting to make a presentation and answer questions concerning the proposals
- Section 4 <u>Dissemination</u>: FPNA shall submit recommendations and dissenting views as recorded to the proponent and other appropriate parties.

ARTICLE XIII. PUBLIC MEETINGS/PUBLIC RECORDS REQUIREMENT:

FPNA shall abide by all the requirements relative to public meetings and public records as outlined in the ONI Standards which are in effect at the time of meetings or actions regarding records. Official action(s) taken by FPNA must be on record or part of the minutes of each meeting. The minutes shall include a record of attendance and the results of any vote(s) taken. A summary of dissenting views should be transmitted along with any recommendation made by FPNA to the City. Official records will be kept on file at the coalition office.

ARTICLE XIV. NON-DISCRIMINATION:

FPNA will not discriminate against individuals or groups on the basis of race, religion, color, sex, sexual orientation, gender identity, age, disability, legal citizenship, national origin, income, or political affiliation in any of its policies, recommendations or actions. This provision shall not preclude a minimum age requirement for voting on matters encompassed by these bylaws. Such minimum age shall not be higher than the minimum age for voting in State of Oregon General Elections.

ARTICLE XV. FILINGS:

All requirements for materials to be filed with FPNA, an Officer, a committee or the Board, may be accomplished by delivering the materials to the specified person or entity, or to the Neighbors West/Northwest coalition office, addressed to whomever it is intended to be delivered, care of Neighbors West/Northwest.

ARTICLE XVI. NON-COMPLIANCE WITH BYLAWS

- Section 1. Action not Automatically Nullified: An action by an Officer, the Board or a committee shall not be considered to be null and void merely for its having been decided upon by a procedure not fully in compliance with the bylaws, providing the Board, or the Officer or committee making the decision had authority to do so.
- Section 2 Consideration of an Alleged Non-Complying Act: When there is reason to believe a violation of the bylaws may have occurred, a determination of compliance or non-compliance and any remedy shall be made pursuant to the grievance procedure, or otherwise by the Board at its discretion when no grievance has been filed.

ARTICLE XVII. ADOPTION AND AMENDMENT OF BYLAWS:

Adoption of bylaws and amendments must be at a regular Board meeting by affirmative votes of a majority of all current Directors. Bylaws and amendments must be proposed in writing. Notice must be sent to Directors at least fourteen (14) days before a vote on adoption. Notice of a proposal to amend the bylaws and of the Board meeting at which it will be considered shall also be provided to the membership by publication, as provided in Article VII, Section 4, paragraph c, at least seven (7) days in advance of the Board meeting. Notices shall include a copy of the proposed bylaws or amendments or say how and where to inspect or obtain a copy.

- ARTICLE XVIII. NO COMPENSATION: No Director or committee member shall be compensated for duties performed on behalf of FPNA except for reimbursement requested by a Director and approved by the Board for out-of-pocket expenses. Costs of travel to Membership, Board or FPNA committee meetings shall not be reimbursed.
 - ARTICLE XIX. EFFECTIVE DATE: These bylaws shall be effective with the convening of the first Board meeting after adoption.

The undersigned FPNA officers affirm that these bylaws were adopted by vote of the FPNA membership on Febuary 20, 2007.	
President	Secretary
Date	Date

INFORMATIONAL NOTE REGARDING NEIGHBORS WEST/NORTHWEST COALITION:

The coalition office may be reached for filings and other communications and acts concerning FPNA at:

Address: 2257 NW Raleigh, Portland, OR 97210.

Phone: 503 823-4212

E-mail coalition@nwnw.org.

(This contact information was verified to be accurate as of February 20, 2007. Current information may be obtained from the City of Portland.)