

# Department of Commerce Corporation Division

# Certificate of Incorporation

OF

N.W.D.A. the community association of Northwest Portland, Inc.

The undersigned, as Corporation Commissioner of the State of Oregon, hereby certifies that duplicate originals of Articles of Incorporation, duly signed and verified pursuant to the provisions of the Oregon Nonprofit Corporation Act, have been received in this office and are found to conform to law.

Accordingly, the undersigned, as such Corporation Commissioner, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation and attaches hereto a duplicate original of the Articles of Incorporation.

In Testimony Tellereof, I have hereunto set my hand and affixed hereto the seal of the Corporation Division of the Department of Commerce of the State of Oregon this 22nd day of May , 1972.

Frank J. Healy

Corporation Commissioner

By Malin Knight

C-11-B/N/C 11-68 One or more natural persons of the age of 21 years or more may incorporate a nonprofit corporation by signing, verifying and delivering Articles of Incorporation in duplicate to the Corporation Commissioner. The procedure for the formation of nonprofit corporations is set forth in ORS 61.305 through 61.325. See ORS 61.311 for the content of Articles of Incorporation.

Nonprofit

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IN THE OFFICE OF THE GORPORATION
COMMISSIONER OF THE STATE OF OREGON
MAY 22 1972
FRANK J. HEALY
CORPORATION COMMISSIONER

# Articles of Incorporation

OF

### N.W.D.A. the community association of Northwest Portland, Inc.

The undersigned natural person(s) of the age of twenty-one years or more, acting as incorporators under the Oregon Nonprofit Corporation Law, adopt the following Articles of Incorporation:

ARTICLE I The name of this corporation is N.W.D.A. the community association of

#### Northwest Portland, Inc.

(The corporate name cannot contain any word or phrase which indicates or implies that it is organized for any purpose other than one or more of the purposes contained in its articles of incorporation; and cannot contain the word "cooperative". See ORS. 61.071.)

and its duration shall be \_\_perpetual

ARTICLE II The purpose or purposes for which the corporation is organized are:

- 1. To provide a facility for education, research and an exchange of information for the citizens of Northwest Portland as they may relate to their total environment.
- 2. To assist in furthering activities and projects which will raise the level of the total Northwest Portland environment to that desired by its citizens.
- 3. To do and perform all of the activities related to said purposes to have and enjoy all of the powers granted and engage in any lawful activity for which corporations may be organized under ORS Chapter 61.

(It is not necessary to set forth in the articles any of the corporate powers enumerated in ORS 61.061. It is sufficient to state, either alone or with other purposes, "That the corporation may engage in any lawful activity, none of which is for profit, for which corporations may be organized under ORS Chapter 61"; however, it is desirable to state the primary purpose of the corporation in conjunction with such statement.)

ARTICLE III The address of the initial registered office of the corporation is 1956 N. W. Everett

Street	Portland,	Oregon	97209
(Street and Number)	(City and State)		(Zip)
and the name of its initial registered a	gent at such address is _	Peter Paulsen	
ARTICLE IV The number of directors	constituting the initial b	oard of directors of	the corporation is
(At least three), and the names and address	ses of the persons who a	re to serve as directo	ors until the firs
annual meeting or until their successors a	re elected and shall quali	fy are:	
Name		Address	

Name E	(Street and Number) (City and State) (Zip)
George Sheldon	107 N. W. 5th Avenue; Portland, OR 97209
Lucien Himes	310 N. W. Maywood Drive; Portland, OR 97210
Susan Rathbun	2068 N. W. Flanders; Portland, OR 97209
John Ross	1037 N. W. 23rd Avenue; Portland, OR 97210
Astrid Berg	1221 N. W. 23rd Avenue; Portland, OR 97210
Rev. Edd Crawford	2617 N. W. Savier Street; Portland, OR 97210

Continued  ARTICLE IV Thermankankandersknk	жаскох интетриваскогохіж:			
Name S	(Street and Number)	Address (City and State)	(Zip)	
	2068 N. W. Fla	unders; Portland, O	97209	
Rev. F. J. Schaefers	1716 N. W. Davis; Portland, OR 97209			
william Deming	2682 N. W. Lornell; Portland, OR 97210			
<b>&gt;</b>	2344 N. W. Irving; Portland, OR 97210			
Edgar Waehrer	3480 N. W. Raleigh; Portland, OR 97210			
ARTICLE VI The provisions for the distr	ibution of assets on di	ssolution or final liquidation	are:	
after paying or making proviof the corporation, dispose exclusively for the purposes such organization or organization charitable or educational puorganization or organization Revenue Code of 1954 (or the States Internal Revenue Law) Any such assets not so disposed to the court of Multnomah County, Court of Multnomah County, Court organization or organizate organized and operated expenses.	of the corpora ations organize urposes shall at us under Section corresponding as the Board of sed of shall be bregon, exclusive ations as said exclusively for	etion in such a manned and operated exclet the time qualify at 501 C-3 of the Interpretations of any for Directors shall determined to the disposed of by the ely for such purposed of the court shall determined to the purposes.	er, or to usively for us an exempt ernal cuture United letermine. circuit es or to ne which	
ARTICLE VII (Optional provisions for the	regulation of the inte	rnar arrairs or the corporat	ion as may be	
appropriate. If none, leave blank.)  ARTICLE V The Name and Addre	see of anab Inco	rmorator ic.		
		-		
George Sheldon, 107 N. W.	Juli Avenue, Fu	retraind, or 97209		
STATE OF OREGON				
County of Multnomah				
We, the undersigned incorporators, l	nerewith execute the fo	oregoing and, being first duly	sworn, declare	
the statements contained therein are true.				
Subscribed and sworn to before me t	his _/7_ day of			

My commission expires: \_

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Filing Fee: \$5.00



# Articles of Amendment

N.W.D.A. the community association of Northwest Portland, Inc.

Pursuant to ORS 61.370 these Articles of Amendment were adopted by the undersigned corporation:

- 1. The present (not new) corporate name is \_\_N.W.D.A.\_the\_community\_association-
- of Worthwest Portland, Inc.
- 2. The following amendment of the Articles of Incorporation was adopted in the manner prescribed by the Oregon Nonprofit Corporation Act:

(Set forth article(s) in full as will be amended to read.)

ARTICLE II The purpose or purposes for which the corporation is organized are:

- 1. To provide a facility for education, research and an exchange of information for the citizens of Northwest Portland as they may relate to their total environment.
- 2. To assist in furthering activities and projects which will raise the level of the total Northwest Portland environment to that desired by its oitizens.
- 3. To do and perform all of the activities related to said purposes to have and enjoy all of the powers granted and engage in any lawful activity for which corporations may be organized under ORS Chapter 61.
- 4. This corporation is organized exclusively for educational, scientific and charitable purposes only.
- Norwithstanding any statement of purposes or powers aforesaid this corporation shall not, exsept to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its specific and primary purposes.

MARCH 7, 1997



# 1. Relationship to NWDA Board and Committee Membership:

- a. The Planning Committee of NWDA ("the Committee") is an executive committee of the Board of Directors and operates according to Article IX, Section 3 of the By-Laws.
- b. The Committee shall consist of 5 to 15 Members, not fewer than two shall be Directors of NWDA.
- c. Committee members shall be nominated by the Committee and confirmed by the Board. At the first Board meeting each October a current list of Committee members shall be made available to the Board.
- d. The Committee shall elect its own chair. If it fails to do so after three meetings held to select a chair, the Board may do so.
- e. No chair may serve more than four consecutive years without reconfirmation by the Committee and the Board.
- f. Members must serve an "apprenticeship" of three months on the Committee before being nominated to the Board and if approved, able to vote on Committee business.

# 2. General Charge of the Committee:

- a. The Committee is charged with reviewing, making recommendations and communicating findings regarding land use matters to the City of Portland.
- b. The Committee shall base its decisions on the City of Portland land use law (Comprehensive Plan and Zoning Code), NWDA Policy Plan, on Board adopted institutional agreements and on specific comments offered by residents, business owners and those eligible for NWDA membership under Article II Section I of the By-Laws.
- c. The Committee shall suggest changes to the Policy Plan and other planning documents and policies when such documents and policies need revision.

## 3. Public Accessibility and Outreach:

- a. The Committee shall meet at times and locations that encourage and facilitate the participation of residents and applicants.
  - i. Committee members shall be on call for weekly meetings.
  - ii. Meetings are held at 8:00 a.m. Thursdays.

#### 4. Board and Committee Referrals:

- a. Normally, the Board members on the Committee shall inform the Board of projects likely to be of general interest to the neighborhood, due to size, scope or impact on neighborhood livability.
- b. Where projects include changes in zoning and/or boundary agreements, the Committee shall notify the NWDA Board.
- c. The Board will notify and seek advice from other NWDA committees as they deem approporiate.

## 5. Review and Appeal:

- a. Any decision of the Committee may be reviewed by the Board upon a majority vote.
- b. Any decision of the Committee may be appealed to the Board for rehearing by any interested person or entity whose rights have been affected by a decision.

For the Planning Committee - R.V. & D.G.