

Calendar No. 208

ORDINANCE No. 155561

Title

An Ordinance approving the Non-Profit Articles of Incorporation of Portland-Guadalajara Sister City Association, Inc., approving the initial Board of Directors, and declaring an emergency.

THE COMMISSIONERS VOTED AS FOLLOWS:		
	Yeas	Nays
JORDAN	✓	
LINDBERG	✓	
SCHWAB	✓	
STRACHAN	✓	
IVANCIE	✓	

FOUR-FIFTHS CALENDAR	
JORDAN	
LINDBERG	
SCHWAB	
STRACHAN	
IVANCIE	

JAN 27 1984

Filed _____

JEWEL LANSING
Auditor of the CITY OF PORTLAND

[Signature]

INTRODUCED BY
MAYOR IVANCIE

NOTED BY THE COMMISSIONER
Affairs
Finance and Administration <i>[Signature]</i>
Safety
Utilities
Works

BUREAU APPROVAL
Bureau:
Prepared By: RLHurtig:djb Date: 1-27-84
Budget Impact Review:
<input type="checkbox"/> Completed <input type="checkbox"/> Not required
Bureau Head:

CALENDAR
Consent Regular

NOTED BY
City Attorney <i>[Signature]</i>
City Auditor
City Engineer

ORDINANCE No. 155561

155561

An Ordinance approving the Non-Profit Articles of Incorporation of Portland-Guadalajara Sister City Association, Inc., approving the initial Board of Directors, and declaring an emergency.

The City of Portland ordains:

Section 1. The Council finds:

1. That the City Council has heretofore approved a sister city program between the City of Portland and Guadalajara, Mexico.
2. That in order to facilitate functioning, financing and other matters relating to the program, it is desirable to form a non-profit corporation to be managed by a Board of Directors appointed by the Mayor.
3. That attached to this Ordinance is a form of Articles of Incorporation for the Portland-Guadalajara Sister City Association, Inc. which includes the 30 initial directors of the corporation.

NOW, THEREFORE, The Council directs:

- a. The attached Non-Profit Articles of Incorporation of Portland-Guadalajara Sister City Association, Inc., together with the initial Board of Directors as therein listed, is hereby approved.

Section 2. The Council declares that an emergency exists because it is necessary for the non-profit corporation to become incorporated and functioning at the earliest possible time; therefore, an emergency is declared to exist and this Ordinance shall be in full force and effect from and after its passage by the Council.

Passed by the Council, FEB 1 1984

FRANCIS J. IVANCIE, Mayor
lurtig:djb
January 27, 1984

JEWEL LANSING

Auditor of the City of Portland

By Elena Cervera
Deputy

of our knowledge and belief, it is true, correct and complete.

Thomas A. McDonald

Dr. Reymundo Marin

Elias R. Ramirez

Dr. Fernando Leon

DATED: _____, 198 ____.

purposes and which qualify at that time as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code as amended or the corresponding provisions of any future United States Internal Revenue Law.

VII.

The corporation shall have no members but shall be managed by its Board of Directors which directors shall be appointed by and subject to removal by the Mayor of the City of Portland, Oregon.

VIII.

No part of the net earnings of the corporation shall enure to the benefit of or be distributed to its directors, officers or other private persons except the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in Article II hereof.

IX.

No substantial part of the activities shall be the carrying on propaganda or otherwise attempting to influence legislation and the corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office including the publishing or distribution of statements on behalf or in support of any such candidate.

We, the undersigned incorporators, declare under penalties of perjury, that we each have examined the foregoing and to the best

Bishop Paul Waldschmidt	5402 North Strong Portland, Oregon 97203
Prue Miller	4220 SW Greenleaf Drive Portland, Oregon 97221
Elizabeth Armstrong	1500 SW Fifth Portland, Oregon 97201
Paul C. Herrera	1752 SE Hawthorne Portland, Oregon 97214
Donald Sterling	1320 SW Broadway Portland, Oregon 97204

V.

The names and addresses of the incorporators are:

Thomas A. McDonald	5400 SW Scholls Ferry Road Portland, Oregon 97225
Dr. Reymundo Marin	1744 SE Locust Portland, Oregon 97214
Elias R. Ramirez	3901 SE 146th Street Portland, Oregon 97236
Dr. Fernando Leon	545 NE 47th Portland, Oregon 97213

VI.

The provisions for the distribution of assets on dissolution or final liquidation are that upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively to the City of Portland, Oregon for the purpose of funding charitable and educational programs between the City of Portland and cities of other governments. Any of the assets not so disposed of shall be disposed of by the Circuit Court of Multnomah County, Oregon exclusively for charitable purposes or to an organization or organizations which shall be exclusively organized for such

Mercedes F. Deiz	308 Multnomah County Courthouse Portland, Oregon 97204
Veanna C. Morgan	4330 SW Hillside Drive Portland, Oregon 97221
Robert A. Bitar	3316 SE Ankeny Street Portland, Oregon 97214
J. Richard Nokes	14650 SW 103rd Tigard, Oregon 97223
Evelyn Nokes	14650 SW 103rd Tigard, Oregon 97223
Arthur Riedel	4555 North Channel Portland, Oregon 97227
Roberto Ruiz	2731 NE Hoyt Portland, Oregon 97232
Keith Burns	American Bank Building 621 SW Morrison, Suite 1300 Portland, Oregon 97205
Martha Kovack	6834 North Wall Portland, Oregon 97203
Augie Glaab	Mexicana Airlines 1221 SW Yamhill Portland, Oregon 97205
Carol LeMarte	Zapatas 2719 SW Kelly Portland, Oregon 97201
Dr. Clarence Pruitt	3568 SE Kelly Portland, Oregon 97202
Soledad Grefnes	7715 North Montana Portland, Oregon 97217
Carlos Rivera	2950 SW Raleighview Drive Portland, Oregon 97225
Bill Kinsey	1828 SW Terrace Drive Portland, Oregon 97201
Jane Hewitt	2245 NE 32nd Portland, Oregon 97212

III.

The address of the initial registered office of the corporation is Room 303, Portland City Hall, 1220 SW 5th Avenue, Portland, Oregon 97204, and the name of the registered agent at such address is Maureen Yandle.

IV.

The number of directors constituting the initial Board of Directors of the corporation is 30 and the names and addresses of the persons who are to serve as directors until their successors are selected and shall qualify are:

Thomas A. McDonald	5400 SW Scholls Ferry Road Portland, Oregon 97225
Dr. Reymundo Marin	1744 SE Locust Portland, Oregon 97214
Elias R. Ramirez	3901 SE 146th Street Portland, Oregon 97236
Sharon Wenneman	5400 SW Scholls Ferry Road Portland, Oregon 97225
Ronald A. Vangen	Western Airlines 6120 SW Macadam, Suite 212 Portland, Oregon 97201
Dr. Fernando Leon	545 NE 47th Portland, Oregon 97213
L. Gary Ferlisi	9637 SW 62nd Avenue Portland, Oregon 97219
Dr. Maria Viramontes de Marin	1744 SE Locust Portland, Oregon 97214
Frankie M. Snyder	2808 SW Montgomery Drive Portland, Oregon 97201

a. The cause the people of the City of Portland, Oregon and the people of Guadalajara, Mexico to acquire a consciousness of each other, to understand one another as individuals, as members of their respective communities, as citizens of their country and as part of the family of nations.

b. To foster as a consequence of such knowledge and consciousness, a continuing relationship of mutual concern between the people of the City of Portland, Oregon and the people of Guadalajara, Mexico.

c. To undertake, both in seeking and in consequence of such consciousness and concern, any activities and programs as will provide to one another appropriate aid and comfort, education and mutual understanding.

d. To participate as an organization in the promotion, fostering and publicizing state and national programs of international municipal cooperation organizations, and thereby encourage other organizations and residents of American communities to engage and participate in such programs, to foster and promote friendly relations and mutual understanding between the people of Portland, Oregon and the people of Guadalajara, Mexico, and to act as a coordinating body, committee, agency or counsel among those organizations, groups and individuals desiring to and engaging in the activities of such international municipal corporation organizations.

NON-PROFIT
ARTICLES OF INCORPORATION
OF
PORTLAND-GUADALAJARA SISTER CITY ASSOCIATION, INC.

The undersigned natural persons all of the age of 18 years or older, acting as incorporators under the the Oregon Non-Profit Corporation Law, adopt the following Articles of Incorporation.

I.

The name of this corporation is PORTLAND-GUADALAJARA SISTER CITY ASSOCIATION, INC., and its duration shall be perpetual.

II.

The corporation is organized for the hereinafter enumerated charitable and educational purposes; engaging in all other charitable activities related thereto and in support thereof; and engaging in any lawful activity, none of which is for profit, for which corporation may be organized under the Oregon Non-profit Corporation Law; provided, however, that this corporation shall at no time be empowered to engage in purposes or activities not permitted by Section 501(c)(3) or Section 170(c)(2) of the United States Internal Revenue Code as amended or the corresponding provisions of any future United States Internal Revenue Law.

purposes for which this corporation is organized are: