

535906-92

490/128  
53

**NONPROFIT**

**ARTICLES OF INCORPORATION**

**FILED**

**OF**

**JUL 23 2008**

**OREGON  
SECRETARY OF STATE**

**NORTHWEST ASSOCIATION OF COLLEGE AND  
UNIVERSITY HOUSING OFFICERS**

I, David E. Atkin, a natural person of the age of more than 18 years, and a citizen of the United States, acting as Incorporator under Oregon Nonprofit Corporation Law, adopt the following Articles of Incorporation, and do hereby certify:

**ARTICLE I  
NAME AND DURATION**

The name of the corporation is Northwest Association of College and University Housing Officers and its duration is perpetual.

**ARTICLE II  
TYPE OF CORPORATION**

This corporation is a mutual benefit nonprofit corporation.

**ARTICLE III  
REGISTERED AGENT  
AND STREET ADDRESS OF REGISTERED AGENT**

The initial Registered Agent of the corporation is David Atkin and he has consented to this appointment. The address and location of the Registered Agent is 590 W. 13<sup>th</sup> Avenue, Eugene, OR 97401. This address is for the service of legal process and papers.

**ARTICLE IV  
MAILING ADDRESS**

The mailing address of the Registered Agent is P.O. Box 10008, Eugene, Oregon 97440. This is the address for mailing notices.

## ARTICLE V VOTING MEMBERS

Northwest Association of College and University Housing Officers does have voting members as defined in Chapter 65 of the Oregon Revised Statutes. The initial voting members will be appointed by the Incorporator. Subsequent voting members will be selected as stated in the bylaws.

## ARTICLE VI DIRECTORS

The initial Board of Directors for Northwest Association of College and University Housing Officers will be appointed by the Incorporator. Subsequent Directors will be elected as stated in the organization's bylaws.

## ARTICLE VII PURPOSE AND POWERS

This corporation is organized and operated for tax exempt purposes allowed by §501(c)(6) of the Internal Revenue Code (or the corresponding section of any future United States Internal Revenue law).

The corporation will have all the following powers:

- A. To conduct its business, carry on its operations, and have offices and exercise all of the powers granted by Oregon Law.
- B. To make and alter bylaws, not inconsistent with its Articles of Incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.

## ARTICLE VIII RESTRICTION ON ACTIVITIES

Notwithstanding any other provision of these Articles, the corporation shall not carry on activities not permitted to be carried on by a corporation exempt from federal income tax under §501(c)(6) of the Internal Revenue Code, or the corresponding section of any future federal tax. The corporation is not organized for profit or organized to engage in an activity ordinarily carried on for profit.

ARTICLE IX  
NO PRIVATE INUREMENT

No prohibited private inurement, as that is defined in the Internal Revenue Code for 501(c)(6) organizations, shall be allowed.

ARTICLE X  
NO POLITICAL CAMPAIGNS

Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not operate primarily to participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE XI  
DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed either to the voting members, as they shall determine or to an organization which is tax exempt pursuant to § 501(c)(6) of the IRC, or corresponding section of any future tax code.

ARTICLE XII  
INDEMNIFICATION

The corporation will indemnify its directors and officers to the fullest extent allowed by current or future Oregon law or federal law, provided, however, that in the event of a settlement, the Board of Directors must approve any settlement in advance.

The personal liability of each member of the Board of Directors and each uncompensated officer of the corporation, for monetary or other damages, for conduct as a director or officer shall be eliminated to the fullest extent permitted by current or future Oregon law or federal law.

ARTICLE XIII  
INCORPORATOR

The name and address of the Incorporator of Northwest Association of College and University Housing Officers is David E. Atkin, 590 W. 13<sup>th</sup> Avenue, Eugene, Oregon 97401.

ARTICLE XIV  
AMENDMENTS TO THE ARTICLES OF INCORPORATION

The requirements for amending the Articles of Incorporation shall be those stated in the bylaws.

I, the undersigned Incorporator, hereby witness and verify in duplicate the foregoing Articles of Incorporation and certify under penalty of perjury that I have examined them and that they are the accurate, complete and sole Articles of Incorporation of Northwest Association of College and University Housing Officers.

Incorporator:



David E. Atkin

July 18, 2008



Secretary of State  
Corporation Division  
255 Capitol Street NE, Suite 151  
Salem, OR 97310-1327

Phone: (503)986-2200  
Fax: (503)378-4381  
www.filinginoregon.com

**Registry Number: 535906-92**  
**Type: DOMESTIC NONPROFIT CORPORATION**

**Next Renewal Date: 07/23/2009**

NORTHWEST ASSOCIATION OF COLLEGE AND ...  
PO BOX 10008  
EUGENE OR 97440

**Acknowledgment Letter**

The document you submitted was recorded as shown below. Please review and verify the information listed for accuracy.

If you have any questions regarding this acknowledgement, contact the Secretary of State, Corporation Division at (503)986-2200. Please refer to the registration number listed above. A copy of the filed documentation may be ordered for a fee of \$5.00. Submit your request to the address listed above or call (503)986-2317 with your Visa or MasterCard number.

**Document**

ARTICLES OF INCORPORATION

**Filed On**

07/23/2008

**Jurisdiction**

OREGON

**Nonprofit Type**

MUTUAL BENEFIT

**Name**

NORTHWEST ASSOCIATION OF COLLEGE AND UNIVERSITY HOUSING OFFICERS

**Registered Agent**

DAVID ATKIN  
590 W 13TH AVE  
EUGENE OR 97401

**Mailing Address**

PO BOX 10008  
EUGENE OR 97440