

Neighbors West-Northwest Overview

Board Organizational Structure

- **Governing Affiliations**
 - City of Portland-recognized Neighborhood Coalition
 - State of Oregon Non-Profit Corporation
 - Federal 501c3 Non-Profit
- **Membership**
 - 12 member Neighborhood Associations. (No individual members.)
 - Each member association appoints one primary representative and one alternate to the board, collectively called Directors
- **Funding Sources**
 - City of Portland Multi-Year Grant (98%)
 - Fundraising, other grants and contracts (2%)

Board Governance

- **Organizational Governing Documents**
 - Articles of Incorporation
 - Bylaws
- **External Governing Regulations**
 - Oregon Revised Statutes 65
 - State and Federal Non-Profit Regulations
 - Portland Office of Neighborhood Involvement *Standards*
- **Duty of Due Care**
 - Obligated to act with due care in managing the corporation's affairs
 - Observe Corporate Formalities
 - Act as a Nonprofit Corporation
 - Actively Manage
 - Make Reasonable Decisions
 - Provide Financial Management
 - Investigate Suspicious Circumstances
 - Avoid Excess Benefits Transactions
 - Observe Laws on Tax-Exempt Status
 - Make Policies to Address the Above Issues
- **Duty of Loyalty & Conflict of Interest**
 - Directors must sign the Conflict of Interest statement annually,
 - Directors must follow the adopted Conflict of Interest and Duty of Loyalty policies

NWNW Board Duties

Manage Neighbors West-Northwest Non-profit

- Office and staff
- Programs and services
- Budget and finance
- Contract compliance
 - Contracts and Grants received
 - Contracts and Grants disbursed
- Create Annual Work Plan
 - Guide staff
 - Drawn from NA work plans
- Records management
- Risk management and insurance policies
- Governing procedures, elections

Forum for Neighborhood Collaboration

- Networking
- Joint projects (e.g. Cornell Road, newspaper boxes)
- Comment on government public involvement practices
- Comment on public policy (requires unanimous consent)
- Appoint representatives to government bodies as invited
 - To gather information
 - To represent the Coalition, as authorized
- Appoint neighborhood representatives or individuals to coalition committee