



Department of Commerce Corporation Division

I, **Jane Edwards**, *Corporation Commissioner and Custodian of the Seal of the Corporation Division of the State of Oregon*, DO HEREBY CERTIFY:

That RIVERBEND-RIVERBANK WATER IMPROVEMENT DISTRICT, a corporation organized under and by virtue of the laws of the State of Oregon, has on this 7th day of February, 1984, filed in the office of the Corporation Commissioner of the State of Oregon Articles of Incorporation, the number of acres of land embraced in the district being 110 acres.

In Testimony Whereof, *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*
7th day of February, 1984

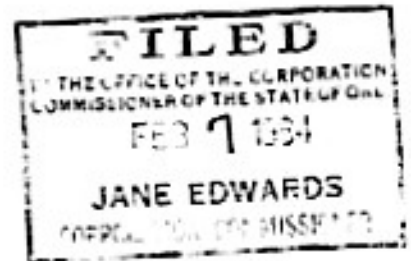


Jane Edwards

Corporation Commissioner

By *Maxine Barrow*

ARTICLES OF INCORPORATION
OF
RIVERBEND-RIVERBANK
WATER IMPROVEMENT DISTRICT



KNOW ALL MEN BY THESE PRESENTS that we, the under-
signed, being natural persons of the age of eighteen years
and the owners of the land described below, hereby incorporate
ourselves together for the purpose of forming a nonprofit
water improvement district under the provisions of Oregon
Revised Statutes, Chapter 554, and hereby specify as follows:

ARTICLE I

Name and Duration

The name of this corporation is the Riverbend-
Riverbank Water Improvement District and its duration shall
be perpetual.

ARTICLE II

Description of Land and Owners

The particular land to be improved by the works of
this district contains a total of 110 acres, more or less.
The names of and the acreage owned by the respective owners
as shown by the records of Clackamas County, are described
in Exhibit "A" attached hereto.

ARTICLE III

Purpose of District and Plan of Improvement

The purpose for which this district is formed is
to provide water for the domestic use of its members. For

such purposes this district plans to accept conveyance of, own, hold, maintain and operate the existing water distribution system developed by Paul H. Hebb and additions to such system, including wells, pumps, water tanks, transmission lines and related equipment and other facilities.

ARTICLE IV

Directors

1. The powers of the district shall be exercised, its properties controlled and its affairs conducted by a board of five directors. The initial board of directors, composed of the persons listed below, shall serve until their successors are elected at the first annual meeting of the members of the district. At the first annual meeting the members shall first elect three directors, each for a term of two years, and shall then elect two directors, each for a term of one year. Thereafter, at each annual meeting the members shall elect directors for terms of two years to replace the directors whose terms expire at such annual meeting.

2. Each member shall be entitled to cast one vote for each lot owned by the member in the election of directors. Election to the office of director shall be by plurality of the votes cast by the members voting in person or by proxy at such meeting. In any case where the number of nominations for the board of directors exceeds the number of vacancies, election shall be by secret written ballot. Cumulative voting is not permitted.

3. The annual meeting shall be held in West Linn, Oregon, at such hour and on such day during the month of January or February of each year as the president may designate, or if the president shall fail to designate a date by the first day of February, then at 10 a.m. on the fourth Saturday in February.

4. The names and addresses of the persons who are to serve as the initial board of directors, until their successors are elected at the first annual meeting, are:

<u>Name</u>	<u>Address</u>
Eugene Appel	31010 SW Riverlane Road West Linn, Oregon 97068
Jack Kohl	417 SW Riverbend Drive West Linn, Oregon 97068
Betty Naglee	3117B SW Riverwood West Linn, Oregon 97068
Carl Freeze	455 SW Hebb Park Road West Linn, Oregon 97068
Lee Zinsli	490 SW Riverbend Drive West Linn, Oregon 97068

5. In the event of death, resignation or removal of a director, his successor shall be selected by a majority vote of the remaining directors. A director elected to fill a vacancy shall hold office during the remainder of the term of the director succeeded.

ARTICLE V

Principal Office

The principal office of the district for the transaction of business is at 490 SW Riverbend Drive, West Linn,

Clackamas County, Oregon 97068. All of the land to be improved is situated in Clackamas County.

ARTICLE VI

Not for Profit

The district is not organized for profit either to the district or to its members other than the benefits accruing from the improvements created or operated by the district, and further:

1. The proposed improvement is for sanitary purposes and will be conducive to the public health, welfare, benefit and utility.

2. The benefits of the proposed investment will exceed the damage to be done, and the best interests of the land described herein and of its owners as a whole and of the public at large will be promoted by the formation and proposed improvement and operation of this district.

3. The formation of this district under the provisions of ORS 554.010 to 554.340 is a proper and advantageous method of accomplishing the improvement and protection of the lands described herein.

4. All revenue and income of this district from whatsoever source shall be received, held, used and expended exclusively for payment of the cost and expense of the improvements and the maintenance of same and the payment of indebtedness, interest, reserves for improvements or depreciation, cost and expense of the district incurred therefor, and for

the operation, maintenance and necessary expense of such district in the conduct of its business for the purposes thereof as stated herein according to law.

5. Neither the district nor its members shall profit from the business of this district other than from the benefits of improvement of the land for which the district is formed.

6. It is the intention and desire of all persons owning and having any interest in any of the herein described lands to organize this district as a public corporation of Oregon under the provisions of ORS 554.010 to 554.340 with the rights and privileges of a public corporation, by the unanimous voluntary consent of all persons.

7. The owners mutually determine and state that all the land within the district shall not be benefited uniformly and in like amount per acre by the improvements. The owners hereby agree that each lot actually served by the water distribution system shall be benefited equally by the improvements regardless of the acreage served.

8. For the purpose named above, all the owners of lots and other persons having any interest in any of the lands described herein do consent and join in this district by subscribing their respective names hereto.

ARTICLE VII

Registered Office and Registered Agent

The address of the initial registered office of the district is 490 SW Riverbend Drive, West Linn, Clackamas County, Oregon 97068, and the name of its initial registered agent at such address is Lee Zinsli.

IN WITNESS WHEREOF, we the undersigned, being all of the landowners and persons having interests in the above-described lands, do voluntarily join in forming this public corporation by subscribing our respective names hereto.

Jack E. Self

Eugene Apple

Robert W. Mann

Carl E. Trapp

John D. Zinsli

Don H. Goeller

Patricia L. Parker

Raymond Wain

Carl A. Wattens

And L. Ho-

Jean M. Kohl

Linda K. Apple

Betty Nagke

Kenneth R. Pearson

Carl E. Zinsli

Leoni d. Goeller

Jack M. Parker

Laura E. Davis

Patricia L. Parker

John A. Hayes

RE: Procedure to Include
Omitted Owners within
Water District

Background: When the Riverbend-Riverbank Water Improvement District was formed, several times were set aside to gather necessary signatures for owners to include their land in the district. Some owners were unable to attend these sessions and now are being offered another opportunity to sign the necessary documents to include their land in the district.

Procedure: Enclosed are the Application to Include Lands and the Amendment to the Landowners Notice. The Application to Include Lands and the Amendment to the Landowners Notice forms should be filled out, signed, and acknowledged by the record owners of the property and returned to me. Once the Applications and Amendments are returned, the board must call a meeting of the original members to vote on the inclusion of the applicants. A majority of the members present at the meeting is all that is necessary to carry the vote.

Alternative: It is the District policy to continue water service whether or not the property owners elect to have their land included within the district. However, without formal inclusion, property will be served on a contract basis only and owners will not be entitled to vote on District business.

Additional Information: Included herein are the Articles of Incorporation, Bylaw's and Landowners Notice for the District. These documents are for your files and future reference.

Action on your part to complete and return the Application to Include Lands and the Amendment to Landowners Notice as soon as possible would be greatly appreciated.

Sincerely,

Jack E. Kohl
Secretary
Riverbend-Riverbank Water Improvement District