



# Secretary Welcome Packet

Congratulations on your election to the neighborhood association board! As the neighborhood secretary, you serve the important role of record keeper for your neighborhood association (“NA”). Your main responsibilities are recording meeting minutes, maintaining the membership list and record retention. To make your job easier, we have created this packet to assist you in your new position. If you have any questions, please contact your SE Uplift Neighborhood Coalition staff liaison. We are here to help!

## Records Retention

Retaining accurate and complete records will protect you and your neighborhood association if a decision or action is ever investigated or questioned for validity. As secretary, it is your responsibility to compile and retain all neighborhood association meeting records including written meeting minutes and submit them to your board, SE Uplift, and the public in a timely manner.

## Meeting Minutes Records Retention Responsibilities

Secretaries must submit the following documents from the previous month’s meeting to SE Uplift:

- The approved written meeting minutes with corrections; AND
- Any official correspondence that was approved at the meeting to be sent out by the board.

Post the approved written meeting minutes to the neighborhood association website. If your board does not currently post meeting minutes or agendas, we encourage you to start this practice. Meeting minutes are permanent, public records under Portland City Policy ([refer to the “ONI Standards”](#)). Use the meeting minutes upload form found available online and in each issue of the *Hey, Neighbor! Flyer* to submit copies to SE Uplift.

## Ongoing Responsibilities

Submit the following documents and information to SE Uplift:

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- Updates to your board roster, including names, positions, board terms, and contact information; AND
- Provide copies of updated bylaws and policies; AND
- Submit the current or amended Articles of Incorporation; AND
- Provide records of changes to tax-exempt status from the Internal Revenue Service, if applicable; AND
- Send a copy of your Annual Report to the Oregon Secretary of State; AND
- Submit any records of grievances.

As registered domestic nonprofit corporations with the Oregon Secretary of State, neighborhood associations must comply with the [Statutes and Rules Governing Oregon Nonprofits](#). A director of your neighborhood association board has the right to inspect any required records.

### **Neighborhood Membership List**

Maintain a membership list for your neighborhood association. Format this list to easily prepare names and contact information for all members. Use the meeting sign-in sheet template on **page 10** to document attendance and develop your membership list. Refer to your neighborhood association bylaws for details for membership eligibility. SE Uplift does not store your membership list.

Without consent of the board of directors, a membership list or any part of a membership list may not be obtained or used by any person for any purpose unrelated to a member's interest as a member. A member can provide written notice to inspect and copy your records, including the membership list, at a place and location of your selection. This notice must state a reason demonstrating it is made in good faith, for a specific purpose, and at that the records are directly connected to the request.

### **Annual Report to the Secretary of State, Corporate Division**

Neighborhood associations are required to register as nonprofit corporations and renew annually with the [Oregon Secretary of State, Corporate Division](#). The secretary typically files the report or establishes a plan for doing so. Incorporation as a domestic nonprofit corporation allows the board to operate legally and protects an extra layer of protection for members in addition to the protection from SE Uplift's Directors and Officers Insurance. Incorporation protects neighborhood association volunteers if the processes and procedures set forth in the association's bylaws are followed.

The Annual Report to the Secretary of State, Corporate Division is required to remain active

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and must be renewed each year. A notice will be mailed to your neighborhood association before your renewal date. You can [file online](#) and pay the filing fee. Once you complete the report, submit a copy along with receipt of the filing fee to SE Uplift for reimbursement.

If the renewal is not filed within 45 days of the due date, the organization will be administratively dissolved and incur additional fees to reinstate. Your neighborhood association is responsible for any late or reinstatement fees.

Please note that your neighborhood association's Annual Report information becomes public record. It can be searched by individual name as well as corporation name. For this reason, you may want to avoid using your home address and are welcome to use the mailing address of SE Uplift Neighborhood Coalition for your principal place of business.

- An example completed Annual Report can be seen on **page 9**.
- After completing the report, submit it to the Oregon Secretary of State along with the \$50 filing fee.
- Send a copy of the Annual Report and payment confirmation to SE Uplift for reimbursement.
- Your neighborhood association is responsible for any late or reinstatement fees.
- Your neighborhood association's next Annual Report Due Date can be found at [sos.oregon.gov](http://sos.oregon.gov).

Note that registering as a nonprofit with the state does not establish federal 501(c)(3) tax-exempt status. A separate filing to pursue federal tax-exempt status would have to be undertaken by the neighborhood association. SE Uplift can provide fiscal sponsorship to your neighborhood association in order for us to receive tax-exempt funds and donations on your behalf.

## Where to Send Records

Submit written meeting minutes through the Neighborhood Association Meeting Minutes Upload portal on our website. Find the link in every issue of SE Uplift's *Hey, Neighbor Flyer* e-newsletter.

Submit all other documents via e-mail or deliver items to:

SE Uplift c/o Records Retention  
3534 SE Main St.  
Portland, OR 97214

## Meeting Checklist

The following checklist outlines the routine steps necessary for successfully executing your responsibilities as secretary. The checklist is divided into three sections presenting steps to take before, during, and after the meeting.

### Before the Meeting

- ✓ Provide 7 days' notice of the meeting is provided to the public and your board.
- ✓ Distribute copies of the last meeting's draft written minutes to your neighborhood association.
- ✓ Supply a sign-in sheet to track attendance for inclusion in your written minutes and updating the membership list (refer to SE Uplift's meeting sign-in sheet template).

### During the Meeting

- ✓ Make sure people are signing in using the sign-in sheet.
- ✓ Note any corrections needed for the previous meeting's written minutes.
- ✓ Record the meeting minutes, noting motions, attendance, and decisions.
- ✓ Collect the sign-in sheet and any distributed handouts.

### After the Meeting

- ✓ Update the final approved written minutes from the prior meeting.
- ✓ Post the approved written minutes the website for public review.
- ✓ Send copies of the previous month's approved written minutes, agenda, handouts, and any official board correspondence to SE Uplift.
- ✓ Prepare the new draft, written meeting minutes.
- ✓ Update the membership list using the information collected on the sign-in sheet.
- ✓ Distribute the draft written minutes and incorporate any changes suggested before the next meeting.

## Meeting Minutes Overview

Minutes serves as the official history and permanent legal record of the neighborhood association. They are invaluable for reference, evaluation, and future planning. As the secretary, you are responsible for recording written minutes at all board, general, special, and emergency meetings where executive authority is exercised.

### What Minutes Should Include

Focus on summarizing discussions and documenting actions rather than recording every detail or statement. Include the following in the written meeting minutes:

#### Meeting Details

- Specify the type of meeting (general, board, special, or emergency).
- Record the date, time, and location of the meeting.
- List the names of all attendees and their membership status, as provided on the sign-in sheet.
- Indicate whether a quorum was present (refer to your bylaws).
- Note the start and end time of the meeting.
- Include the name of the person taking the minutes at the end of the document.

#### Meeting Content

- Mark the time the meeting was called to order.
- State whether the agenda was approved or amended.
- Confirm if the previous meeting minutes were approved.
- Document all motions, including:
  - The exact wording of each motion; AND
  - The names of board members who motioned and seconded; AND
  - A summary of the discussion if any; AND
  - The results of votes (number in favor, opposition, and abstentions).
- Summary key points from any reports or presentations, including the names of presenters.
- Record any commitments made by board members or anyone present.
- Note any tabled discussions or future agenda items.
- Record the time the meeting adjourned.

## **Distributing Draft Minutes**

Draft the written minutes soon after the meeting using your notes and distribute them for review. Encourage board members to propose changes ahead of the next meeting to streamline the review process.

If the written minutes include votes taken by the general membership, such as bylaws changes or board elections, you will also want to notify the membership of the vote results via your email listserv, social media, or other communication methods.

At the next scheduled meeting, provide a hard copy of the draft minutes, ask for edits, and record any changes. The board will then vote to approve the written minutes, whether as corrected or as initially drafted.

## **Tips for Taking Minutes**

- Record minutes directly on a laptop to avoid the need to transcribe notes later.
- Utilize online meeting platforms, such as Zoom, which offer the option to record meetings. If recording is enabled, you can access those recordings by navigating to the Recordings tab within your online Zoom account. Note that meeting minutes must be written.
- Use the meeting agenda as an outline for note-taking notes and preparing the written minutes, ensuring that the order of items in the written minutes matches those on the agenda.
- To ensure accuracy of the written minutes, do not hesitate to ask for motions to be repeated or for clarification on decisions, assignments, action steps, etc.

## Sample Board Meeting Minutes

Below you will find a sample of what the minutes for your neighborhood association meetings could look like.

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### Summer Meadow Neighborhood Association Board Meeting

[DATE, TIME]

[LOCATION, ADDRESS]

**Board Members Present:** Gary David, Susan Calhoun, Lisa Alazar, Sahir Yali, John Simmons, Sally Mendez, Nell Wagendog, LuAnn McNammen

**Neighbors & Guests:** Kristen Wilson, Ruthann Bedenstone, Tim O’Nelson, Zeb Taducky, Cece Sullivan, Nicole Knight, Nick Young, Leo Stevens, Ellen Paige, Will Bunten, Chris Gordon, Sarah Wolfe, John Adams, Laurie Vail, Tom Armstrong

Meeting called to order at 7:05 PM. **Quorum verified.**

**Approval of the Agenda:** Agenda approved with no additions.

**Approval of April Board Mtg Minutes:** The location of the neighborhood social was corrected to say St. Paul’s Church. The minutes were accepted as corrected.

**Treasurer’s Report:** NA has \$8,957.24 in its checking account and \$3,552.60 in its savings account. The \$500 annual communication funds from SE Uplift will be available in January and is designed only for neighborhood communications. At Gary’s request, a discussion on the communications strategy for the next year is scheduled for the June meeting agenda.

**Land Use & Transportation:** Update on the 6707 SE Habel St development for a Middle Housing Land Development to provide four households. A group will be meeting with the developer at 6pm on Tuesday, May 30<sup>th</sup> at Fredo’s Coffee shop. Additional information can be found on the neighborhood website. Comments can be sent to the City Planner listed on the land use review notice. A discussion followed about whether to write a letter on the land use review.

- ✓ Ellen Paige motioned to table the discussion about writing a letter regarding the

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development at 6707 SE Habel until the May meeting. Sahir Yali seconded the motion. The motion is approved; Nell Wagendog abstained.

**Southeast Area Artwalk:** Laurie Vail from Southeast Area Artwalk came to present the annual request from the group for funding. The major expenses for the event are in advertising, publicity, posters and maps. In the past, the NA has donated \$250 for the event, which ensured placement of the NA's logo on the program front page.

- ✓ Tim O'Nelson moved to contribute \$250 to this year's SE Area Artwalk, with the understanding that the NA's logo will be on the front page of the program. Nick Young seconded the motion. The motion passed unanimously.

**Liquor License Application (SE Club):** SE Club has requested a full liquor license. Presently, they are allowed to serve only wine and beer. The NA does not currently have a Good Neighbor Agreement with them but previous conversations with the owner indicate that they would be willing to be part of one. Susan Calhoun volunteered to work with the owner to put together an agreement. Once drafted, the agreement will need to be approved by the board.

- ✓ Kristen Wilson moved and Susan Calhoun seconded a motion to support the full liquor license for SE Club, contingent upon the development of a Good Neighbor Agreement. The motion was approved unanimously.

**Neighborhood Cleanup:** Ruthann Bedenstone has confirmed this year's cleanup date. We have secured a hauler and received permission from Wright HS to use of their parking lot. Ruthann will be bringing a volunteer sign-up sheet with shifts to next month's meeting.

**Announcements:** SE Uplift is hosting a neighborhood networking social on August 15 - details can be found on the SE Uplift website and all are welcome to attend. The Woodstock Library will be having its annual picnic on August 1 - they'd love to have neighborhood association members in attendance.

Meeting adjourned at 8:35PM

Submitted by: John Simmons, Secretary



### Example Secretary of State Annual Report



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

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

**2016 ANNUAL REPORT**  
**Registry Number: 30084800**  
**Date of Incorporation: 06/07/2006**  
**Fee: \$50**  
**Due Date: 06/07/2016**  
**Type: DOMESTIC NONPROFIT CORPORATION**

ABC Neighborhood Association  
3534 SE Main St  
PORTLAND OR 97214

**Name of Domestic Nonprofit Corporation**

ABC Neighborhood Association

**Jurisdiction:** OREGON

**Non Profit:** Public Benefit With Members

The following information is required by statute. Please complete the entire form. Failure to submit this Annual Report and fee by the due date may result in inactivation on our records.

**Registered Agent**

Laurie Stevens  
10 Garden Road  
Portland, OR 97206

If the Registered Agent has changed,  
the new agent has consented to the appointment.  
Oregon street address required.

**1) Type of Business**

**2) Principal Place of Business (Address,city,state,zip)**

3534 SE Main St  
Portland, OR 97214

**3) Mailing Address (Address,city,state,zip)**

3534 SE Main St  
Portland, OR 97214

**4) President (Name & Address)**

Laurie Stevens  
10 Garden Road  
Portland, OR 97206

**5) Secretary (Name & Address)**

~~Erica Martin  
5 Simple Lan  
Portland, OR 97202~~      Mark Evans  
20 Gravel St  
Portland, OR 97214

**6) Signature**

*Laurie Stevens*

**7) Printed Name**

Laurie Stevens

**8) Date**

5/3/16

**9) Daytime Phone Number**

503 - 888 - 2222

**Make check payable to "Corporation Division" and mail completed form with payment to the address above.**

Note: Filing fees may be paid with a major credit card.  
Submit the card number and expiration date on a separate page for your protection.

ANRPF1-  
05/03/16

