

# State of Oregon

OFFICE OF THE SECRETARY OF STATE  
Corporation Division

## Certified Copy 424Y951F3

*I, SHEMIA FAGAN, Secretary of State of Oregon, and Custodian of the Seal of said State, do hereby certify:*

*That the attached*

*Copy of the*

*Articles of Incorporation*

*for*

*PGE RETIREES*

*is a true copy of the original document(s).*

*In Testimony Whereof, I have hereunto set  
my hand and affixed hereto the Seal of the  
State of Oregon.*



SHEMIA FAGAN, SECRETARY OF STATE

3/31/2023

# State of Oregon

## Department of Commerce Corporation Division

### Certificate of Incorporation

OF

FILED: APR 7, 1980  
OREGON SECRETARY OF STATE



14373815-24653953

PGE RETIREES

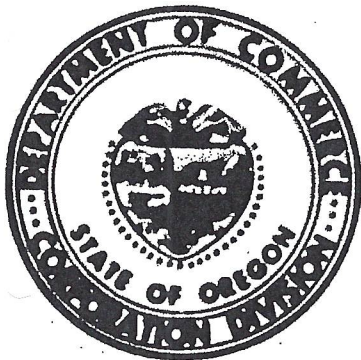
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~~PGE RETIREES~~

The undersigned, as Corporation Commissioner of the State of Oregon, hereby certifies that duplicate originals of Articles of Incorporation, duly signed and verified pursuant to the provisions of the Oregon Nonprofit Corporation Act, have been received in this office and are found to conform to law.

Accordingly, the undersigned, as such Corporation Commissioner, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation and attaches hereto a duplicate original of the Articles of Incorporation.

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 April, 1980.

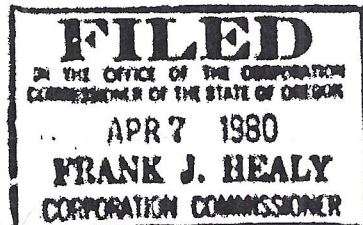


Frank J. Healy  
Corporation Commissioner

By *Shirley Smith*  
Chief Clerk



Nonprofit



## Articles of Incorporation

OF

### PGE RETIREES

The undersigned natural person(s) of the age of twenty-one years or more, acting as incorporators under the Oregon Nonprofit Corporation Law, adopt the following Articles of Incorporation:

**ARTICLE I** The name of this corporation is **"PGE Retirees"**

(The corporate name cannot contain any word or phrase which indicates or implies that it is organized for any purpose other than one or more of the purposes contained in its articles of incorporation; and cannot contain the word "cooperative". See ORS 61.071.)

and its duration shall be **perpetual**.

**ARTICLE II** The purpose or purposes for which the corporation is organized are:

To maintain a close relationship between Portland General Electric Company and its retired employees and their families; to promote their general welfare by improving communications, providing services and undertaking such other activities as will be of mutual benefit to all concerned.

(It is not necessary to set forth in the articles any of the corporate powers enumerated in ORS 61.041. It is sufficient to state, either alone or with other purposes, "That the corporation may engage in any lawful activity, none of which is for profit, for which corporations may be organized under ORS Chapter 61"; however, it is desirable to state the primary purpose of the corporation in conjunction with such statement.)

**ARTICLE III** The address of the initial registered office of the corporation is **Room 1400,**

**121 S.W. Salmon Street**

**Portland, Oregon**

**97204**

and the name of its initial registered agent at such address is **James L. Hunt**

**ARTICLE IV** The number of directors constituting the initial board of directors of the corporation is

**12**

and the names and addresses of the persons who are to serve as directors until the first annual meeting or until their successors are elected and shall qualify are:

Name	Address (Street and Number) (City and State)	(Zip)
John P. Armfield	12375 S.W. King Richard Dr., Tigard, OR	97223
William E. Downward	3023 N.E. 127th, Portland, OR	97230
Reome M. Geoghegan	1925 N.E. 19th Avenue, Portland, OR	97212
Robert H. Keudell	575 Luther, S., Salem, OR	97302
Perry E. Landsem	4525 S.E. River Dr., Milwaukie, OR	97222
Frederick W. McCurdy	123 - 5th St., Silverton, OR	97381
George K. Merz	5205 S.W. 19th Dr., Portland, OR	97201
Roy L. Nelson	5924 N.E. Davis, Portland, OR	97213
Arthur J. Porter	6846 S.W. Raleighwood Wy., Portland, OR	97225
Clifford R. Smith	8441 Murphy Court, Clackamas, OR	97015
Horace I. Taylor	7103 S.E. Grant, Portland, OR	97215
Benjamin O. Young	9724 S.E. 46th Ave., Milwaukie, OR	97222



**ARTICLE V** The name and address of each incorporator is:

Name	Address (Street and Number)	Address (City and State)	(Zip)
James L. Hunt	121 S.W. Salmon St.	Portland, OR	97204

**ARTICLE VI** The provisions for the distribution of assets on dissolution or final liquidation are:

Any assets or monies remaining upon dissolution or final liquidation shall be distributed to the Columbia-Willamette Chapter of United Way, or its successor in interest.

**ARTICLE VII** (Optional provisions for the regulation of the internal affairs of the corporation as may be appropriate. If none, leave blank.)

Membership in this corporation is open to all retired employees of Portland General Electric Company, their spouses, and the widow or widower of a deceased employee entitled to receive retirement benefits from Portland General Electric Company. With the exception of family members, each member shall have one vote. Each member family shall have one vote.

We, the undersigned incorporators, declare under penalties of perjury that we have examined the foregoing and to the best of our knowledge and belief, it is true, correct and complete.

*James L. Hunt*

Dated *March 28* 1980.

CONSENT

TO THE CORPORATION COMMISSIONER  
OF THE STATE OF OREGON:

Pursuant to ORS 57.043(1)(c)(A), you are hereby  
notified that the undersigned consents to the use by  
PGE Retirees of the corporate name PGE Retirees.

DATED this 28 day of March, 1980.

PORTLAND GENERAL ELECTRIC  
COMPANY

By Robert W. Shurt  
President (Title)