

AMENDED ARTICLES OF INCORPORATION
OF
FEDERATION OF COMMUNITY COUNCILS, INC.

ARTICLE I

Name

The name of the corporation is the FEDERATION OF COMMUNITY COUNCILS, INC.

ARTICLE II

Duration

These Articles of Incorporation shall become binding and operative at the time they are filed as required by the laws of the State of Alaska, and this corporation shall continue indefinitely until dissolved in accordance with the laws of the State of Alaska.

ARTICLE III

Purposes

The purposes for which the corporation is formed are:

- a. To represent the community councils recognized by the Municipality of Anchorage under the Municipal Community Council Ordinance, to contract with the Municipality of Anchorage, the State of Alaska, and the federal government to hold hearings and otherwise act to further neighborhood, community, municipal, state and federal programs and to generally act to encourage citizen involvement and self-determination in the processes of local government as contemplated by Articles II and VIII of the Home Rule Charter for the Municipality of Anchorage.
- b. To create and stimulate new approaches to volunteerism which demonstrate the potential of volunteers as a resource for the solution of problems arising out of both poverty, human, and social needs through the integrating, focusing and coordinating of local, technical and financial resources of the United States Government and non-action volunteers within the meaning of Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, conducted without distinction because of race, color, creed, national origin, religion, sex or station in life. No programs or actions shall be carried out under this paragraph which are inconsistent with the purposes set forth in Paragraph a.

- c. The corporation is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as except organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law.)
- d. The corporation is nonpartisan and nonsectarian. It shall undertake no activities other than those directly related to the purposes set out herein.
- e. No part of the net earnings of the corporation may benefit, or be distributable to, its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in this Article.
- f. No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public affairs.

ARTICLE IV

Powers

This corporation may purchase or otherwise acquire, own, hold, use, lease, sell, exchange, assign, transfer, mortgage, pledge, or otherwise hold and dispose of and otherwise deal in and with real and personal property of every class, description and nature as the purposes of the corporation may require. The corporation shall, through its board of directors, have authority to do all other things necessary or desirable to carry out the purposes for which this corporation is formed, subject to the limitation and condition that, notwithstanding any other provision of these articles, only those powers shall be exercised as are in furtherance of the tax-exempt purposes of the corporation and as may be exercised by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended and by an organization contributions to which are deductible under Section 170(c) 2) of the Code and its regulations as they now exist or as they may hereafter be amended.

ARTICLE V

Place of Operation

The operations of the corporation are to be conducted principally within the State of Alaska.

ARTICLE VI

Registered Office and Agent

Section 1. Registered Office. The address of the registered office of the corporation is 632 Christensen Drive, Suite 100, Anchorage, Alaska 99501.

Section 2. Registered Agent. The name of the registered agent of the corporation is the law firm of John E Havelock, 632 Christensen Drive, Suite 100, Anchorage, Alaska 99501.

ARTICLE VII

Membership

There shall be no members of the corporation.

ARTICLE VIII

Board of Delegates

The affairs of the corporation shall be managed by a Board of Delegates, which shall consist of not less than five persons. There shall be a delegate for each community council recognized by the Municipality of Anchorage under provisions of the Community Councils Ordinance of the Municipality of Anchorage. Each recognized community council may designate an alternate delegate who may appear and represent the community council in the absence of the person designated by the community council as its representative on the board. The Board of Delegates may set forth in the Bylaws procedures for informing the corporation of the persons currently designated by the recognized community council to represent them as delegates.

In 1976, the names and addresses of the initial Board of Delegates of the corporation were the presidents of the then currently recognized community councils or persons designated by community councils to represent them on the Board as follows: (see attached list)

ARTICLE IX

Distribution on Dissolution or Liquidation

In the event of the dissolution or liquidation of the corporation, whether voluntary or involuntary, no person shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the corporation from any source, after the payment of all debts and obligations of the corporation, shall be distributed exclusively to an organization or organizations, organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization under Section 501 (c) (3) or as they hereafter may be amended. Distribution consistent with this Article shall be made pursuant to a plan formulated and approved pursuant to the Alaska Statutes.

ARTICLE X

Amendments

These Articles of Incorporation may be amended in the manner provided by law. However, the purposes of the corporation shall never be amended except in furtherance of the purposes of Articles II and VIII of the Home Rule Charter for the Municipality of Anchorage.

ARTICLE XI

Qualifications of Incorporators

The subscribers of these Articles, all of whom are natural persons at least 18 years of age, are:

- Merten Bangemann-Johnson 3350 Commercial Drive, Suite 230
Anchorage, Alaska 99501

- Kim MacBeath 3350 Commercial Drive, Suite 230
Anchorage, Alaska 99501

- Niki A. Burrows 3350 Commercial Drive, Suite 230
Anchorage, Alaska 99501

Adopted by the Board of Delegates this _____ day of _____, 2005.

Signed: _____: President Date _____

Signed _____: Secretary Date _____