

# State of Alaska

Department of Commerce and Economic Development

## Certificate

NONPROFIT CORPORATION

The undersigned, as Commissioner of Commerce and Economic Development of the State of Alaska, hereby certifies that duplicate originals of the Articles of Incorporation of

MOUNTAINEERING CLUB OF ALASKA, INC.

have been received in this office and are found to conform to law.

ACCORDINGLY, the undersigned, as such Commissioner of Commerce and Economic Development, 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 execute this certificate and affix the Great Seal of the State of Alaska this

20th day of June A. D. 1983

Richard A. Lyon  
COMMISSIONER OF COMMERCE AND  
ECONOMIC DEVELOPMENT

JUN 20 1983

DEPARTMENT OF COMMERCE  
& ECONOMIC DEVELOPMENT

ARTICLES OF INCORPORATION

OF

MOUNTAINEERING CLUB OF ALASKA, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, hereby associate ourselves for the purpose of forming a corporation under the General Non-profit Corporation Laws of the State of Alaska, and in furtherance of that purpose we do hereby execute these Articles of Incorporation and state that:

Article I.

The name of the corporation shall be Mountaineering Club of Alaska, Inc.

Article II.

The objects and purposes for which this corporation is formed are to maintain, promote and perpetuate the association of persons who are interested in promoting, sponsoring, improving, stipulating and contributing to the exercise of skill and safety in the art and science of mountaineering, and

to adopt such scientific endeavors as shall be determined by the corporation pursuant to its objects and purposes. Achievement of the objects and purposes will be sought through educational means including but not limited to regular meetings, schooling on mountaineering skills in the field, and the promotion of an active interest in climbing in the State of Alaska.

This corporation is a non-profit corporation. It is not organized, nor shall it be operated, for pecuniary gain or profit. It does not contemplate the distribution of gains, profits or dividends to the members thereof or to any individual; and no part of the property, profits or income of the corporation shall ever inure to the benefit of any member, officer or director of the corporation, or to the benefit of any other person.

The activities of the corporation may consist in part of the adoption by the majority of the members at any regular meeting of an official position of the corporation concerning those issues, whether political, legislative or otherwise, which directly affect the stated purposes of the corporation or the practice or enjoyment of mountaineering skills, experiences or opportunities; provided, however, that the Executive Board of the corporation may, when urgent time circumstances require,

adopt by majority vote and express an official position of the corporation concerning any of the foregoing subjects, which position so adopted shall be subject to ratification by a majority vote of the members present at the next regular meeting. These qualifications shall be stated at the time such official position, as adopted by the Executive Board, is publicly announced.

The carrying on of business at a profit, if such should occur, shall be merely incidental to the specific and primary purposes of the corporation as herein set forth, and shall be in furtherance of those purposes. Upon the dissolution or winding up of this corporation or upon abandonment of its purposes, its assets, after paying or adequately providing for the debts and obligations of the corporation, shall be transferred to a tax-exempt organization having the same or similar purposes, which shall be designated by the Board of Directors.

This corporation shall have and exercise all of the rights, privileges and powers which a non-profit corporation may now or hereafter have or exercise which may be necessary or expedient for the administration of its affairs and the full attainment of its purposes, including all such powers enumerated in AS 10.20.011, and including the power to accept gifts,

bequests, devises and other types of donations for the purposes and uses of the corporation.

Article III.

The principal place of business of the corporation shall be Post Office Box 2037, Anchorage, Alaska, 99510.

Article IV.

The period of duration of this corporation shall be perpetual.

Article V.

Admission shall be open to all interested persons upon paying the dues set forth in the Bylaws, and, as such, Bylaws may be amended from time to time.

Article VI.

The highest amount of indebtedness or liability to which this corporation may be subject is \$50,000.00.

## Article VII.

The President, Vice-president, Treasurer and Secretary shall manage the affairs of this corporation, subject to the control of the Board of Directors, and shall be elected annually by the membership, pursuant to procedures provided in the corporate Bylaws. The members of the Board of Directors shall be elected by the membership for terms of office specified in the corporate Bylaws, except that the immediate past president shall be appointed as an ex officio member of the Board of Directors, for a term of one year.

## Article VIII.

The Board of Directors shall consist of five (5) persons, including the immediate past president of the corporation. The initial members of the Board of Directors and their addresses are as follows:

Tim Neale  
1551 Sunrise Drive  
Anchorage, Alaska 99508

Mark Findley  
231 McCarrey Drive  
Anchorage, Alaska 99508

James Eason  
8611 Leeper Circle  
Anchorage, Alaska 99504

Graham Macdonald  
c/o P. O. Box 2037  
Anchorage, Alaska 99510

John Dillman  
2101 West 29th Street  
Anchorage, Alaska 99503

The terms of office of each initial director shall end at the first annual election of directors and officers, at which time directors shall be elected to serve a term, or the unexpired portion of a term, which is specified in the bylaws of the corporation.

#### Article IX.

These Articles of Incorporation may be amended at a regular or special meeting of the members of the corporation called for that purpose, by a vote of two-thirds of the members present or represented at the meeting. However, no amendment of the Articles of Incorporation shall be made at a regular or a special meeting unless a notice is mailed to each member at his last address of record, at least fifteen (15) days before the meeting, stating that it is proposed that the Articles be amended at the meeting.

Article X.

The Registered Agent of the corporation and his address are:

Thomas E. Meacham  
810 N Street  
Anchorage, Alaska 99501

Article XI.

The names and addresses of the three (3) resident, adult persons who are to act in the capacity of original incorporators are:

Richard G. Severn  
981 West 70th Street  
Anchorage, Alaska 99502

Reggie Buchanan  
7710 Boundary Avenue  
Anchorage, Alaska 99504

Bernie Helms  
2945 Wendy's Way  
Anchorage, Alaska 99503

IN WITNESS WHEREOF, for the purposes of incorporating Mountaineering Club of Alaska, Inc., an existing unincorporated association, we, the undersigned, being United States citizens





Thomas E. Meacham  
NOTARY PUBLIC in and for Alaska  
My Commission Expires: 12/6/83

STATE OF ALASKA            )  
                                          )    ss.  
THIRD JUDICIAL DISTRICT    )

The foregoing instrument was acknowledged before me  
this 15th day of June, 1983, by Bernie Helms the  
incorporator of Mountaineering Club of Alaska, Inc., an  
Alaska corporation, on behalf of the corporation.

*proposed*

*proposed*

Thomas E. Meacham  
NOTARY PUBLIC in and for Alaska  
My Commission Expires: 12/6/83

Thomas E. Meacham  
Thomas E. Meacham  
Attorney for Incorporators  
810 N Street  
Anchorage, Alaska 99501