

**ARTICLES OF INCORPORATION  
OF THE  
“JUNEAU SKATING CLUB INCORPORATED”  
ORGANIZATION**

The undersigned residents of Alaska agree to unite and associate as a non-profit corporation for the purposes enumerated below and for other purposes as determined by the Board. The undersigned adopt the following Articles of Incorporation.

**ARTICLE I**

The name of this corporation shall be Juneau Skating Club, Inc. (hereafter “Juneau Skating Club”).

**ARTICLE II**

The period of existence and duration of the Juneau Skating Club shall be perpetual or until legally dissolved. The Juneau Skating Club shall be in existence when Articles are filed as prescribed by law.

**ARTICLE III**

**Section 1** The Juneau Skating Club is an organization of skating enthusiasts and skating coaches formed for the purpose of promoting and encouraging ice skating activities through various leagues, schools, and clubs in the City and Borough of Juneau, Alaska and to provide skating programs that encourage skaters of all levels and ages to improve their ice skating skills.

**Section 2** The Juneau Skating Club shall have the power to do any and all things lawful, necessary, desirable and convenient, to carry out directly, and indirectly, its objects and purposes; provided however, none of the Juneau Skating Club’s assets shall inure to the profit of any of its members; the corporation shall exercise only such power in furtherance of the exempt purposes of organization set forth in Section 501(c) of the Internal Revenue Code of 1954 and relevant regulations and amendments to the Internal Revenue Code.

**ARTICLE IV**

**Section 1** The affairs of the Juneau Skating Club shall be managed by a Board of Directors composed of not less than three (3) or not more than seven (7)

members as shall be determined by the By-Laws. Directors shall be elected at the corporation's annual meeting in accordance with the By-Laws.

**Section 2** Directors shall be elected for a term of one year and must be members who have met the annual dues requirements prescribed in the By-Laws of this corporation. Five (5) incorporators shall be the first Board of Directors

**Section 3** Officers shall consist of a president, vice-president and secretary/treasurer who shall be elected by the members on the day of the first meeting for the term of one (1) year or until their successors are duly elected and qualified.

**Section 4** The directors of the Juneau Skating Club shall not be held liable to the corporation or its members for monetary damages for breach of fiduciary duty as a director, except that a director may be liable for

1. a breach of a director's duty of loyalty to the corporation or its members;
2. acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of the law
3. a transaction from which the director derives an improper personal benefit.

**Section 5** At the first meeting of the incorporators, the initial Board of Directors shall adopt By-Laws consistent with these articles and with the laws of the State of Alaska, to make effective the provisions of these articles. A majority vote of members authorized to vote at such meeting shall be required for adoption.

**Section 6** These Articles of Incorporation may be altered or amended at the annual meeting of the members of this corporation by a vote of two-thirds (2/3) of the voting members present or represented at the meeting or at any special meeting of the members called for that purpose. No amendment of the Articles of Incorporation shall be made at any special meeting unless a notice is mailed to each member at his/her last address of record, at least ten (10) days prior to such special meeting, stating that it is proposed that the Articles be amended at such special meeting. The foregoing provision of notice cannot be waived. Any amendments adopted at any meeting shall be executed and acknowledged by the officers in whom the management of the affairs of the corporation is vested, and shall be filed and recorded in the same places and manner as the original articles.

**Section 7** Should the corporation be legally dissolved, all assets, property or material belonging to the corporation shall be distributed to an organization within the confines of the Alexander Archipelago which has established a tax exempt status under Section 501(c)(3) of the Internal Revenue Code for the purpose of promoting ice skating or other winter activities.

## ARTICLE V

The initial physical and mailing address for the Juneau Skating Club is:

11468 North Douglas Highway  
Juneau, AK 99801

The initial registered agent at this address: James Dorn.

## ARTICLE VI

The initial board of directors shall consist of five individuals. The names and address of the initial board members are:

<u>Position</u>	<u>Name</u>	<u>Address</u>
President:	James Dorn	11468 North Douglas Hwy Juneau, AK 99801
Vice President:	Gretchen Garrett	6085 Thane Road Juneau, AK 99801
Secretary/Treasurer:	Catherine Johnson	4507 Rosedale Street Juneau, AK 99801
At Large:	Dan Garner	P.O. Box 211583 Auke Bay, AK 99821
At Large:	Kitty Maguire	P.O. Box 240346 Douglas, AK 99824

## ARTICLE VII

The name and address of each incorporator:

<u>Name</u>	<u>Address</u>
1) Randy Rice	1220 Glacier Ave. #306 Juneau, AK 99801
2) Pam Green	P.O. Box 32731 Juneau, AK 99803
3) Beth Rhoden Dorn	11468 N. Douglas Hwy Juneau, AK 99801
4) Debbie Roberts Jones	P.O. Box 32792 Juneau, AK 99803

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We, the incorporators, sign our names this \_\_\_\_\_ day of December 2003.

  
\_\_\_\_\_  
RANDY RICE

  
\_\_\_\_\_  
PAM GREEN

  
\_\_\_\_\_  
BETH RHODEN DORN

  
\_\_\_\_\_  
DEBBIE ROBERTS JONES

Article IV, Section 2 - Amended at the Annual Meeting of Members June 5, 2014

- Directors shall be elected for a term of two (2) years and must be members who have met the annual dues requirements prescribed in the By-Laws of this corporation. Five (5) incorporators shall be the first Board of Directors.