

Changes in GCRG Bylaws and Articles of Incorporation: An Explanation

Grand Canyon Guides, Inc. has been working for some time now on revising and updating our corporate documents – specifically our Bylaws as well as our Articles of Incorporation. Through this process, we have sought to inject better organization, flexibility, and clarity, as well as acknowledge current forms of communication (email, web, etc...). We are incredibly thankful to the legal expertise of Jim Moss, GCRG life member and recreation law specialist, as well as Patrice Horstman and her legal staff at Hufford, Horstman, Mongini, Parnell, and Tucker, here in Flagstaff.

All **current guide members** have been sent a mail ballot so that you can vote on these board-approved revisions to our Bylaws and Articles as well as annual GCRG elections. Please review the information below as well as the revised Bylaws and Articles, fill out your ballot, affix postage, and mail it back to GCRG at PO Box 1934, Flagstaff, AZ 86002.

Also, please note that Grand Canyon River Guides is issuing a “restatement” of our Articles of Incorporation for clarification purposes and for the inclusion of new amendments, as allowed by the Arizona Revised Statutes.

*Pursuant to A.R.S. §10-11007, if the Restated Articles also contain new amendments, as is the case here, a summary of the changes and amendments must be included with the notification. A copy of the Restated Articles of Incorporation is also attached here as required. **The following is a summary of the changes and amendments:***

Article I – remains unchanged.

Article II – this has been added and contains the principal place of business of the corporation.

Article III – has been changed to better reflect the purpose and character of the corporation. In addition to the changes adopted in the 1995 amendment, it also contains the statement of “Initial Activity” noted as Section 3 in the original Articles.

Article IV – contains the provisions that were added by Article 9 of the 1995 amendment.

Article V – this language was added to replace former Section 7 of the original Articles which contains a reference to A.R.S. §10-1029, which no longer exists.

Article VI – this changes the number of Directors from four (4) Directors, as set forth in the original Articles, to “no less than three (3) nor more than nine (9)” persons. Note that the current Bylaws also provide for nine (9) Directors.

Article VII – this was added and contains the membership classifications as set forth in the Bylaws.

Article VIII – this incorporates the dissolution provisions that were added by the 1995 amendments.

Article IX – this amends the original Articles by changing the statutory agent to Patrice M. Horstman.

If you would like hard copies of any of these documents, or if you have questions, please feel free to contact Lynn Hamilton, GCRG Executive Director, at (928) 773-1075 or gcr@infomagic.net .

Thank you for your participation!