

**NEW YORK CHAPTER, INC.  
OF THE ADIRONDACK MOUNTAIN CLUB, INC.  
NOTICE OF SPECIAL MEETING OF MEMBERS**

PLEASE TAKE NOTICE, by the call of the Chair of the Board of Directors, the New York Chapter, Inc. of the Adirondack Mountain Club, Inc. (the “NY Chapter” or the “Corporation”) will hold a Special Meeting of Members on **February 24, 2022, at 7:00 p.m.**, which Special Meeting will be held virtually.

The agenda for the meeting shall include:

- Amend the certificate of incorporation to change the name of the Corporation to Nawakwa Outdoor Association of New York, Inc. for reasons set forth in the attached letter; and
- such other and further business of the Corporation.

Note: A copy of the letter explaining the reasons for the name change is attached to this Notice. The Board has approved the proposed name change. This Notice will be distributed by email, posting to the website, posting in the Trail Marker, and USPS mailed to those Members without email addresses.

All Members are invited to attend the virtual meeting but **attendance is not required to vote**; Zoom instructions will be sent out closer to the meeting date. **To receive the link, you must RSVP no later than February 22, 2022, at 10:00 a.m. at <https://forms.gle/DbYiGWjjVJYV6vPs9>**

Because of COVID limitations, **to vote you must do so by proxy** by using the enclosed form. **Voting will not take place at the Special Meeting.** Follow the instructions on the proxy form as to how to vote. By submitting a proxy, you are designating Eve Mancuso, the Secretary, as the one who will act as your proxy to cast your vote. **All votes must be received prior to February 25, 2022, by Noon to be counted. Please vote as this is an important legal matter.**

Sincerely,



Eve Mancuso

Secretary

## **Why Do we Need This Name Change?**

At a special meeting of the Board of Directors (the “Board”) of the Corporation, the Board voted to authorize, in principle, a disassociation from and settlement of litigation with the Adirondack Mountain Club, Inc. (“ADK”).

The Corporation has always been, and shall continue to be, an independently incorporated entity. What is changing as a result of the settlement with ADK is that the Corporation will no longer be a chapter of ADK; the Corporation will operate as a stand-alone organization, continue to operate Camp Nawakwa, and offer various benefits to our members.

Since the Corporation will no longer be a chapter of ADK, the current name of the Corporation – the New York Chapter, Inc. of the Adirondack Mountain Club, Inc. – is no longer applicable or appropriate, and needs to be changed.

The proposed new name for the Corporation is Nawakwa Outdoor Association of New York, Inc.

# MEMBER PROXY FORM

New York Chapter, Inc. of the Adirondack Mountain Club, Inc

**PLEASE VOTE ON THE PROPOSED CHANGE TO THE NAME OF THE CORPORATION.**

There are three ways you can vote:

1. By printing, completing and mailing this form to the NY Chapter address noted below.
2. By printing, completing, scanning and emailing this form to: [evemancuso@gmail.com](mailto:evemancuso@gmail.com).
3. By voting on the website link at <https://adkny.org/proposed-name-change/>

NY Chapter Mailing Address:

New Chapter ADK, Inc. of the Adirondack Mountain Club, Inc.  
Peter Stuyvesant Post Office Station  
PO Box 327  
New York, NY 10009-9998

By submitting the Proxy form the undersigned member of the New York Chapter, Inc. of the Adirondack Mountain Club, Inc. hereby authorizes, Eve Mancuso, the Secretary of the Corporation, to act as his or her proxy to vote regarding the proposed amendment to the Corporation's Certificate of Incorporation to change the Corporation's name.

**To vote on the name change for the New York Chapter, Inc. of the Adirondack Mountain Club please check yes or no below.**

- **Yes – I approve of the amendment to the Corporation's Certificate of Incorporation to change the Corporation's name to Nawakwa Outdoor Association of New York, Inc.**
- **No – I do not approve of the amendment to the Corporation's Certificate of Incorporation to change the Corporation's name to Nawakwa Outdoor Association of New York, Inc.**

\_\_\_\_\_

Date

Signature

\_\_\_\_\_

Print name

**Proxies must be received, by mail or other means, by no later February 25, 2022, by Noon so they may be retrieved from the P.O. Box and be counted.**