

16-10a-1601 Corporate records.

- (1) A corporation shall keep as permanent records minutes of all meetings of its shareholders and board of directors, a record of all actions taken by the shareholders or board of directors without a meeting, and a record of all actions taken on behalf of the corporation by a committee of the board of directors in place of the board of directors, and a record of all waivers of notices of meetings of shareholders, meetings of the board of directors, or any meetings of committees of the board of directors.
- (2) A corporation shall maintain appropriate accounting records.
- (3) A corporation or its agent shall maintain a record of the names and addresses of its shareholders, in a form that permits preparation of a list of shareholders:
 - (a) that is arranged by voting group and within each voting group by class or series of shares;
 - (b) that is in alphabetical order within each class or series; and
 - (c) that shows the address of and the number of shares of each class and series held by each shareholder.
- (4) A corporation shall maintain its records in written form or in any form capable of conversion into written form within a reasonable time.
- (5) A corporation shall keep a copy of the following records at its principal office:
 - (a) its articles of incorporation currently in effect;
 - (b) its bylaws currently in effect;
 - (c) the minutes of all shareholders' meetings, and records of all action taken by shareholders without a meeting, for the past three years;
 - (d) all written communications within the past three years to shareholders as a group or to the holders of any class or series of shares as a group;
 - (e) a list of the names and business addresses of its current officers and directors;
 - (f) its most recent annual report delivered to the division under Section 16-10a-1607; and
 - (g) all financial statements prepared for periods ending during the last three years that a shareholder could request under Section 16-10a-1605.

Enacted by Chapter 277, 1992 General Session