

STATE OF MISSISSIPPI

SECRETARY OF STATE



DICK MOLPUS
POST OFFICE BOX 136
JACKSON, MISSISSIPPI 39205

DUTIES AND RESPONSIBILITIES
FOLLOWING THE INCORPORATION OF A
MISSISSIPPI NON-PROFIT CORPORATION

1. After incorporation, if initial directors are named in the Articles of Incorporation, the initial directors must hold an organizational meeting, at a call of a majority of the directors, to complete organization of the corporation by appointing officers and carrying on other business brought before the meeting.
2. If initial directors were not named in the Articles, the incorporator(s) must hold an organizational meeting at a call of a majority of the incorporators:
 - a. to elect directors and complete the organization of the corporation;
 - OR
 - b. to elect a board of directors who must complete the organization of the corporation.

IT IS IMPERATIVE THAT THE ORGANIZATIONAL MEETING TAKE PLACE WITHIN TWO YEARS OF THE DATE OF INCORPORATION AS REQUIRED BY SECTION 180 OF THE MISSISSIPPI CONSTITUTION. IF THIS REQUIREMENT IS NOT MET, THE CORPORATION'S CHARTER IS VOID.

3. Organizing the corporation includes the following:
 - a. electing or appointing officers of the corporation, whichever is applicable. See 1 and 2 above;
 - b. adopting bylaws for the operation of the corporation;
 - c. opening bank account in corporate name;
 - d. completing any pre-incorporation agreements.

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4. After completion of number 3, the corporation must then operate according to the Articles of Incorporation and bylaws.

This list of duties and responsibilities does not show everything there is to know about the law relative to corporations. Its main purpose is to give the requirements for organizing the corporation. Any legal assistance needed relative to the Mississippi Non-profit Corporation Act should be obtained from your private attorney.

If we can be of further assistance to you, please write to us at:

SECRETARY OF STATE
BUSINESS SERVICES DIVISION
P O BOX 136
JACKSON MS 39205-0136

or call (601)359-1633 between the hours of 7:30 a.m. and 5:30 p.m.
(Central Time) Monday through Friday.

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