

STATE OF MISSISSIPPI  
SECRETARY OF STATE



POST OFFICE BOX 136  
JACKSON, MISSISSIPPI 39205-1036  
TELEPHONE (601) 359-1333  
WWW.SOS.STATE.MS.US

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 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 are 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 by-laws for the operation of the corporation;
  - c. opening a bank account in corporate name; and
  - d. completing any pre-incorporation agreements.
4. After completion of Number 3, the corporation must then operate according to the Articles of Incorporation and by-laws.