

Superseded 5/12/2015

16-6a-801 Requirement for board of directors.

- (1) A nonprofit corporation shall have a board of directors.
- (2)
 - (a) Except as provided in this chapter or Subsection (2)(b), all corporate powers shall be exercised by or under the authority of, and the business and affairs of the nonprofit corporation managed under the direction of, the board of directors.
 - (b)
 - (i) The articles of incorporation may authorize one or more persons to exercise some or all of the powers that would otherwise be exercised by the board of directors.
 - (ii) To the extent the articles of incorporation authorize a person other than the board of directors to have the authority and perform a duty of the board of directors, the directors shall be relieved to that extent from such authority and duty.
- (3) The board of directors may be divided into classes, each with such respective rights and duties as the articles of incorporation or bylaws may provide.
- (4) The board of directors and the directors may be known by any other name designated in the bylaws.