

## II. NON-STOCK CORPORATIONS

200. (General Law.) (a) Except as otherwise provided in this Part II, every corporation of this State without capital stock shall comply with all provisions of Part I, Stock Corporations, and Part III, Particular Classes of Corporations, of this Article, in so far as they are applicable.

(b) Wherever the term stockholder is used in this Article it shall be deemed to include members, unless the context otherwise requires.

201. (Charter Provision.) Every corporation of this State without capital stock, formed after June 1, 1951, shall specifically provide in its charter that it is not authorized to issue capital stock.

202. (Members.) (a) In any case in which neither the charter nor the by-laws of any corporation of this State, without capital stock, provides for members thereof as such, and in any case in which any such corporation has in fact no members other than the members of its governing board by whatever name they may be called, the members for the time being of its governing board shall, for the purposes of any statutory provision or rule of law relating to members of corporations having no capital stock, be taken to be the members of such corporation, as well as members of such governing board, and may meet as members of such corporation and exercise all of the rights and powers of members thereof.

(b) Whenever in the case of any corporation of this State without capital stock, and having a definite number of members, the membership is reduced below a majority of the prescribed number due to death or resignation, the corporation shall not on that account be dissolved, but the surviving or continuing members, so long as the number thereof is two or more, may fill vacancies and continue the corporate existence.

203. (Meetings.) (a) Any corporation of this State without capital stock may provide by its charter or by-laws the number or proportion of voting members whose presence in person or by proxy shall be necessary to constitute a quorum at any meeting of members of the corporation AND THE MANNER OF GIVING NOTICE OF ANY SUCH MEETING.

(b) Notwithstanding any provision of this Article to the contrary, any corporation of this State without capital stock, may by its charter or by-laws provide that any action may be taken or authorized upon the concurrence of a greater or less number or proportion of the votes of all members entitled to vote, than required for such action by this Article, and