

Article - Corporations and Associations

2-504.

(a) Not less than [ten] 10 nor more than 90 days before each stockholders' meeting, the secretary of the corporation shall give written notice of the meeting to:

- (1) Each stockholder entitled to vote at the meeting; and
- (2) Each other stockholder entitled to notice of the meeting.

(b) The notice shall state:

- (1) The time and place of the meeting; and
- (2) The purpose of the meeting, if:

(i) The meeting is a special meeting; or

(ii) Notice of the purpose is required by any other provision of this article.

(c) For purposes of this section, notice is given to a stockholder when it is:

(1) Personally delivered to [him] THE STOCKHOLDER;

(2) Left at [his] THE STOCKHOLDER'S residence or usual place of business; [or]

(3) Mailed to [him] THE STOCKHOLDER at [his] THE STOCKHOLDER'S address as it appears on the records of the corporation; OR

(4) TRANSMITTED TO THE STOCKHOLDER BY ELECTRONIC MAIL TO ANY ELECTRONIC MAIL ADDRESS OF THE STOCKHOLDER OR BY ANY OTHER ELECTRONIC MEANS.

(d) Whenever this article or the charter or bylaws of a corporation require notice of the time, place, or purpose of a meeting of the stockholders, each person who is entitled to the notice waives notice if [he] THE PERSON:

(1) Before or after the meeting signs a waiver of the notice which is filed with the records of stockholders meetings; or

(2) Is present at the meeting in person or by proxy.

2-507.

(a) Unless the charter provides for a greater or lesser number of votes per share or limits or denies voting rights, each outstanding share of stock, regardless of class, is entitled to one vote on each matter submitted to a vote at a meeting of stockholders. However, a share is not entitled to be voted if any installment payable on it is overdue and unpaid.

(b) (1) A stockholder may vote the stock the stockholder owns of record either: