

McKinney's Consolidated Laws of New York Annotated
Not-for-Profit Corporation Law (Refs & Annos)
Chapter 35. Of the Consolidated Laws (Refs & Annos)
Article 5. Corporate Finance (Refs & Annos)

McKinney's N-PCL § 519

§ 519. Annual report of directors

Currentness

(a) The board shall present at the annual meeting of members a report, verified by the president and treasurer or by a majority of the directors, or certified by an independent public or certified public accountant or a firm of such accountants selected by the board, showing in appropriate detail the following:

(1) The assets and liabilities, including the trust funds, of the corporation as of the end of a twelve month fiscal period terminating not more than six months prior to said meeting.

(2) The principal changes in assets and liabilities, including trust funds, during said fiscal period.

(3) The revenue or receipts of the corporation, both unrestricted and restricted to particular purposes during said fiscal period.

(4) The expenses or disbursements of the corporation, for both general and restricted purposes, during said fiscal period.

(5) The number of members of the corporation as of the date of the report, together with a statement of increase or decrease in such number during said fiscal period, and a statement of the place where the names and places of residence of the current members may be found.

(b) The annual report of directors shall be filed with the records of the corporation and either a copy or an abstract thereof entered in the minutes of the proceedings of the annual meeting of members.

(c) The board of a corporation having no members shall direct the president and treasurer to present at the annual meeting of the board a report in accordance with paragraph (a), but omitting the requirement of subparagraph (5). This report shall be filed with the minutes of the annual meeting of the board.

Credits

(L.1969, c. 1066, § 1. Amended L.1970, c. 847, § 28; L.1971, c. 1058, § 12; L.1974, c. 213, § 1.)

Editors' Notes

PRACTICE COMMENTARIES

by Rose Mary Bailly, William Josephson and Peter J. Kieman

The directors must present a verified or certified annual report at the annual meeting of the members detailing: (1) the corporation's assets and liabilities as of the end of a twelve-month fiscal period ending not more than six months prior to the meeting; (2) the principal changes in assets and liabilities; (3) revenue and receipts; (4) expenses or disbursements; and (5) the number of members, a statement of the increase or decrease thereof, and the place where the names and addresses of current members may be found.

If the corporation has no members, the same report must be presented at the annual meeting of the board by the president and the treasurer, without membership information. NPCL § 519(c).

LEGISLATIVE STUDIES AND REPORTS

1. Source: Mem.Corp.L. § 46.
2. Changes: Revised and reworded; new provisions added.

Comment: This section is adapted from Mem.Corp.L. § 46 with some revisions in procedure and content. Instead of statements about the amount of real and personal property owned by the corporation, the report is to include specific information about the assets and liabilities of the corporation, thus in effect requiring accounts to be kept in the current forms generally accepted and used today. Paragraph (b) continues the requirement in the Membership Corporation Law that the report be filed with the records of the corporation, with an abstract of the report entered in the minutes of the meeting at which it is presented. Paragraph (c), which is new, applies in the case of corporations without members. The report, omitting only the list of new members but otherwise complying with the requirements of subparagraph (a), is to be made by the president and treasurer and presented to the board.

Notes of Decisions (2)

McKinney's N PCL § 519, NY NOT PROF CORP § 519
Current through L.2018, chapters 1 to 80.