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Name History

Name	Name Type
MISSISSIPPI BANKRUPTCY CONFERENCE, INC.	Legal

Non-Profit Corporation - Domestic - Information

<b>Business ID:</b>	212384
<b>Status:</b>	Good Standing
<b>Creation Date:</b>	3/26/1980
<b>State of Incorporation:</b>	MS
<b>Principal Office Address:</b>	17TH FLOOR, DEPOSIT GUARANTY PLAZA JACKSON MS 39201-2306
<b>Listing Address:</b>	No Address

Registered Agent

<b>Agent Name:</b>	<u>Lefoldt, H Kenneth, Jr</u>
<b>Office Address:</b>	609 Towne Center Blvd P O Box 2848 Ridgeland MS 39157

Mailing Address:

Officers & Directors



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Due to the use of DHTML and Java, this Web site is optimized for Microsoft Internet Explorer 5+ or Netscape 6+.



1. Corporate ID

212384

2. Corporate Name

Mississippi Bankruptcy Conference, Inc.

3. Federal Tax ID

[Empty box for Federal Tax ID]

4. Name and Street Address of the Registered Agent and Registered Office are

Name

James W. O'Mara

Physical Address

17th Floor Deposit Guaranty Plaza

P.O. Box

[Empty box for P.O. Box]

City, State, ZIP5, ZIP4

Jackson

MS

39201 -

5. New Registered Agent Name and Registered Office Address

H. Kenneth Lefoldt, Jr.

Physical Address

609 Towne Center Blvd.

P.O. Box

2848

City, State, ZIP5, ZIP4

Ridgeland

MS

39158 -2848

6. If agent has changed, mark appropriate box



6A: The undersigned hereby accepts designation as registered agent for service of process

**OFFICE OF THE MISSISSIPPI SECRETARY OF STATE**  
**P.O. BOX 136, JACKSON, MS 39205-0136 (601) 359-1333**  
**Registered Agent/Office Statement of Change**  
**Nonprofit Corporation**



Signature of Registered Agent  
(Please keep writing within block)

**OR**

**6B:** Statement of written consent is attached, signed by the new registered agent

**7. The Corporation has been notified of the change of registered office.**

**X**

Yes

No

By: Signature

(Please keep writing within blocks)

Printed Name

Maureen B. Speyerer

Title

President

Filing Fee: \$10.00

Rev. 02/96

**BY-LAWS**

**OF**

**MISSISSIPPI BANKRUPTCY CONFERENCE, INC.**

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<sup>1</sup>Added to the Bylaws by vote of the Board of Directors on May 24, 2012.

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BY-LAWS  
OF  
MISSISSIPPI BANKRUPTCY CONFERENCE, INC.

ARTICLE I.

Name and Location

Section 1. Corporate Name. The name of this corporation shall be Mississippi Bankruptcy Conference, Inc.

AMENDED\*\*

Section 2. Corporate Offices. The principal office and registered office of the corporation shall be located at 17th Floor, Deposit Guaranty Plaza, in the City of Jackson, County of Hinds, State of Mississippi. Other offices shall be located at such other places, either within or without the State of Mississippi, as the Board of Directors may from time to time determine.

ARTICLE II.

Purposes

Section 1. General Purposes. In general terms, the corporation is formed to receive and maintain a fund or funds of real or personal property or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom or the principal thereof exclusively for educational and civic improvement purposes, directly or by contributions to organizations that qualify as exempt organizations under



**AMENDMENT TO ARTICLE I., SECTION 2 OF THE BY-LAWS  
TO BE EFFECTIVE MAY 24, 2012**

**ARTICLE I.**

**Name and Location**

Section 2. *Registered Office and Registered Agent. The registered office of the corporation shall be at such place within the State of Mississippi as may be designated by the Board of Directors. The registered agent shall be designated by the Board of Directors and registered with the Secretary of State for the State of Mississippi.*

**The above amendment was adopted at a regularly held meeting of the Board of Directors on May 24, 2012.**

Section 501(c)(3) of the Internal Revenue Code and its regulations.

Section 2. Specific Purposes. Specifically, the purposes of this corporation shall be to promote, develop, stimulate and encourage the study of bankruptcy law and other insolvency related fields by sponsoring periodic conferences, seminars, institutes, or other meetings and those other purposes stated in the Charter of Incorporation of the corporation. The corporation shall have such powers as are specifically given to it in its Charter of Incorporation and as are now and may hereafter be granted to non-profit corporations incorporated under the laws of the State of Mississippi not inconsistent with the purposes set forth in the Charter of Incorporation of the corporation.

Section 3. Dedication of Assets. All assets of the corporation shall be principally and directly dedicated exclusively to the above stated educational and civic improvement purposes. The corporation shall not engage in business activities for profit and no part of any net earnings of the corporation shall inure to the benefit of any member, director, or officer of the corporation, or any private individual, save and except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes.

Section 4. Prohibited Activities. No substantial part of the activities of the corporation shall be the carrying on

of propaganda or otherwise attempting to influence legislation. Notwithstanding any other provision of these By-laws, the corporation shall not conduct or carry on any other activities not permitted by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or by any organization contributions to which are deductible under Section 170(c)(2) of such Code and regulations.

Section 5. Dissolution. No member, director or officer of the corporation, or private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. Upon the dissolution of the corporation, the assets of the corporation shall be distributed exclusively to civic, charitable, religious, scientific, literary or educational organizations which would then qualify under Section 501(c)(3) of said Code and regulations.

Section 6. Administration of Assets. It shall be the duty of the Board of Directors to establish all policies governing the administration of the fiscal assets of said corporation and to determine the services to be rendered by this corporation.

ARTICLE III.

Capital Stock

This corporation is non-profit and no shares of stock shall be issued. No member shall receive any shares of stock, nor shall there be any distribution of dividends or profits among the members, nor shall any part of the net profits of the corporation inure to the benefit of any member.

ARTICLE IV.

Members and Membership

Section 1. Membership. The various classes of members of the corporation, and the rights and privileges of each class, are as follows:

Section 1.1 Members. The Members of the corporation shall be those persons who pay the dues established by the Board of Directors for membership in the corporation.

Section 1.2 Government Members. Full-time employees or officials of any local (city or county), state, or federal government, agency, or department who pay the dues established by the Board of Directors for governmental membership are entitled to be Government Members.

Section 1.3 Associate Members. Secretaries, legal assistants, research assistants and law clerks to practicing lawyers who pay the dues established by the Board of Directors for associate membership are entitled to be Associate Members. No Associate Member, however, shall have the right to vote in

any of the affairs of the corporation nor have the right to serve as an officer or director of the corporation.

Section 1.4 Student Members. Full-time law students who pay the dues established by the Board of Directors for student membership in the corporation are entitled to be student members. No Student Member, however, shall have the right to vote in any of the affairs of the Corporation nor have the right to serve as an officer or director of the corporation.

Section 1.5 Honorary Members. Distinguished lawyers, judges, and law professors may be elected honorary members of the corporation for such term and on such conditions as may be approved by a majority vote of the Board of Directors.

Section 2. Termination of Membership. Membership for members in each class as stated in Sections 1.1 through 1.4 above shall terminate upon either (a) the non-payment of the dues established by the Board of Directors for membership in the corporation or (b) the death of the member. The termination of membership by death or otherwise shall terminate all interest of such member in the corporate assets.

Section 3. Voting. Each Member and Government Member in good standing shall be entitled to one (1) vote on each matter submitted to a vote of the members.

Section 4. Annual Meeting. There shall be an annual membership meeting for the purpose of transacting such

business as shall come before the meeting. The annual meeting of the membership shall be held on the first Friday in December or on a date designated by the Board of directors either sixty (60) days before or after such date, at the principal office of the corporation, or at any other place, either within or without the State of Mississippi, which may be designated in the notice thereof as herein provided, or as may be designated by the membership at a previous meeting thereof, or as may be directed by the Board of Directors, or as may be unanimously agreed upon by the membership, which agreement may be indicated by the presence of such members at such meeting, either in person or by proxy. If this date is a legal holiday, the annual meeting shall be held on the next succeeding business day. The purposes of the annual meeting shall be the transaction of any business that may properly come before the meeting.

Section 5. Special Meetings. Special meetings of the members, for any purpose or purposes, to be held at the principal office of the corporation, or at such other place, either within or without the State of Mississippi, as may be designated in the notice thereof, or as may be fixed by the members at a previous meeting thereof, or as may be unanimously agreed upon by the members, which agreement may be indicated by the presence of such members at such special meeting, either in person or by proxy, may be called at any time by the President, and in his absence by the Secretary, or

by the Board of Directors. It shall be the duty of such officers or the Board of Directors to call such a meeting whenever so requested by a majority of the members.

Section 6. Notice. Written or printed notice stating the place, day and hour of all meetings, annual or special, shall be delivered not less than ten (10) nor more than fifty (50) days before the date of the meeting, either personally or by mail, by or at the direction of the President, the Secretary or the other officer or persons calling the meeting, to each member of the corporation, unless such notice shall be waived. Waiver of such call and of such notice shall be indicated by the presence of such members at such meeting, either in person or by proxy.

Section 7. Quorum. A quorum for the transaction of business at any membership meeting shall consist of those persons representing, either in person or by proxy, ten percent (10%) of the members of the corporation; but, if a quorum be not so represented at such a meeting, a majority of those members so present, though less than a quorum, may adjourn the meeting to a future time, and thereafter from time to time, without the necessity of further notice other than the announcement at such original meeting, and any business may be transacted at such adjourned meeting, at which a quorum is so represented, which could have been transacted at the original meeting.

Section 8. Proxies. At every membership meeting, each member shall be entitled to cast his or her one (1) vote either in person or by proxy. All proxies shall be duly appointed in writing, properly signed, filed with the Secretary prior to the commencement of the meeting, and be entered by him on record in the minutes of the meeting. No proxy shall be valid after six (6) months from the date of its execution. An affirmative vote of the majority of the members entitled to vote who are present at any membership meeting, either in person or by proxy, unless otherwise provided by law or stated herein, shall be required to pass any resolution or motion.

Section 9. Informal Action by Members. Any action required to be taken at a meeting of the membership, or any other action which may be taken at a meeting of the membership, may be taken without such meeting if a consent thereto in writing, setting forth the action to be taken, shall be signed by all of the members entitled to vote with respect to the subject matter thereof.

Section 10. Organization. The President, or in his absence the Vice President, shall call meetings of the membership to order and shall act as Chairman of and preside over such meeting, unless otherwise determined by the majority of all of the members present in person or by proxy, or unless the President shall have designated some other person to preside in his behalf in the absence of the Vice President.



The Secretary of the corporation shall act as Secretary of all meetings, but in the absence of the Secretary or due to his inability to act at such meeting, the presiding officer shall appoint another person to act as Secretary of that meeting.

ARTICLE V.

Board of Directors

Section 1. General Powers. The corporation shall be under the management of a Board of Directors which shall be vested with full powers to manage and control the properties, business and affairs of the corporation and to determine its policies within the purposes and limits of the Charter of Incorporation, these By-laws, the laws of the State of Mississippi and other applicable jurisdictions, and contractual influences.

AMENDED\*\*

Section 2. Composition, Tenure and Qualifications. The composition of the Board of Directors of the corporation shall be as follows: (1) all of the officers of the corporation specified in Section 1 of Article VI hereof, (2) all full-time or part-time Bankruptcy Court judges whose jurisdiction extends over any part of the State of Mississippi, and (3) the three (3) most immediate past Presidents of the corporation; The elected member of the Board of Directors shall be elected at the organizational meeting of the incorporators and the charter members through their election as officers. The members of the Board of Directors shall hold office until they no longer meet the qualifications established for a director

**AMENDMENT NO. 2 TO ARTICLE V., SECTION 2 OF THE BY-LAWS**  
**TO BE EFFECTIVE MAY 24, 2012**

**ARTICLE V.**

**Board of Directors**

Section 2. Number, Composition, Tenure and Qualifications. *The number of members on the Board of Directors shall be an odd number. The members of the Board of Directors shall be composed of the following: (A) the President; the Vice President/President-Elect and the Secretary-Treasurer of the corporation; (B) any of the full-time or part-time bankruptcy judges, whose jurisdiction extends over any part of the State of Mississippi, who so desire to serve on the Board of Directors of the corporation; (C) the immediate past two (2) Presidents of the corporation; and (D) member(s) elected at-large by the Board of Directors for a one-year term.*

*In order to keep the number of members on the Board of Directors an odd number, the number of at-large members on the Board of Directors will be determined each year by the number of judges serving on the Board of Directors of the corporation. The at-large member(s) shall be elected by the Board of Directors at their regular Fall meeting held before the annual meeting of the membership and shall assume office at the annual meeting as set forth in Section 3 below.*

The members of the Board of Directors shall hold office until their term expires or until they no longer meet the qualifications established for a director by this section, whichever is first. Directors need not be residents of the State of Mississippi, but they must be members of the corporation.

**The above amendment was adopted at a regularly held meeting of the Board of Directors on May 24, 2012.**

by this section. Directors need not be residents of the State of Mississippi, but they must be members of the corporation.

Effective beginning with the 1995 annual meeting, the composition of the Board of Directors of the corporation shall be as follows: (1) the President, the Vice President and the Secretary-Treasurer of the corporation; (2) all full-time or part-time Bankruptcy Court judges whose jurisdiction extends over any part of the State of Mississippi; (3) the immediate past President of the corporation; and (4) one member elected at-large by the Board of Directors for a one-year term. The at-large member shall be elected by the Board of Directors at their regular fall meeting held before the annual meeting of the Board of Directors and shall assume office at the annual meeting as set forth in Section 3 below. The members of the Board of Directors shall hold office until their term expires or until they no longer meet the qualifications established for a director by this section, whichever is first. Directors need not be residents of the State of Mississippi, but they must be members of the corporation.

Section 3. Annual Meetings. Annual meetings of the Board of Directors shall be held each year immediately following the adjournment of the annual membership meeting, or as soon thereafter as practicable, and at the same place as the annual membership meeting. Notice shall not be required to be given of the time or place of the annual meetings of the Board, nor of the purposes of such meetings.

AMENDED\*\*

Section 4. Regular Meetings. The Board of Directors, by resolution adopted by a majority of the full Board of Directors, may also designate the place, day, and time additional regular meetings of the Board of Directors to be held more frequently than annually. Written or printed notice of such resolution shall be given to all directors within a reasonable time after the adoption thereof. Other than notice of such resolution, notice of the time, place, or purposes of such regular meetings of the Board shall not be required to be given.

AMENDED\*\*

Section 5. Special Meetings. Special meetings of the Board of Directors may be called at any time or place, either within or without the State of Mississippi, by or at the request of the President, or, in his absence or incapacity, by the Vice President, or by or at the request of a majority of the Board. Written or printed notice stating the place, day and hour of such special meeting shall be delivered by the Secretary to each director, either personally, by mail, by express air delivery, or by facsimile, at least three (3) days prior to the date of such meeting, but it shall not be necessary to specify in such notice the purpose of such special meeting. By unanimous consent of the directors, special meetings of the Board may be held without notice at any time and place.

Section 6. Waiver of Notice. Any director may waive notice of any meeting. Attendance of a director at a meeting

