

**271B.8-010 Requirement for and duties of board of directors.**

- (1) Except as provided in subsection (3) of this section, each corporation shall have a board of directors.
- (2) All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of, its board of directors, subject to any limitation set forth in the articles of incorporation.
- (3) A corporation having fifty (50) or fewer shareholders may dispense with or limit the authority of a board of directors by describing in its articles of incorporation who will perform some or all of the duties of a board of directors.

**Effective:** January 1, 1989

**History:** Created 1988 Ky. Acts ch. 23, sec. 68, effective January 1, 1989.