

N.D.A.G. Letter to Meier (Nov. 17, 1987)

November 17, 1987

Honorable Ben Meier
Secretary of State
State Capitol
Bismarck, North Dakota 58505

Dear Secretary of State Meier:

Thank you for your letter of October 26, 1987, inquiring as to whether it is possible for a Minnesota nonprofit corporation and a North Dakota nonprofit corporation to merge.

North Dakota law addresses the issue of nonprofit corporation mergers in N.D.C.C. ch. 10-25. In providing the procedure for the merger of these corporations, the statutes refer specifically to "two or more domestic corporations." There is no mention within the chapter as to the manner in which a domestic nonprofit corporation may merge with a foreign nonprofit corporation. Due to the lack of statutory authorization for the merger of domestic and foreign nonprofit corporations, a merger between such forms of nonprofit corporations is not possible under current North Dakota law.

Sincerely,

Nicholas J. Spaeth

pg