

**Form 802—General Information  
(Periodic Report – Nonprofit Corporation)**

**The attached form is drafted to meet minimal statutory filing requirements pursuant to the relevant code provisions. This form and the information provided are not substitutes for the advice and services of an attorney and tax specialist.**

**Commentary**

A nonprofit corporation is required by law to file a periodic report not more than once every four years. The report must be completed and filed with the Office of the Secretary of State to avoid the involuntary termination of the domestic corporation or the revocation of the registration of the foreign corporation. This form has been promulgated to comply with the provisions of the Texas Business Organizations Code (BOC).

**Instructions for Form**

- **File Number:** It is recommended that the file number assigned by the secretary of state be provided to facilitate processing of the document.
- **1—Corporation Name:** Provide the legal name of the corporation. Changes to the name of the corporation require an amendment to the certificate or registration of the corporation.
- **2—Jurisdictional Information:** Provide the state or other jurisdiction under the laws of which the corporation was formed.
- **3—Registered Agent:** The registered agent can be either: (option A) a domestic entity or a foreign entity that is registered to do business in Texas; or (option B) an individual resident of the state. The corporation cannot act as its own registered agent; do not enter the corporate name as the name of the registered agent.

*Consent:* Effective January 1, 2010, a person designated as the registered agent of an entity must have consented, either in a written or electronic form, to serve as the registered agent of the entity. Although consent is required, a copy of the person's written or electronic consent need not be submitted with the periodic report. *The liabilities and penalties imposed by sections 4.007 and 4.008 of the BOC apply with respect to a false statement in a filing instrument that names a person as the registered agent of an entity without that person's consent.* (BOC § 5.207).

- **4—Registered Office Address:** The registered office address must be located at a street address where service of process may be personally served on the entity's registered agent during normal business hours. Although the registered office is not required to be the entity's principal place of business in Texas, the registered office may not be solely a mailbox service or telephone answering service (BOC § 5.201). The registered office address must be an address that is generally open during normal business hours so that the registered agent may accept service of process. A post office box is not sufficient as a registered office address unless the registered office is located in a town with a population of less than 5,000.
- **5—Principal Office Address:** Provide the street or mailing address of the principal office of the corporation in the state or country under the laws of which the corporation is incorporated if the corporation is a foreign corporation.

Please note that a document on file with the secretary of state is a public record that is subject to public access and disclosure. When providing address information for a director, executive committee member, or officer, use a business or post office box address rather than a residence address if privacy concerns are an issue.

- **6—Directors:** A corporation is generally managed by a board of directors. However, a corporation that has members may be managed by its members or by a board of directors. A minimum of three directors is required. Provide the name and address of each member of the board of directors. If the space provided is insufficient, include the information as an attachment to this form for item 6.

- **7—Officers:** The officers of a corporation must consist of a president and a secretary and may also consist of one or more vice-presidents, a treasurer, and such other officers and assistant officers as may be deemed necessary. Provide the name, address, and title of each officer. Any two or more offices may be held by the same person, except the offices of president and secretary. If the space provided is insufficient, include the information as an attachment to this form for item 7.
- **Execution:** Pursuant to section 4.001 of the BOC, the periodic report must be signed by a person authorized by the BOC to act on behalf of the entity in regard to the filing instrument. Please refer to the procedural information relating to the specific entity type for further information on execution requirements. Generally, a governing person or managerial official of the entity signs a filing instrument.

The periodic report need not be notarized. However, before signing, please read the statements on this form carefully. The designation or appointment of a person as the registered agent by a managerial official is an affirmation by that official that the person named in the instrument has consented to serve as registered agent. (BOC § 5.2011, effective January 1, 2010)

*A person commits an offense under section 4.008 of the BOC if the person signs or directs the filing of a filing instrument the person knows is materially false with the intent that the instrument be delivered to the secretary of state for filing. The offense is a Class A misdemeanor unless the person's intent is to harm or defraud another, in which case the offense is a state jail felony.*

- **Filing Fees:** The filing fee for a periodic report for a nonprofit corporation filed within thirty (30) days of the first notice is **\$5**. If the corporation has forfeited its right to conduct affairs for failure to file the periodic report within thirty (30) days of the first notice, the fee is the original **\$5** plus a late fee of **\$1** per month or part of a month for one hundred twenty (120) days following the forfeiture, but not less than **\$5** nor more than **\$25**. If the report is not filed within the one hundred twenty (120) day period, the domestic corporation will be involuntarily terminated or the registration of the foreign corporation will be revoked. The corporation may be relieved of the involuntary termination or revocation and reinstated by filing the periodic report and paying with the applicable filing fee of **\$25**.
- **Payment Instructions:** Payment may be made by: (1) personal check or money order; (2) a valid VISA<sup>®</sup>, MasterCard<sup>®</sup>, or Discover<sup>®</sup> credit card; or (3) a LegalEase<sup>™</sup> debit card. Checks submitted must be payable through a U.S. bank or financial institution and made payable to the Secretary of State. Fees paid by credit card are subject to a statutorily authorized convenience fee (currently 2.7%) of the total fees incurred, when applicable. The convenience fee is assessed per credit card transaction.
- **Delivery Instructions:** Please make a copy of the completed form prior to mailing and retain for the corporation's records. Mail the completed form, along with the required filing fee, to the mailing address shown in the header of the periodic report form. If a document is to be delivered to the office in a manner other than through the U.S. Post Office, the envelope may be addressed or delivered to the James Earl Rudder Office Building, Reports Unit, 1019 Brazos, Suite 505, Austin, Texas 78701.
- **Fax submission:** To submit a document by fax to (512) 463-1423, a completed Reports Unit Payment Form (Form 815) must accompany the transmission. The form is available on the secretary of state web site at: [http://www.sos.state.tx.us/corp/forms\\_reports.shtml](http://www.sos.state.tx.us/corp/forms_reports.shtml).

Upon filing the document, the secretary of state will return the appropriate evidence of filing to the submitter together with a file-stamped copy of the document, if a duplicate copy was provided as instructed.

Revised 12/09

**Form 802  
(revised 12/09)**

This space reserved for filing office use.



Submit in Duplicate to:  
Secretary of State  
P.O. Box 12028  
Austin, TX 78711-2028  
Phone: 512/475-2705  
FAX: 512/463-1423  
Dial: 7-1-1 for Relay Services  
**Filing Fee: See Instructions**

**Periodic Report  
of a  
Nonprofit Corporation**

**File Number:** \_\_\_\_\_

1. The entity name of the corporation is: \_\_\_\_\_
2. It is incorporated under the laws of: (set forth state or foreign country) \_\_\_\_\_
3. The name of the registered agent is:  
 A. The registered agent is an organization (cannot be entity named above) by the name of:

**OR**

- B. The registered agent is an individual resident of the state whose name is:

*First Name* \_\_\_\_\_ *MI* \_\_\_\_\_ *Last Name* \_\_\_\_\_ *Suffix* \_\_\_\_\_

4. The registered office address, which is identical to the business address of the registered agent in Texas, is:  
(use street or building address; see Instructions)

\_\_\_\_\_ **TX**  
*Street Address* \_\_\_\_\_ *City* \_\_\_\_\_ *State* \_\_\_\_\_ *Zip Code* \_\_\_\_\_

5. If the corporation is a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is:

\_\_\_\_\_ *Street or Mailing Address* \_\_\_\_\_ *City* \_\_\_\_\_ *State* \_\_\_\_\_ *Zip Code* \_\_\_\_\_ *Country* \_\_\_\_\_

6. The names and addresses of all directors of the corporation are: (A Texas corporation must have at least 3 directors.)  
(If additional space is needed, include the information as an attachment to this form for item 6.)

<i>First Name</i> _____ <i>MI</i> _____ <i>Last Name</i> _____ <i>Suffix</i> _____
<i>Street or Mailing Address</i> _____ <i>City</i> _____ <i>State</i> _____ <i>Zip Code</i> _____ <i>Country</i> _____

<i>First Name</i> _____ <i>MI</i> _____ <i>Last Name</i> _____ <i>Suffix</i> _____
<i>Street or Mailing Address</i> _____ <i>City</i> _____ <i>State</i> _____ <i>Zip Code</i> _____ <i>Country</i> _____

<i>First Name</i> _____ <i>MI</i> _____ <i>Last Name</i> _____ <i>Suffix</i> _____
<i>Street or Mailing Address</i> _____ <i>City</i> _____ <i>State</i> _____ <i>Zip Code</i> _____ <i>Country</i> _____

7. The names, addresses, and titles of all officers of the corporation are: (A Texas corporation must include a president and a secretary and the same person cannot hold both offices.)

*(If additional space is needed, include the information as an attachment to this form for item 7.)*

					<b>Officer Title</b>	
<i>First Name</i>	<i>MI</i>	<i>Last Name</i>	<i>Suffix</i>			
<i>Street or Mailing Address</i>		<i>City</i>	<i>State</i>	<i>Zip Code</i>	<i>Country</i>	

					<b>Officer Title</b>	
<i>First Name</i>	<i>MI</i>	<i>Last Name</i>	<i>Suffix</i>			
<i>Street or Mailing Address</i>		<i>City</i>	<i>State</i>	<i>Zip Code</i>	<i>Country</i>	

					<b>Officer Title</b>	
<i>First Name</i>	<i>MI</i>	<i>Last Name</i>	<i>Suffix</i>			
<i>Street or Mailing Address</i>		<i>City</i>	<i>State</i>	<i>Zip Code</i>	<i>Country</i>	

**Execution:**

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Date: \_\_\_\_\_

\_\_\_\_\_  
Signature of authorized officer