

490.1432 Receivership or custodianship.

1. Unless an election to purchase has been filed under [section 490.1434](#), a court in a judicial proceeding brought to dissolve a corporation may appoint one or more receivers to wind up and liquidate, or one or more custodians to manage, the business and affairs of the corporation. The court shall hold a hearing, after notifying all parties to the proceeding and any interested persons designated by the court, before appointing a receiver or custodian. The court appointing a receiver or custodian has jurisdiction over the corporation and all of its property wherever located.

2. The court may appoint an individual or a domestic or foreign corporation or eligible entity as a receiver or custodian, which, if a foreign corporation or foreign eligible entity, must be registered to do business in this state. The court may require the receiver or custodian to post bond, with or without sureties, in an amount the court directs.

3. The court shall describe the powers and duties of the receiver or custodian in its appointing order, which may be amended from time to time. Among other powers all of the following apply:

a. The receiver may do any or all of the following:

(1) Dispose of all or any part of the assets of the corporation wherever located, at a public or private sale.

(2) Sue and defend in the receiver's own name as receiver of the corporation in all courts of this state.

b. The custodian may exercise all of the powers of the corporation, through or in place of its board of directors, to the extent necessary to manage the affairs of the corporation in the best interests of its shareholders and creditors.

c. The receiver or custodian shall have such other powers and duties as the court may provide in the appointing order, which may be amended from time to time.

4. The court during a receivership may redesignate the receiver a custodian and during a custodianship may redesignate the custodian a receiver.

5. The court from time to time during the receivership or custodianship may order compensation paid and expenses paid or reimbursed to the receiver or custodian from the assets of the corporation or proceeds from the sale of the assets.

[89 Acts, ch 288, §158](#); [2013 Acts, ch 31, §70, 82](#); [2021 Acts, ch 165, §184, 230](#)

2021 amendment effective January 1, 2022; 2021 Acts, ch 165, §230

Section stricken and rewritten