

(3) The constitution may prescribe the number of members of the Council necessary for a quorum. That number may be less than a majority of the entire Council.

(4) Meetings of the Council shall be held as provided in the constitution to hold elections and receive reports of the officers and board of directors. Special meetings may be called as provided in the constitution.

(b) BOARD OF DIRECTORS.—(1) To the extent provided in the constitution and bylaws, the board of directors shall have the powers of the Council and manage the activities of the corporation between meetings of the Council. The number, qualifications, and term of office of directors are as provided in the constitution.

(2) The constitution may prescribe the number of directors necessary for a quorum. That number shall be at least 20 or two-fifths of the entire board.

(c) EXECUTIVE AND OTHER COMMITTEES.—The bylaws may provide for—

(1) an executive committee to carry out the powers of the board of directors between meetings of the board; and

(2) other committees to operate under the general supervision of the board of directors.

(d) LOCATION OF MEETINGS AND RECORDS.—The Council and the board of directors may hold meetings and keep the seal and records of the corporation in or outside the District of Columbia.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1361.)

HISTORICAL AND REVISION NOTES

| Revised Section | Source (U.S. Code) | Source (Statutes at Large) |
|-----------------|--|---|
| 80303(a)(1) .. | 36:34 (1st sentence words before 1st comma, 2d sentence). | Mar. 16, 1950, ch. 62, §§4 (1st-7th sentences), 5, 64 Stat. 23, 24; Aug. 14, 1953, ch. 486, §1, 67 Stat. 582. |
| 80303(a)(2) .. | 36:34 (1st sentence words after 1st comma). | |
| 80303(a)(3) .. | 36:34 (3d sentence). | |
| 80303(a)(4) .. | 36:35 (1st, 2d sentences). | |
| 80303(b)(1) .. | 36:34 (4th sentence words before 1st comma, 5th, 7th sentences). | |
| 80303(b)(2) .. | 36:34 (6th sentence). | |
| 80303(c) | 36:34 (4th sentence words after 1st comma). | |
| 80303(d) | 36:35 (last sentence). | |

In subsection (a)(1), the words “(hereinafter referred to as the ‘national council’)” are omitted as unnecessary.

In subsection (a)(3), the words “entire Council” are substituted for “whole number” for clarity.

In subsection (b)(1), the first sentence is substituted for “The affairs of the corporation between meetings of the national council shall be managed by a board of directors” and “The board of directors, to the extent provided in the constitution and bylaws, shall have the powers of the national council, in the interim between its meetings” to eliminate unnecessary words.

§ 80304. Powers

The corporation may—

(1) adopt and amend a constitution, bylaws, and regulations, including regulations for the election of associates and successors;

(2) adopt and alter a seal;

(3) have offices and conduct its activities in the District of Columbia and in the States, territories, and possessions of the United States;

(4) acquire, own, lease, encumber, and transfer property, and use any income from the property, as necessary to carry out the purposes of the corporation;

(5) sue and be sued within the jurisdiction of the United States; and

(6) do any other act necessary to carry out this chapter and the purposes of the corporation.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1362.)

HISTORICAL AND REVISION NOTES

| Revised Section | Source (U.S. Code) | Source (Statutes at Large) |
|-----------------|---|--|
| 80304 | 36:32 (words after 2d comma). 36:34 (last sentence). 36:38. | Mar. 16, 1950, ch. 62, §§2 (words after 2d comma), 8, 64 Stat. 23, 24. Mar. 16, 1950, ch. 62, §4 (last sentence), 64 Stat. 23; Aug. 14, 1953, ch. 486, §1, 67 Stat. 582. |

In this section, the text of 36:38 is omitted as executed and obsolete.

In clause (1), the word “amend” is substituted for “and from time to time to alter such constitution, bylaws, rules, and regulations” for consistency in the revised title and to eliminate unnecessary words. The word “rules” is omitted as included in “regulations”. The words “not inconsistent with the laws of the United States, or any State thereof” are omitted as unnecessary.

In clause (2), the word “destroy” is omitted as unnecessary and for consistency in the revised title.

In clause (3), the word “activities” is substituted for “business and affairs” for consistency in the revised title and to eliminate unnecessary words.

In clause (4), the words “acquire, own, lease, encumber, and transfer property, and use any income from the property, as necessary to carry out the purposes of the corporation” are substituted for “take, receive, and hold, in trust or otherwise, and to sell and convey real and personal property necessary for its corporate purposes, and other real and personal property, the income from which shall be applied to its corporate purposes” in 36:32 and “authorize and cause to be executed leases, mortgages, and liens upon, and sales and conveyances of, any of the property of the corporation; and the proceeds arising therefrom shall be applied or invested for the use and benefit of the corporation” in 36:34 (last sentence) for consistency in the revised title and to eliminate unnecessary words.

In clause (5), the words “in courts of law and equity” are omitted as unnecessary.

§ 80305. Exclusive right to emblems, badges, marks, and words

The corporation has the exclusive right to use all emblems and badges, descriptive or designating marks, and words or phrases the corporation adopts, including the badge of the Girl Scouts, Incorporated, referred to in the Act of August 12, 1937 (ch. 590, 50 Stat. 623), and to authorize their use, during the life of the corporation, in connection with the manufacture, advertisement, and sale of equipment and merchandise. This section does not affect any vested rights.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1362.)