

more than 10 members, each of whom shall be appointed by the President from principal officers of the executive departments and senior officers of the Armed Forces whose positions and interests qualify them to contribute to carrying out the programs and purposes of the corporation.

(B) MEMBERS FROM THE ARMED FORCES.—At least 1, but not more than 3, of the members of the advisory council shall be selected from the Armed Forces.

(3) DUTIES.—The advisory council shall advise, report directly to, and meet, at least 1 time per year with the board of governors, and shall have such name, functions and be subject to such procedures as may be provided in the bylaws.

(e) ACTION WITHOUT MEETING.—Any action required or permitted to be taken at any meeting of the board of governors or of any committee thereof may be taken without a meeting if all members of the board or committee, as the case may be, consent thereto in writing, or by electronic transmission and the writing or writings or electronic transmission or transmissions are filed with the minutes of proceedings of the board or committee. Such filing shall be in paper form if the minutes are maintained in paper form and shall be in electronic form if the minutes are maintained in electronic form.

(f) VOTING BY PROXY.—

(1) IN GENERAL.—Voting by proxy is not allowed at any meeting of the board, at the annual meeting, or at any meeting of a chapter.

(2) EXCEPTION.—The board may allow the election of governors by proxy during any emergency.

(g) BYLAWS.—

(1) IN GENERAL.—The board of governors may—

- (A) at any time adopt bylaws; and
- (B) at any time adopt bylaws to be effective only in an emergency.

(2) EMERGENCY BYLAWS.—Any bylaws adopted pursuant to paragraph (1)(B) may provide special procedures necessary for managing the corporation during the emergency. All provisions of the regular bylaws consistent with the emergency bylaws remain effective during the emergency.

(h) DEFINITIONS.—For purposes of this section—

- (1) the term “entire board” means the total number of members of the board of governors that the corporation would have if there were no vacancies; and
- (2) the term “emergency” shall have such meaning as may be provided in the bylaws.

(Pub. L. 105–225, Aug. 12, 1998, 112 Stat. 1491; Pub. L. 110–26, § 6, May 11, 2007, 121 Stat. 106.)

HISTORICAL AND REVISION NOTES

Revised Section	Source (U.S. Code)	Source (Statutes at Large)
300104(a)	36:5 (matter before (a), (a), (b), (c) (1st, 3d pars.).)	Jan. 5, 1905, ch. 23, § 5 (matter before (a)), (a), (b), (c) (1st–5th pars., last par.), 33 Stat. 601; Dec. 10, 1912, ch. 1, § 1, 37 Stat. 647; Mar. 3, 1921, ch. 131, § 1, 41 Stat. 1354; May 8, 1947, ch. 50, § 6, 61 Stat. 82, 83.
300104(b)	36:5(c) (2d, 4th pars.).	
300104(c)	36:5(c) (5th par.).	
300104(d)	36:5(c) (last par.).	

In subsection (a)(1), before clause (A), the word “direction” is omitted as included in “governing and managing”. In clause (A), the words “of the United States” and “as may from time to time be” are omitted as unnecessary.

In subsection (a)(2), the words “One-third of the members elected to the board shall be elected at each national convention, and take office at that time or as soon as practicable after the convention” are substituted for 36:5(c) (3d par.) to eliminate unnecessary words.

In subsection (b)(1), the words “if, before the end of the 3-year term, the governor retires from the official position held at the time of appointment as a governor” are substituted for “if and when such Governor shall retire, prior to the date on which his term as Governor would otherwise expire, from the official position held at the time of his appointment as Governor” for clarity and to eliminate unnecessary words.

In subsection (b)(2), the words “as soon as practicable” are substituted for “as soon as may be” for clarity. The words “that may occur by death, resignation, or otherwise” are omitted as unnecessary. The words “a vacancy occurring in an elected position on the board” are substituted for “Any vacancy that may occur in the Governors elected by the chapters pursuant to subsection (b) of this section or in the Governors-at-large elected by the Board of Governors pursuant to subsection (c) of this section” to eliminate unnecessary words. The words “An individual appointed by the board to fill a vacancy serves” are substituted for “such appointees to serve” for clarity.

In subsection (c)(2), the words “of the corporation” are substituted for “designated by the President of the United States” for consistency in the revised section.

AMENDMENTS

2007—Pub. L. 110–26 reenacted section catchline without change and amended section generally. Prior to amendment, section consisted of subsecs. (a) to (d) relating to the board of governors, its terms of office and filling of vacancies, the executive committee, and voting by proxy.

§ 300105. Powers

- (a) GENERAL.—The corporation may—
 - (1) adopt policies and regulations;
 - (2) adopt, alter, and destroy a seal;
 - (3) own and dispose of property to carry out the purposes of the corporation;
 - (4) accept gifts, devises, and bequests of property to carry out the purposes of the corporation;
 - (5) sue and be sued in courts of law and equity, State or Federal, within the jurisdiction of the United States; and
 - (6) do any other act necessary to carry out this chapter and promote the purposes of the corporation.

(b) DESIGNATION.—The corporation is designated as the organization authorized to act in

matters of relief under the treaties of Geneva, August 22, 1864, July 27, 1929, and August 12, 1949. (Pub. L. 105–225, Aug. 12, 1998, 112 Stat. 1492; Pub. L. 110–26, § 7, May 11, 2007, 121 Stat. 108.)

HISTORICAL AND REVISION NOTES

<i>Revised Section</i>	<i>Source (U.S. Code)</i>	<i>Source (Statutes at Large)</i>
300105	36:2 (1st sentence words between 2d comma and 3d semicolon and after 4th semicolon).	Jan. 5, 1905, ch. 23, § 2 (1st sentence words between 2d comma and 3d semicolon and after 4th semicolon), 33 Stat. 600; May 8, 1947, ch. 50, § 3, 61 Stat. 81.

In subsection (a)(1), the word “adopt” is substituted for “ordain and establish” for consistency in the revised title. The words “not inconsistent with the laws of the United States of America or any State thereof” are omitted as unnecessary.

In subsection (a)(2), the words “adopt, alter, and destroy a seal” are substituted for “adopt a seal and the same to alter and destroy at pleasure” for consistency in the revised title and to eliminate unnecessary words.

In subsection (a)(3), the words “own and dispose of property” are substituted for “to have and to hold such real and personal estate as shall be deemed advisable and to dispose of the same” for consistency in the revised title and to eliminate unnecessary words.

In subsection (a)(4), the word “property” is substituted for “real and personal estate” for clarity and consistency in the revised title.

In subsection (a)(6), the word “things” is omitted as included in “act”. The words “carry out this chapter” are substituted for “carry into effect the provisions of sections 1, 2 to 6, 8, and 9 of this title” for clarity and because under 36:1a the corporation existing under those sections continued under the source provisions restated in the revised chapter.

In subsection (b), the words “treaties of Geneva, August 22, 1864, July 27, 1929, and August 12, 1949” are substituted for “said treaties” for clarity and consistency in the chapter.

AMENDMENTS

2007—Subsec. (a)(1). Pub. L. 110–26 substituted “polices” for “bylaws”.

§ 300106. Emblem, badge, and brassard

(a) EMBLEM AND BADGE.—In carrying out its purposes under this chapter, the corporation may have and use, as an emblem and badge, a Greek red cross on a white ground, as described in the treaties of Geneva, August 22, 1864, July 27, 1929, and August 12, 1949, and adopted by the nations acceding to those treaties.

(b) DELIVERY OF BRASSARD.—In accordance with those treaties, the delivery of the brassard allowed for individuals neutralized in time of war shall be left to military authority.

(Pub. L. 105–225, Aug. 12, 1998, 112 Stat. 1492.)

HISTORICAL AND REVISION NOTES

<i>Revised Section</i>	<i>Source (U.S. Code)</i>	<i>Source (Statutes at Large)</i>
300106(a)	36:2 (1st sentence words between 3d and 4th semicolons).	Jan. 5, 1905, ch. 23, § 2 (1st sentence words between 3d and 4th semicolons, last sentence), 33 Stat. 600; May 8, 1947, ch. 50, § 3, 61 Stat. 81.
300106(b)	36:2 (last sentence).	

In subsection (a), the words “under this chapter” are substituted for “hereinafter designated” for clarity. The date “August 12, 1949” is added to include the reference to a subsequent treaty.

§ 300107. Annual meeting

(a) IN GENERAL.—The annual meeting of the corporation is the annual meeting of delegates of the chapters.

(b) TIME OF MEETING.—The annual meeting shall be held as determined by the board of governors.

(c) PLACE OF MEETING.—The board of governors is authorized to determine that the annual meeting shall not be held at any place, but may instead be held solely by means of remote communication subject to such procedures as are provided in the bylaws.

(d) VOTING.—

(1) IN GENERAL.—In matters requiring a vote at the annual meeting, each chapter is entitled to at least 1 vote, and voting on all matters may be conducted by mail, telephone, telegram, cablegram, electronic mail, or any other means of electronic or telephone transmission, provided that the person voting shall state, or submit information from which it can be determined, that the method of voting chosen was authorized by such person.

(2) ESTABLISHMENT OF NUMBER OF VOTES.—

(A) IN GENERAL.—The board of governors shall determine on an equitable basis the number of votes that each chapter is entitled to cast, taking into consideration the size of the membership of the chapters, the populations served by the chapters, and such other factors as may be determined by the board.

(B) PERIODIC REVIEW.—The board of governors shall review the allocation of votes at least every 5 years.

(Pub. L. 105–225, Aug. 12, 1998, 112 Stat. 1493; Pub. L. 110–26, § 8, May 11, 2007, 121 Stat. 108.)

HISTORICAL AND REVISION NOTES

<i>Revised Section</i>	<i>Source (U.S. Code)</i>	<i>Source (Statutes at Large)</i>
300107	36:5(c) (6th par.).	Jan. 5, 1905, ch. 23, § 5(c) (6th par.), 33 Stat. 601; Dec. 10, 1912, ch. 1, § 1, 37 Stat. 647; Mar. 3, 1921, ch. 131, § 1, 41 Stat. 1354; May 8, 1947, ch. 50, § 6, 61 Stat. 83.)

The words “The board shall determine on an equitable basis the number of votes” are substituted for “shall be determined according to allocation by the Board of Governors, which shall be established on an equitable basis” for clarity and to eliminate unnecessary words. The words “the populations served” are substituted for “the populations in the territories served” for clarity and to eliminate unnecessary words.

AMENDMENTS

2007—Pub. L. 110–26 reenacted section catchline without change and amended text generally. Prior to amendment, text read as follows: “The annual meeting of the corporation is the national convention of delegates of the chapters. The national convention shall be held annually on a date and at a place specified by the board of governors. In matters requiring a vote at the national convention, each chapter is entitled to at least one vote. The board shall determine on an equitable basis the number of votes that each chapter is entitled to cast, taking into consideration the size of the membership of the chapters and of the populations served by the chapters. The board shall review the allocation of votes at least every 5 years.”