

(b) NUMBER AND ELECTION.—The number of directors and their term of office are as provided in the bylaws, except that the board shall have at least 10 members (including ex officio members). The directors are elected from among the officers and members of the member agencies and organizations participating in the annual national conference on citizenship, by a majority vote of the agencies and organizations sending delegates to, and participating in, the conference.

(c) MEETINGS.—The board shall hold an annual meeting at a time and place as may be provided in the bylaws. The annual report of the board shall be presented at the annual meeting. Special meetings of the board may be called as provided in the bylaws.

(d) EXECUTIVE COMMITTEE.—The board shall designate 3 of its own members, who together with the president and the 3 vice presidents constitute the executive committee. When the board is not in session, the executive committee has the powers of the board subject to the board's direction and may authorize the seal of the corporation to be affixed to all papers that require it.

(e) EXECUTIVE DIRECTOR AND PROFESSIONAL STAFF.—The executive committee shall select an executive director for the corporation, who shall have the qualifications and terms of employment decided by the committee. The executive director shall nominate other professional staff members, who must be approved by the executive committee.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1392.)

HISTORICAL AND REVISION NOTES

<i>Revised Section</i>	<i>Source (U.S. Code)</i>	<i>Source (Statutes at Large)</i>
150705	36:438.	Aug. 13, 1953, ch. 427, § 8, 67 Stat. 564.

In subsection (a), the words "From August 13, 1953, until the final session of the next following annual conference . . . shall be the persons named in section 431 of this title and such additional persons as shall be named by them. Thereafter" are omitted as obsolete.

In subsection (b), the words "one vote to each such agency and to each such organization" are omitted because section 150703(b) of the revised title already states that each of those agencies and organizations has one vote.

In subsection (c), the words "hold an annual meeting" are substituted for "meet at least once each year" for consistency in the revised title.

In subsection (d), the words "and exercise" are omitted as unnecessary.

In subsection (e), the words "who shall have the qualifications and terms of employment decided" are substituted for "in keeping with qualifications and terms of employment adopted" for clarity and consistency.

§ 150706. Powers

The corporation may—

- (1) adopt and amend bylaws and regulations for the management of its property and the regulation of its affairs, including the establishment and maintenance of local and State conferences on citizenship;
- (2) adopt and alter a corporate seal;
- (3) adopt emblems and badges;

(4) choose officers, managers, employees, and agents as the activities of the corporation require;

(5) make contracts;

(6) acquire, own, lease, encumber, and transfer property as necessary to carry out the purposes of the corporation;

(7) borrow money, issue instruments of indebtedness, and secure its obligations by granting security interests in its property;

(8) use corporate funds to give prizes or awards to citizens for outstanding contributions toward the achievement of the purposes of the corporation;

(9) publish a magazine and other publications consistent with the purposes of the corporation;

(10) sue and be sued; and

(11) do any other act necessary and proper to carry out the purposes of the corporation.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1393.)

HISTORICAL AND REVISION NOTES

<i>Revised Section</i>	<i>Source (U.S. Code)</i>	<i>Source (Statutes at Large)</i>
150706	36:434.	Aug. 13, 1953, ch. 427, § 4, 67 Stat. 562.

In clause (1), the word "alter" is omitted as unnecessary. The words "not inconsistent with the laws of the United States or any State in which such corporation is to operate" are omitted as unnecessary.

In clause (2), the word "use" is omitted as unnecessary.

In clause (3), the words "adopt emblems and badges" are substituted for "use and display such emblems and badges as it may adopt" for consistency in the revised title and to eliminate unnecessary words.

In clause (5), the words "make contracts" are substituted for "contract and be contracted with" for consistency and to eliminate unnecessary words.

Clause (6) is substituted for "take and hold by lease, gift, purchase, grant, devise, or bequest any property, real or personal, necessary for attaining the objects and accomplishing the purposes of the corporation" and "transfer and convey real or personal property" for consistency in the revised title and to eliminate unnecessary words. The words "subject to applicable provisions of law of any State (a) governing the amount or kind of real and personal property which may be held by, or (b) otherwise limiting or controlling the ownership of real and personal property by a corporation operating in such State" are omitted as unnecessary.

In clause (7), the words "for the purposes of the corporation" are omitted as unnecessary. The words "issue instruments of indebtedness, and secure its obligations by granting security interests in its property" are substituted for "issue bonds therefor, and secure the same by mortgage" for consistency in the revised title. The words "subject to all applicable provisions of Federal or State law" are omitted as unnecessary.

In clause (10), the words "complain, and defend in any court of competent jurisdiction" are omitted as unnecessary.

In clause (11), the words "any other act" are substituted for "any and all acts and things" to eliminate unnecessary words. The word "objects" is omitted as unnecessary.

§ 150707. Exclusive right to name, seals, emblems, and badges

The corporation has the exclusive right to use the name "National Conference on Citizenship" and seals, emblems, and badges the corporation adopts.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1393.)

HISTORICAL AND REVISION NOTES

Revised Section	Source (U.S. Code)	Source (Statutes at Large)
150707	36:446.	Aug. 13, 1953, ch. 427, §16, 67 Stat. 565.

The word “sole” is omitted as unnecessary and for consistency in the revised title.

§ 150708. Restrictions

(a) STOCK AND DIVIDENDS.—The corporation may not issue stock or declare or pay a dividend.

(b) POLITICAL ACTIVITIES.—The corporation or a director, officer, or member as such may not contribute to, support, or assist a political party or candidate for elective public office, or advocate, sponsor, or promote legislation in the Congress of the United States or in the legislature of a State.

(c) DISTRIBUTION OF INCOME OR ASSETS.—The income or assets of the corporation may not inure to the benefit of, or be distributed to, a director, officer, or member except on dissolution or final liquidation of the corporation. This subsection does not prevent the executive committee from adopting terms of employment of the executive director as provided in section 150705(e) of this title.

(d) LOANS.—The corporation may not make a loan to a director, officer, or employee. Directors who vote for or assent to making a loan to a director, officer, or employee, and officers who participate in making the loan, are jointly and severally liable to the corporation for the amount of the loan until it is repaid.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1393.)

HISTORICAL AND REVISION NOTES

Revised Section	Source (U.S. Code)	Source (Statutes at Large)
150708(a)	36:442.	Aug. 13, 1953, ch. 427, §§9, 10, 12, 67 Stat. 564, 565.
150708(b)	36:440.	
150708(c)	36:439(a).	
150708(d)	36:439(b).	

In subsection (a), the words “any shares of” and “its objects and purposes being solely patriotic and educational” are omitted as unnecessary.

In subsection (c), the words “inure to the benefit of” are substituted for “inure to” for consistency in the revised title. The words “such person, agency, or organization” are interpreted as referring to a “member, officer, or director” and are omitted as unnecessary. The words “as provided in section 445 of this title” are omitted as unnecessary. The words “This subsection does not prevent” are substituted for “Nothing in this subsection, however, shall be construed to prevent” to eliminate unnecessary words.

§ 150709. Headquarters and principal office

The headquarters and principal office of the corporation shall be in the District of Columbia, Maryland, or Virginia. However, the activities of the corporation are not confined to the District of Columbia, Maryland, and Virginia but may be conducted throughout the States, territories, and possessions of the United States.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1394.)

HISTORICAL AND REVISION NOTES

Revised Section	Source (U.S. Code)	Source (Statutes at Large)
150709	36:435(a).	Aug. 13, 1953, ch. 427, §5(a), 67 Stat. 563.

The word “office” is substituted for “offices” for consistency with section 150710 and other sections of the revised title. The words “the States of” and “various” are omitted as unnecessary.

§ 150710. Records and inspection

(a) RECORDS.—The corporation shall keep—

- (1) correct and complete records of account;
- (2) minutes of the proceedings of its annual national conference, board of directors, and committees having any of the authority of its board of directors; and
- (3) at its principal office, a record of the names and addresses of its members entitled to vote.

(b) INSPECTION.—A member entitled to vote, or an agent or attorney of the member, may inspect the records of the corporation for any proper purpose, at any reasonable time.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1394.)

HISTORICAL AND REVISION NOTES

Revised Section	Source (U.S. Code)	Source (Statutes at Large)
150710	36:443.	Aug. 13, 1953, ch. 427, §13, 67 Stat. 565.

The word “records” is substituted for “books and records” for consistency in the revised title and with other titles of the United States Code.

§ 150711. Service of process

The corporation shall have a designated agent in the District of Columbia to receive service of process for the corporation. Designation of the agent shall be filed in the office of the clerk of the United States District Court for the District of Columbia. Notice to or service on the agent, or mailed to the business address of the agent, is notice to or service on the corporation.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1394.)

HISTORICAL AND REVISION NOTES

Revised Section	Source (U.S. Code)	Source (Statutes at Large)
150711	36:435(b).	Aug. 13, 1953, ch. 427, §5(b), 67 Stat. 563.

The word “have” is substituted for “maintain” for consistency in the revised title. The words “at all times” are omitted as unnecessary. The words “to receive” are substituted for “authorized to accept”, and the words “is notice to or service on” are substituted for “shall be deemed sufficient notice or service upon”, for consistency in the revised title.

§ 150712. Liability for acts of officers and agents

The corporation is liable for the acts of its officers and agents acting within the scope of their authority.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1394.)