

(2) The corporation may dispose in any manner of the whole property of the corporation only with the written consent and affirmative vote of a majority of the members of the corporation.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1325.)

HISTORICAL AND REVISION NOTES

| Revised Section | Source (U.S. Code) | Source (Statutes at Large) |
|-----------------|---------------------------------|--|
| 30904(a) | 36:22 (words after 2d comma). | June 15, 1916, ch. 148, §§ 2 (words after 2d comma), 4 (words before semicolon), 5 (6th, last sentences), 39 Stat. 227, 228. |
| | 36:24 (words before semicolon). | |
| 30904(b)(1) .. | 36:25 (6th sentence). | |
| 30904(b)(2) .. | 36:25 (last sentence). | |

In subsection (a)(1), the word “make” is omitted as included in “adopt”. The word “amend” is added for consistency in the revised title and because of 36:25 (6th sentence). The words “not inconsistent with the laws of the United States of America, or any State thereof” are omitted as unnecessary.

Subsection (a)(2) is substituted for “to adopt a seal, and the same to alter and destroy at pleasure” for consistency in the revised title.

In subsection (a)(3), the word “activities” is substituted for “business and affairs”, and the words “in the District of Columbia and the States, territories, and possessions of the United States” are substituted for “within and without the District of Columbia and in the several States and Territories of the United States”, for consistency in the revised title and to eliminate unnecessary words.

Subsection (a)(4) is substituted for “hold such real and personal estate as shall be necessary for corporate purposes, and . . . receive real and personal property by gift, devise, or bequest” for consistency in the revised title and to eliminate unnecessary words. The text of 36:24 (words before semicolon) is omitted as executed and obsolete.

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

In subsection (a)(6), the words “do any other act” are substituted for “generally to do all such acts and things” for consistency in the revised title.

In subsection (b)(1), the words “to make and to amend the bylaws” are omitted as unnecessary because of subsection (a)(1) of this section. The word “execute” is substituted for “authorize and cause to be executed” to eliminate unnecessary words.

§ 30905. Exclusive right to emblems, badges, marks, and words

The corporation has the exclusive right to use emblems, badges, descriptive or designating marks, and words or phrases the corporation adopts. This section does not affect any vested rights.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1326.)

HISTORICAL AND REVISION NOTES

| Revised Section | Source (U.S. Code) | Source (Statutes at Large) |
|-----------------|--------------------|--|
| 30905 | 36:27. | June 15, 1916, ch. 148, § 7, 39 Stat. 228. |

The word “sole” is omitted as included in “exclusive”. The words “to have and” and “in carrying out its purposes” are omitted as unnecessary. The words “the corporation adopts” are substituted for “now or heretofore used by the Boy Scouts” for consistency in the revised title. The words “in carrying out its program”

are omitted as unnecessary. The words “This section does not affect any vested rights” are substituted for “it being distinctly and definitely understood, however, that nothing in this chapter shall interfere or conflict with established or vested rights” for consistency in the revised title and to eliminate unnecessary words.

§ 30906. Restrictions

(a) PROFIT.—The corporation may not operate for pecuniary profit to its members.

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

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1326.)

HISTORICAL AND REVISION NOTES

| Revised Section | Source (U.S. Code) | Source (Statutes at Large) |
|-----------------|--------------------------------|--|
| 30906 | 36:24 (words after semicolon). | June 15, 1916, ch. 148, § 4 (words after semicolon), 39 Stat. 228. |

The words “certificates of” and “its object and purposes being solely of a benevolent character” are omitted as unnecessary.

§ 30907. Annual and special meetings

(a) ANNUAL MEETINGS.—The corporation shall hold an annual meeting at a time and place as provided in the bylaws. At the meeting, the annual reports of the officers and executive board shall be presented, and members of the board shall be elected for the next year.

(b) SPECIAL MEETINGS.—Special meetings of the corporation may be called on notice as provided in the bylaws.

(c) QUORUM.—The number of members necessary for a quorum at an annual or special meeting shall be prescribed in the bylaws.

(d) LOCATIONS.—The members and the executive board 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. 1326.)

HISTORICAL AND REVISION NOTES

| Revised Section | Source (U.S. Code) | Source (Statutes at Large) |
|-----------------|--------------------|--|
| 30907 | 36:26. | June 15, 1916, ch. 148, § 6, 39 Stat. 228. |

In subsection (a), the words “The corporation shall hold an annual meeting” are substituted for “An annual meeting of the incorporators, their associates and successors, shall be held once in every year after the year of incorporation” to eliminate unnecessary and executed words.

In subsection (d), the word “records” is substituted for “books, documents, and papers” for consistency in the revised title and with other titles of the United States Code.

§ 30908. Annual report

Not later than April 1 of each year, the corporation shall submit a report to Congress on the activities of the corporation during the prior calendar year.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1326.)

HISTORICAL AND REVISION NOTES

| Revised Section | Source (U.S. Code) | Source (Statutes at Large) |
|-----------------|--------------------|---|
| 30908 | 36:28. | June 15, 1916, ch. 148, § 3, 39 Stat. 229; Aug. 30, 1964, Pub. L. 88-504, § 4(1), 78 Stat. 636. |

TERMINATION OF REPORTING REQUIREMENTS

For termination, effective May 15, 2000, of reporting provisions in this section, see section 3003 of Pub. L. 104-66, as amended, set out as a note under section 1113 of Title 31, Money and Finance, and page 198 of House Document No. 103-7.

CHAPTER 311—BOYS & GIRLS CLUBS OF AMERICA

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§ 31101. Organization

(a) FEDERAL CHARTER.—Boys & Girls Clubs of America (in this chapter, the “corporation”) is a federally chartered corporation.

(b) PLACE OF INCORPORATION AND DOMICILE.—The corporation is declared to be incorporated and domiciled in the District of Columbia.

(c) PERPETUAL EXISTENCE.—Except as otherwise provided, the corporation has perpetual existence.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1326.)

HISTORICAL AND REVISION NOTES

| Revised Section | Source (U.S. Code) | Source (Statutes at Large) |
|-----------------|--------------------|--|
| 31101 | 36:691. | Aug. 6, 1956, ch. 976, § 1, 70 Stat. 1052; Dec. 10, 1991, Pub. L. 102-199, § 1(2), 105 Stat. 1628. |
| | 36:692. | Aug. 6, 1956, ch. 976, § 2, 4(1), 70 Stat. 1052. |
| | 36:694(1). | |

This section is substituted for the source provisions for consistency in the revised title and to eliminate executed and unnecessary words.

§ 31102. Purposes

The purposes of the corporation are—

- (1) to promote the health, social, educational, vocational, and character development of youth throughout the United States; and
- (2) to receive, invest, and disburse funds and to hold property for the purposes of the corporation.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1327.)

HISTORICAL AND REVISION NOTES

| Revised Section | Source (U.S. Code) | Source (Statutes at Large) |
|-----------------|--------------------|--|
| 31102 | 36:693. | Aug. 6, 1956, ch. 976, § 3, 70 Stat. 1052; Dec. 10, 1991, Pub. L. 102-199, § 1(3), 105 Stat. 1628. |

§ 31103. Membership

(a) ELIGIBILITY.—Except as provided in this chapter, eligibility for membership in the corporation and the rights, privileges, and designation of classes of members are as provided in the constitution and bylaws of the corporation.

(b) VOTING.—Each member has one vote on each matter submitted to a vote at a meeting of the members.

(c) BENEFITS OF MEMBER ORGANIZATIONS.—Each organization that is a member of the corporation as provided in the constitution of the corporation is entitled to all the benefits of incorporation under this chapter. Those benefits cease immediately on termination of membership, whether by—

- (1) resignation from the corporation; or
- (2) termination of its membership by the board of directors of the corporation as provided in the constitution.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1327.)

HISTORICAL AND REVISION NOTES

| Revised Section | Source (U.S. Code) | Source (Statutes at Large) |
|-----------------|----------------------------|--|
| 31103(a) | 36:696(a) (1st sentence). | Aug. 6, 1956, ch. 976, § 6, 70 Stat. 1053. |
| 31103(b) | 36:696(a) (last sentence). | |
| 31103(c) | 36:696(b). | |

In subsection (a), the words “are as provided in the constitution and bylaws of the corporation” are substituted for “shall . . . be determined as the constitution and bylaws of the corporation may provide” for consistency in the revised title and to eliminate unnecessary words.

In subsection (b), the words “the right to” are omitted as unnecessary.

In subsection (c), the words “on termination of membership, whether by” are substituted for “either upon” for clarity. The words “in the event that” and “canceled or otherwise” are omitted as unnecessary.

§ 31104. Governing body

(a) BOARD OF DIRECTORS.—(1) The board of directors is the governing body of the corporation. The powers, duties, and responsibilities of the board are as provided in the constitution and bylaws of the corporation.

(2) The number of directors is as provided in the constitution of the corporation. Their manner of selection (including the filling of vacancies) and their term of office are as provided in the constitution and bylaws.

(b) OFFICERS.—(1) The officers of the corporation are a chairman of the board of directors, a president, one or more vice presidents as provided in the constitution and bylaws, a secretary, a treasurer, and one or more assistant secretaries and assistant treasurers as provided in the constitution and bylaws.

(2) The manner of election, term of office, and duties of the officers are as provided in the constitution and bylaws.