

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.)

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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.)

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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.)

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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.

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

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Revised Section	Source (U.S. Code)	Source (Statutes at Large)
31104(a)	36:697.	Aug. 6, 1956, ch. 976, §§ 7, 8, 70 Stat. 1053.
31104(b)	36:698.	

In subsection (a)(1), the word “governing” is substituted for “managing” for consistency in the revised title. The text of 36:697(a) is omitted as executed and obsolete.

§ 31105. Powers

The corporation may—

- (1) adopt and amend a constitution and by-laws for the management of its property and the regulation of its affairs;
- (2) adopt and alter a corporate seal;
- (3) choose officers, managers, agents, and employees as the activities of the corporation require;
- (4) make contracts;
- (5) acquire, own, lease, encumber, and transfer property as necessary or convenient to carry out the purposes of the corporation;
- (6) borrow money, issue instruments of indebtedness, and secure its obligations by granting security interests in its property; and
- (7) sue and be sued.

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

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Revised Section	Source (U.S. Code)	Source (Statutes at Large)
31105	36:694(2)–(9). 36:706.	Aug. 6, 1956, ch. 976, §§ 4(2)–(9), 16, 70 Stat. 1052, 1056.

In this section, the text of 36:706 is omitted as executed and obsolete.

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

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

In clause (4), the words “make contracts” are substituted for “contract and be contracted with” to eliminate unnecessary words.

Clause (5) is substituted for “take by lease, gift, purchase, grant, devise, or bequest from any private corporation, association, partnership, firm, or individual and to hold any property, real, personal, or mixed, necessary or convenient for attaining the objects and carrying into effect the purposes of the corporation” and “transfer, convey, lease, sublease, encumber and otherwise alienate real, personal or mixed property” for consistency in the revised title and to eliminate unnecessary words. The words “subject, however, to applicable provisions of law of any State (A) governing the amount or kind of property which may be held by, or (B) otherwise limiting or controlling the ownership of property by, a corporation operating in such State” are omitted as unnecessary.

In clause (6), 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, deed of trust, pledge, or otherwise” to eliminate unnecessary words. The words “subject in every case to all applicable provisions of Federal and State laws” are omitted as unnecessary.

In clause (7), the words “complain and defend in any court of competent jurisdiction” are omitted as unnecessary.

§ 31106. 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 or officer as such may not contribute to, support, or assist a political party or candidate for public office.

(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 as such during the life of the corporation or on its dissolution or final liquidation. This subsection does not prevent the payment of compensation to an officer in an amount approved by the board of directors.

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

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1328.)

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Revised Section	Source (U.S. Code)	Source (Statutes at Large)
31106(a)	36:702.	Aug. 6, 1956, ch. 976, §§ 9, 10, 12, 70 Stat. 1055.
31106(b)	36:700.	
31106(c)	36:699(a).	
31106(d)	36:699(b).	

In subsection (a), the words “any shares of” 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.

In subsection (d), the words “or advance” are added in 2 places for consistency in the subsection.

§ 31107. Principal office

The principal office of the corporation shall be in New York, New York, or another place decided by the board of directors. However, the activities of the corporation are not confined to the place where the principal office is located but may be conducted throughout the States, territories, and possessions of the United States.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1328.)

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Revised Section	Source (U.S. Code)	Source (Statutes at Large)
31107	36:695(a).	Aug. 6, 1956, ch. 976, § 5(a), 70 Stat. 1053.

The word “various” is omitted as unnecessary.

§ 31108. Records and inspection

(a) RECORDS.—The corporation shall keep—

- (1) correct and complete records of account;
- (2) minutes of the proceedings of its members, board of directors, and committees having any of the authority of its board of directors; and