

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1293.)

## HISTORICAL AND REVISION NOTES

Revised Section	Source (U.S. Code)	Source (Statutes at Large)
21104(a) .....	36:2405 (words before 3d comma).	June 12, 1984, Pub. L. 98-314, §5 (words before 3d comma, words after 3d comma related to discrimination in membership), 98 Stat. 238.
21104(b) .....	36:2405 (words after 3d comma related to discrimination in membership).	

**§ 21105. Governing body**

(a) **BOARD OF DIRECTORS.**—The board of directors and the responsibilities of the board are as provided in the articles of incorporation.

(b) **OFFICERS.**—The officers and the election of officers are as provided in the articles of incorporation.

(c) **NONDISCRIMINATION.**—The requirements for holding office in the corporation may not discriminate on the basis of race, color, religion, or national origin.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1293.)

## HISTORICAL AND REVISION NOTES

Revised Section	Source (U.S. Code)	Source (Statutes at Large)
21105(a) .....	36:2406.	June 12, 1984, Pub. L. 98-314, §§5 (words after 3d comma related to discrimination in holding office), 6, 7, 98 Stat. 238.
21105(b) .....	36:2407.	
21105(c) .....	36:2405 (words after 3d comma related to discrimination in holding office).	

The words “and in conformity with the laws of the State or States in which it is incorporated” in 36:2406 and “and in conformity with the laws of the State or States wherein it is incorporated” in 36:2407 are omitted as unnecessary.

**§ 21106. Powers**

The corporation has only the powers provided in its bylaws and articles of incorporation filed in each State in which it is incorporated.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1293.)

## HISTORICAL AND REVISION NOTES

Revised Section	Source (U.S. Code)	Source (Statutes at Large)
21106 .....	36:2402.	June 12, 1984, Pub. L. 98-314, §2, 98 Stat. 237.

The words “and subject to the laws of such State or States” are omitted as unnecessary.

**§ 21107. Restrictions**

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

(b) **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 during the life of the charter granted by this chapter. This subsection does not prevent the payment of reasonable

compensation to an officer or reimbursement for actual necessary expenses in amounts approved by the board of directors.

(c) **LOANS.**—The corporation may not make a loan to a director, officer, or employee.

(d) **CLAIM OF GOVERNMENTAL APPROVAL OR AUTHORITY.**—The corporation may not claim congressional approval or the authority of the United States Government for any of its activities.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1293.)

## HISTORICAL AND REVISION NOTES

Revised Section	Source (U.S. Code)	Source (Statutes at Large)
21107(a) .....	36:2408(c).	June 12, 1984, Pub. L. 98-314, §§8(a)-(d), 98 Stat. 238.
21107(b) .....	36:2408(a).	
21107(c) .....	36:2408(b).	
21107(d) .....	36:2408(d).	

In subsection (a), the words “any shares of” are omitted as unnecessary.

In subsection (b), the words “inure to the benefit of” are substituted for “inure to” for consistency in the revised title.

**§ 21108. Duty to maintain corporate and tax-exempt status**

(a) **CORPORATE STATUS.**—The corporation shall maintain its status as a corporation incorporated under the laws of each State in which it is incorporated.

(b) **TAX-EXEMPT STATUS.**—The corporation shall maintain its status as an organization exempt from taxation under the Internal Revenue Code of 1986 (26 U.S.C. 1 et seq.).

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1294.)

## HISTORICAL AND REVISION NOTES

Revised Section	Source (U.S. Code)	Source (Statutes at Large)
21108(a) .....	36:2408(e).	June 12, 1984, Pub. L. 98-314, §§8(e), 15 (1st sentence), 98 Stat. 238, 239.
21108(b) .....	36:2414 (1st sentence).	

In subsection (a), the words “organized and” are omitted as unnecessary. The words “each State” are substituted for “State or States” for consistency in the revised title and to eliminate unnecessary words.

**§ 21109. 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

(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. 1294.)

HISTORICAL AND REVISION NOTES

<i>Revised Section</i>	<i>Source (U.S. Code)</i>	<i>Source (Statutes at Large)</i>
21109 .....	36:2410.	June 12, 1984, Pub. L. 98-314, §10, 98 Stat. 238.

The word “records” is substituted for “books and records” for consistency in the revised title and with other titles of the United States Code. The words “Nothing in this section shall be construed to contravene any applicable State law” are omitted as unnecessary.

§ 21110. Service of process

The corporation shall comply with the law on service of process of each State in which it is incorporated and each State in which it carries on activities.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1294.)

HISTORICAL AND REVISION NOTES

<i>Revised Section</i>	<i>Source (U.S. Code)</i>	<i>Source (Statutes at Large)</i>
21110 .....	36:2404.	June 12, 1984, Pub. L. 98-314, §4, 98 Stat. 238.

§ 21111. 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. 1294.)

HISTORICAL AND REVISION NOTES

<i>Revised Section</i>	<i>Source (U.S. Code)</i>	<i>Source (Statutes at Large)</i>
21111 .....	36:2409.	June 12, 1984, Pub. L. 98-314, §9, 98 Stat. 238.

§ 21112. Annual report

The corporation shall submit an annual report to Congress on the activities of the corporation during the prior fiscal year. The report shall be submitted at the same time as the report of the audit required by section 10101 of this title. The report may not be printed as a public document.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1294.)

HISTORICAL AND REVISION NOTES

<i>Revised Section</i>	<i>Source (U.S. Code)</i>	<i>Source (Statutes at Large)</i>
21112 .....	36:2411.	June 12, 1984, Pub. L. 98-314, §12, 98 Stat. 239.

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 196 of House Document No. 103-7.

CHAPTER 213—AMERICAN HISTORICAL ASSOCIATION

- Sec. 21301. Organization.
- 21302. Purposes.
- 21303. Powers.
- 21304. Annual meeting.
- 21305. Principal office.

- Sec. 21306. Historical collections.
- 21307. Annual report.

§ 21301. Organization

American Historical Association (in this chapter, the “corporation”) is a body corporate and politic in the District of Columbia.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1294.)

HISTORICAL AND REVISION NOTES

<i>Revised Section</i>	<i>Source (U.S. Code)</i>	<i>Source (Statutes at Large)</i>
21301 .....	36:20 (1st sentence words before “for the promotion”).	Jan. 4, 1889, ch. 20, (1st sentence words before “for the promotion”), 25 Stat. 640.

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

§ 21302. Purposes

The purposes of the corporation are—

- (1) to promote historical studies;
- (2) to collect and preserve historical manuscripts; and
- (3) other kindred purposes in the interest of American history and of history in America.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1294.)

HISTORICAL AND REVISION NOTES

<i>Revised Section</i>	<i>Source (U.S. Code)</i>	<i>Source (Statutes at Large)</i>
21302 .....	36:20 (1st sentence words beginning with “for the promotion”).	Jan. 4, 1889, ch. 20, (1st sentence words beginning with “for the promotion”), 25 Stat. 640.

§ 21303. Powers

The corporation may—

- (1) adopt a constitution and bylaws; and
- (2) hold property in the District of Columbia necessary to carry out the purposes of the corporation.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1295.)

HISTORICAL AND REVISION NOTES

<i>Revised Section</i>	<i>Source (U.S. Code)</i>	<i>Source (Statutes at Large)</i>
21303 .....	36:20 (2d sentence).	Jan. 4, 1889, ch. 20, (2d sentence), 25 Stat. 640; July 3, 1957, Pub. L. 85-83, §1, 71 Stat. 276.

In clause (1), the words “not inconsistent with law” are omitted as unnecessary.

In clause (2), the word “property” is substituted for “real and personal estate”, and the word “necessary” is substituted for “so far only as may be necessary”, to eliminate unnecessary words. The words “to carry out the purposes of the corporation” are substituted for “to its lawful ends” for consistency in the revised title.

TAX EXEMPTION OF REAL PROPERTY

Pub. L. 85-83, §2, July 3, 1957, 71 Stat. 277, provided that: “The real property situated in Square 817, in the city of Washington, District of Columbia, described as lot 23, owned, occupied, and used by the American Historical Association, is exempt from all taxation so long as the same is so owned and occupied, and not used for commercial purposes, subject to the provisions of sec-