

§ 25. Executive board; powers.

The governing body of the said Boy Scouts of America shall consist of an executive board composed of citizens of the United States. The number, qualifications, and terms of office of members of the executive board shall be prescribed by the bylaws. The persons mentioned in section 21 of this title shall constitute the first executive board and shall serve until their successors are elected and have qualified. Vacancies in the executive board shall be filled by a majority vote of the remaining members thereof. The bylaws may prescribe the number of members of the executive board necessary to constitute a quorum of the board, which number may be less than a majority of the whole number of the board. The executive board shall have power to make and to amend the bylaws, and, by a two-thirds vote of the whole board at a meeting called for this purpose, may authorize and cause to be executed mortgages and liens upon the property of the corporation. The executive board may, by resolution passed by a majority of the whole board, designate three or more of their number to constitute an executive or governing committee, of which a majority shall constitute a quorum, which committee, to the extent provided in said resolution or in the bylaws of the corporation, shall have and exercise the powers of the executive board in the management of the business affairs of the corporation, and may have power to authorize the seal of the corporation to be affixed to all papers which may require it. The executive board, by the affirmative vote of a majority of the whole board, may appoint any other standing committees, and such standing committees shall have and may exercise such powers as shall be conferred or authorized by the bylaws. With the consent in writing and pursuant to an affirmative vote of a majority of the members of said corporation, the executive board shall have authority to dispose in any manner of the whole property of the corporation. (June 15, 1916, ch. 148, § 5, 39 Stat. 228.)

CROSS REFERENCES

Citizenship clause, see Const. Amend. 14, § 1.

§ 26. Annual and special meetings; quorum.

An annual meeting of the incorporators, their associates and successors, shall be held once in every year after the year of incorporation, at such time and place as shall be prescribed in the bylaws, when the annual reports of the officers and executive board shall be presented and members of the executive board elected for the ensuing year. Special meetings of the corporation may be called upon such notice as may be prescribed in the bylaws. The number of members which shall constitute a quorum at any annual or special meeting shall be prescribed in the bylaws. The members and executive board shall have power to hold their meetings and keep the seal, books, documents, and papers of the corporation within or without the District of Columbia. (June 15, 1916, ch. 148, § 6, 39 Stat. 228.)

§ 27. Exclusive right to emblems, hadges, marks and words or phrases.

The corporation shall have the sole and exclusive right to have and to use, in carrying out its purposes, all emblems and badges, descriptive or designating

marks, and words or phrases now or heretofore used by the Boy Scouts of America in carrying out its program, it being distinctly and definitely understood, however, that nothing in this chapter shall interfere or conflict with established or vested rights. (June 15, 1916, ch. 148, § 7, 39 Stat. 228.)

CROSS REFERENCES

Right to wear uniforms, see sections 771—774, 8612, 6297, 8612 of Title 10, Armed Forces.

Trade-mark provisions of section 1051 et seq. of Title 15 not to repeal or affect this section, see note set out under section 1051 of Title 15, Commerce and Trade.

§ 28. Reports to Congress.

On or before the 1st day of April of each year the said Boy Scouts of America shall make and transmit to Congress a report of its proceedings for the year ending December 31 preceding. (June 15, 1916, ch. 148, § 8, 39 Stat. 229; Aug. 30, 1964, Pub. L. 88-504, § 4(1), 78 Stat. 636.)

AMENDMENTS

1964—Pub. L. 88-504 deleted ", including a full, complete, and itemized report of receipts and expenditures, of whatever kind" following "December 31 preceding".

§ 29. Reservation of right to amend or repeal chapter.

Congress shall have the right to repeal, alter, or amend this chapter at any time. (June 15, 1916, ch. 148, § 9, 39 Stat. 229.)

Chapter 2A.—GIRL SCOUTS OF AMERICA

Sec.

31. Corporation created.
32. Name; general powers and duties.
33. Purposes of corporation.
34. National Council; powers; board of directors; executive committee.
35. Regular and special meetings.
36. Exclusive right to emblems, badges, marks and words or phrases.
37. Reports to Congress.
38. Acquisition of assets and liabilities of existing corporation.
39. Printing annual report.

§ 31. Corporation created.

Mrs. Harry S. Truman, of Independence, Missouri; Mrs. Woodrow Wilson, of Washington, District of Columbia; Mrs. Calvin Coolidge, of Northampton, Massachusetts; Mrs. Franklin D. Roosevelt, of Hyde Park, New York; Mrs. Arthur O. Choate, of New York, New York; Mrs. Frederick H. Brooke, of Washington, District of Columbia; Mrs. Vance C. McCormick, of Harrisburg, Pennsylvania; Mrs. Harvey S. Mudd, of Los Angeles, California; Mrs. Alan H. Means, of Los Angeles, California; Mrs. C. Vaughan Ferguson, of Schenectady, New York; Doctor Mary H. S. Hayes, of New York, New York; Mrs. Walter N. Rothschild, of New York, New York; Mrs. Charles Kendrick, of San Francisco, California; Mrs. Frederick H. Bucholz, of Omaha, Nebraska; Mrs. Nathan Mobley, of Greenwich, Connecticut; Mrs. Amory Houghton, of Corning, New York; Mrs. Gordon Hunger, of Scarsdale, New York; Mrs. Charles H. Ridder, of New York, New York; Mrs. Paul Ritzenhouse, of New York, New York; Mrs. Alfred R. Bachrach, of New York, New York; Mrs. Stanlee T. Bates, of Cleveland Heights, Ohio; Mrs. D. D. Bovaird, of Tulsa, Oklahoma; Mrs. W. Wright Byran, of Atlanta, Georgia; Mrs. R. A. Burnett, of Amarillo,

Texas; Mrs. Cyril T. Carney, of Des Moines, Iowa; Mrs. Leonard G. Carpenter, of Crystal Bay, Minnesota; Mrs. Everett Case, of Hamilton, New York; Doctor Rosalind Cassidy, of Santa Monica, California; Mrs. H. S. Fenimore Cooper, of Cooperstown, New York; Mrs. J. Roger DeWitt, of Independence, Missouri; Mrs. R. T. Dozier, of Montgomery, Alabama; Mrs. Charles W. Farnsworth, of Concord, Massachusetts; Mrs. Merritt Farrell, of Newtown, Ohio; Mrs. W. V. M. Fawcett, of Newton, Massachusetts; Mrs. J. T. Finlen, of Butte, Montana; Mrs. John A. Frick, of Allentown, Pennsylvania; Mrs. A. B. Graham, of Portland, Oregon; Mrs. Edward F. Johnson, of Scarsdale, New York; Mrs. Charles H. Larkin Second, of Eden, New York; Mrs. Roy F. Layton, of Chevy Chase, Maryland; Mrs. James P. McGranery, of Philadelphia, Pennsylvania; Mrs. Julius Mark, of New York, New York; Miss Clementine Miller, of Columbus, Indiana; Mrs. Dudley H. Mills, of Glen Head, Long Island, New York; Mrs. Hilleary L. Murray, of Minneapolis, Minnesota; Mrs. C. E. Robbins, of Pierre, South Dakota; Mrs. Harry M. Robbins, of Seattle, Washington; Mrs. Snelling Robinson, of Lake Forest, Illinois; Mrs. Harry M. Sartoris, of Washington, District of Columbia; Mrs. Theodore Squier, of Milwaukee, Wisconsin; Miss Dorothea Sullivan, of Washington, District of Columbia; Mrs. John Arthur Thum, of Glendora, California; Mrs. George L. Todd, of Rochester, New York; Mrs. Abe D. Waldauer, of Memphis, Tennessee; Mrs. Frank L. Well, of New York, New York; Mrs. John M. Whalen, of Kingston, Rhode Island; Mrs. William T. Wilson, Junior, of Winston-Salem, North Carolina; Mrs. Albert E. Winger, of New York, New York; Mrs. Arthur Woods, of Washington, District of Columbia, officers, directors, or members; and their associates and successors, constituting Girl Scouts of the United States of America, a membership corporation organized under the laws of the District of Columbia (hereinafter referred to as the "old corporation"), are incorporated a body corporate and politic of the District of Columbia, where its domicile shall be. (Mar. 16, 1950, ch. 62, § 1, 64 Stat. 22.)

RESERVATION OF POWER TO REPEAL, ALTER, OR AMEND
CHAPTER

Section 9 of act Mar. 16, 1950, provided that: "Congress shall have the right to repeal, alter, or amend this Act [this chapter] at any time."

§ 32. Name; general powers and duties.

The name of such corporation shall be Girl Scouts of the United States of America (hereinafter referred to as the "corporation"), and by that name it shall have perpetual succession, with power to sue and be sued in courts of law and equity within the jurisdiction of the United States; to take, receive, and hold, in trust or otherwise, and to sell and convey real and personal property necessary for its corporate purposes, and other real and personal property, the income from which shall be applied to its corporate purposes; to adopt a seal, and to alter or destroy such seal; to have offices and to conduct its business and affairs within and without the District of Columbia and in the several States, Territories, and possessions of the United States; to adopt a constitution, bylaws, rules, and regulations (includ-

ing regulations for the election of associates and successors) not inconsistent with the laws of the United States, or any State thereof, and from time to time to alter such constitution, bylaws, rules, and regulations and generally to perform such acts as may be necessary to carry out the purposes of this chapter and promote the purposes of the corporation. (Mar. 16, 1950, ch. 62, § 2, 64 Stat. 23.)

CROSS REFERENCES

Exemption from income tax of certain organizations, see section 501 of Title 26, Internal Revenue Code.

FEDERAL RULES OF CIVIL PROCEDURE

Federal Rules of Civil Procedure as governing the procedure in all suits of a civil nature whether cognizable as cases at law or in equity, see rule 1, Title 28, Appendix, Judiciary and Judicial Procedure.

One form of action, see rule 2.

Service of process upon agent of domestic or foreign corporation, see rule 4 (d) (3), (7).

§ 33. Purposes of corporation.

The purposes of the corporation shall be to promote the qualities of truth, loyalty, helpfulness, friendliness, courtesy, purity, kindness, obedience, cheerfulness, thriftiness, and kindred virtues among girls, as a preparation for their responsibilities in the home and for service to the community, to direct and coordinate the Girl Scout movement in the United States, its Territories, and possessions, and to fix and maintain standards for the movement which will inspire the rising generation with the highest ideals of character, patriotism, conduct, and attainment, which purposes shall be nonsectarian, nonpolitical, and not for pecuniary profit. (Mar. 16, 1950, ch. 62, § 3, 64 Stat. 23.)

§ 34. National Council; powers; board of directors; executive committee.

There shall be a National Council of Girl Scouts (hereinafter referred to as the "national council"), which shall have power to make and amend a constitution and bylaws, and to elect a board of directors, and officers and agents. The number, qualifications, and terms of office of members of the national council shall be prescribed by the constitution, except that they shall be citizens of the United States. The constitution may prescribe the number of members of the national council necessary to constitute a quorum, which number may be less than a majority of the whole number. The affairs of the corporation between meetings of the national council shall be managed by a board of directors, except that the bylaws may provide for an executive committee to exercise the powers of the board of directors in the interim between its meetings, and for other committees to operate under the general supervision of the board of directors. The number, qualifications, and terms of office of members of the board of directors shall be prescribed by the constitution. The constitution may prescribe the number of members of the board of directors necessary to constitute a quorum which number shall not be less than twenty, or two-fifths of the whole number. The board of directors, to the extent provided in the constitution and bylaws, shall have the powers of the national council, in the interim between its meetings. The national council, or between meetings thereof, the board of directors, may authorize and cause to

be executed leases, mortgages, and liens upon, and sales and conveyances of, any of the property of the corporation; and the proceeds arising therefrom shall be applied or invested for the use and benefit of the corporation. (Mar. 16, 1950, ch. 62, § 4, 64 Stat. 23; Aug. 14, 1953, ch. 486, § 1, 67 Stat. 582.)

AMENDMENTS

1953—Act Aug. 14, 1953, made it clear that only citizens of the United States may be members of the National Council.

CROSS REFERENCES

Citizenship clause, see Const. Amend. 14, § 1.

§ 35. Regular and special meetings.

Meetings of the national council shall be held as provided in the constitution, for elections, and to receive the reports of the officers and board of directors. Special meetings may be called as prescribed in the constitution. The national council and the board of directors shall have power to hold meetings and keep the seal, books, documents, and papers of the corporation within or without the District of Columbia. (Mar. 16, 1950, ch. 62, § 5, 64 Stat. 24; Aug. 14, 1953, ch. 486, § 1, 67 Stat. 582.)

AMENDMENTS

1953—Act Aug. 14, 1953, eliminated the provision that there must be a meeting of the National Council at least once every two years.

§ 36. Exclusive right to emblems, badges, marks and words or phrases.

The corporation shall have the sole and exclusive right to have and to use, in carrying out its purposes, all emblems and badges, descriptive or designating marks, and words or phrases now or heretofore used by the old corporation and by its successor in carrying out its program, including the sole and exclusive right to use, or to authorize the use of, during the existence of the corporation, the badge of the Girl Scouts, Incorporated, which is referred to in the Act of August 12, 1937 (Public, Numbered 259, Seventy-fifth Congress; 50 Stat. 623), and all the other aforesaid emblems and badges, descriptive or designating marks, and words or phrases in connection with the manufacturing, advertising, and selling of equipment and merchandise: *Provided, however*, That nothing in this chapter shall interfere or conflict with established or vested rights. (Mar. 16, 1950, ch. 62, § 6, 64 Stat. 24; Aug. 17, 1951, ch. 328, 65 Stat. 193.)

REFERENCES IN TEXT

Act of August 12, 1937 (Public, Numbered 259, Seventy-fifth Congress; 50 Stat. 623), referred to in text, is act Aug. 12, 1937, ch. 590, 50 Stat. 623, which related to renewal for 14 years from Aug. 12, 1937 of design patent numbered 60731, issued Mar. 28, 1922, being generally known as the badge of the Girl Scouts, Incorporated, and is not classified to the Code.

AMENDMENTS

1951—Act Aug. 17, 1951, inserted "and by its successors" following "old corporation", inserted "including the sole * * * equipment and merchandise:", and substituted "*Provided, however*, That" for "it being distinctly and definitely understood, however, that".

§ 37. Reports to Congress.

On or before the first day of April of each year the corporation shall make and transmit to Congress a report of its proceedings for the preceding fiscal year. (Mar. 16, 1950, ch. 62, § 7, 64 Stat. 24; Aug. 14,

1953, ch. 486, § 2, 67 Stat. 583; Aug. 30, 1964, Pub. L. 88-504, § 4(2), 78 Stat. 636.)

AMENDMENTS

1964—Pub. L. 88-504 deleted ", including a full, complete, and itemized report of receipts and expenditures of whatever kind" following "fiscal year".

1953—Act Aug. 14, 1953, substituted "for the preceding fiscal year" for "for the year ending December 31, preceding" following "its proceedings".

§ 38. Acquisition of assets and liabilities of existing corporation.

On March 16, 1950, the separate existence of the old corporation shall cease and the old corporation shall be merged into the corporation. The corporation shall possess all the public and private rights, privileges, powers, and franchises and shall be subject to all the restrictions, disabilities, and duties of the old corporation so merged into it, and all of the rights, privileges, powers, and franchises of the old corporation, and all property—real, personal, and mixed—and all debts due it on whatever account shall be vested in the corporation; and all property, rights, privileges, powers, and franchises and all other interests of the old corporation shall be the property of the corporation and the title to any real estate vested in the old corporation by deed or otherwise, under the laws of the District of Columbia or any State, shall not revert or be in any way impaired by reason of this chapter: *Provided, however*, That all rights of creditors and all liens upon any property of the old corporation shall be preserved unimpaired and all its debts, liabilities, and duties shall attach to the corporation and may be enforced against it to the same extent as if such debts, liabilities, and duties had been incurred or contracted by it. (Mar. 16, 1950, ch. 62, § 8, 64 Stat. 24.)

§ 39. Printing annual report.

The annual report of the Girl Scouts of the United States of America shall be printed each year, with accompanying illustrations, as a separate House document of the session of the Congress to which such report may be submitted. (Apr. 16, 1951, ch. 29, 65 Stat. 32.)

Chapter 3.—THE AMERICAN LEGION

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43. Purposes of corporation.
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48. Exclusive right to names.
49. Reports to Congress.
50. Agents for service of process.
51. Reservation of right to amend or repeal chapter.

§ 41. Corporation created.

That the following persons, to wit: William S. Beam, of North Carolina; Charles H. Brent, of New York; William H. Brown, of Connecticut; G. Edward Buxton, junior, of Rhode Island; Bennett C. Clark, of Missouri; Richard Derby, of New York; L. H. Evridge, of Texas; Milton J. Foreman, of Illinois; Ruby D. Garrett, of Missouri; Fred J. Griffith, of Oklahoma; Roy C. Haines, of Maine; John