

CHAPTER 1505—NATIONAL CONFERENCE OF STATE SOCIETIES, WASHINGTON, DISTRICT OF COLUMBIA

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§ 150501. Definition

For purposes of this chapter, “State” includes the District of Columbia.

§ 150502. Organization

(a) FEDERAL CHARTER.—National Conference of State Societies, Washington, District of Columbia (in this chapter, the “corporation”), is a federally chartered corporation.

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

§ 150503. Purposes

The purposes of the corporation are—

- (1) to promote friendly and cooperative relations between the State and territorial societies in the District of Columbia;
- (2) to foster, participate in, and encourage educational, cultural, charitable, civic, and patriotic programs and activities in the District of Columbia and surrounding communities; and
- (3) to act as contact agent with States for carrying out State and national programs.

§ 150504. Membership

The membership of the corporation consists of the members of the State and territorial societies in the District of Columbia.

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Except as provided in this chapter, eligibility for membership in the corporation and the rights and privileges of members are as provided in the bylaws and regulations of the corporation.

§ 150505. Governing body

(a) BOARD OF REPRESENTATIVES.—(1) The board of representatives is the governing body of the corporation. The board shall exercise the powers granted to the corporation.

(2) The board consists of one representative from each State society and territorial society in the District of Columbia. Each member of the board has one vote.

(b) OFFICERS.—(1) The officers of the corporation are a president, a first vice president, a second vice president, a secretary, an assistant secretary, a treasurer, an assistant treasurer, a historian, and other officers designated by the board.

(2) The officers shall be elected by the board at an annual meeting and serve for a term of 1 year.

§ 150506. Powers

The corporation has the powers provided in its bylaws and articles of incorporation filed in the State in which it is incorporated, including the power to—

- (1) adopt bylaws and regulations for the management of

its property and the regulation of its affairs;

- (2) adopt and alter a corporate seal;
- (3) adopt emblems and badges;
- (4) choose officers, managers, 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) publish a magazine, newspaper, and other publications consistent with the purposes of the corporation;
- (9) sue and be sued; and
- (10) do any other act necessary and proper to carry out the purposes of the corporation.

§ 150507. Exclusive right to name, seals, emblems, and badges

The corporation has the exclusive right to use the name “National Conference of State Societies, Washington, District of Columbia” and seals, emblems, and badges the corporation adopts.

§ 150508. Restrictions

- (a) STOCK AND DIVIDENDS.—The corporation may not issue stock or declare or pay a dividend.
- (b) POLITICAL ACTIVITIES.—The corporation or an officer or member as such may not contribute to, support, or assist a political party or candidate for elective public office. The corporation may not carry on propaganda.
- (c) DISTRIBUTION OF INCOME OR ASSETS.—The income or assets of the corporation may not inure to the benefit of, or be distributed to, an officer or member except on dissolution or final liquidation of the corporation.

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- (d) LOANS.—The corporation may not make a loan or advance to an officer or member of the board of representatives. Officers and members of the board who vote for or assent to making a loan or advance to an officer or member of the board, and officers or members of the board 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.

§ 150509. Headquarters and principal office

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

§ 150510. 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 representatives, and committees having any of the authority of its board of representatives; 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.

§ 150511. Service of process

(a) DISTRICT OF COLUMBIA.—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 address of the agent, is notice to or service on the corporation.

(b) STATES.—As a condition to the exercise in any State of any power or privilege granted by this chapter, the corporation shall file, with secretary of state or other designated official of that State, the name and address of an agent in that State on whom legal process or demands against the corporation may be served.

§ 150512. 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.

§ 150513. Distribution of assets on dissolution or final liquidation

On dissolution or final liquidation of the corporation, any assets remaining after the discharge of all liabilities shall be divided equally among the State and territorial societies in the District of Columbia.