

(Aug. 4, 1955, ch. 546, § 8, 69 Stat. 489.)

§ 639. Distribution of income or assets to members; loans

(a) No part of the income or assets of the corporation shall inure to any member, officer, or director, or be distributable to any such person otherwise than upon dissolution or final liquidation of the corporation as provided in section 645 of this title. Nothing in this subsection, however, shall be construed to prevent the payment of compensation to officers of the corporation in amounts approved by the executive committee of the corporation.

(b) The corporation shall not make loans to its officers, directors, or employees. Any director who votes for or assents to the making of a loan to an officer, director, or employee of the corporation, and any officer who participates in the making of such loan, shall be jointly and severally liable to the corporation for the amount of such loan until the repayment thereof.

(Aug. 4, 1955, ch. 546, § 9, 69 Stat. 489.)

§ 640. Nonpolitical nature of corporation

The corporation, and its officers and directors as such, shall not contribute to or otherwise support or assist any political party or candidate for public office.

(Aug. 4, 1955, ch. 546, § 10, 69 Stat. 489.)

§ 641. Liability for acts of officers and agents

The corporation shall be liable for the acts of its officers and agents when acting within the scope of their authority.

(Aug. 4, 1955, ch. 546, § 11, 69 Stat. 489.)

§ 642. Prohibition against issuance of stock or payment of dividends

The corporation shall have no power to issue any shares of stock or to declare or pay any dividends.

(Aug. 4, 1955, ch. 546, § 12, 69 Stat. 489.)

§ 643. Books and records; inspection

The corporation shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its members, board of directors, and committees having any authority under the board of directors; and it shall also keep at its principal office a record of the names and addresses of its members entitled to vote. All books and records of the corporation may be inspected by any member entitled to vote, or his agent or attorney, for any proper purpose, at any reasonable time.

(Aug. 4, 1955, ch. 546, § 13, 69 Stat. 489.)

§ 644. Repealed. Pub. L. 88-504, § 4(24), Aug. 30, 1964, 78 Stat. 637

Section, act Aug. 4, 1955, ch. 546, § 14, 69 Stat. 489, related to audit of financial transactions and report of such audit to Congress. See sections 1101 to 1103 of this title.

§ 645. Use of assets on dissolution or liquidation

Upon final dissolution or liquidation of the corporation, and after discharge or satisfaction

of all outstanding obligations and liabilities, the remaining assets of the corporation may be distributed in accordance with the determination of the board of directors of the corporation and in compliance with the constitution and bylaws of the corporation and all Federal and State laws applicable thereto.

(Aug. 4, 1955, ch. 546, § 15, 69 Stat. 490.)

SECTION REFERRED TO IN OTHER SECTIONS

This section is referred to in section 639 of this title.

§ 646. Acquisition of assets and liabilities of existing corporation

The corporation may acquire the assets of the Army and Navy Legion of Valor of the United States of America, Incorporated, a body corporate organized under the laws of the State of New York, upon discharging or satisfactorily providing for the payment and discharge of all of the liabilities of such State corporation and upon complying with all the laws of the State of New York applicable thereto.

(Aug. 4, 1955, ch. 546, § 16, 69 Stat. 490.)

SECTION REFERRED TO IN OTHER SECTIONS

This section is referred to in sections 636, 637 of this title.

§ 647. Reservation of right to amend or repeal chapter

The right to alter, amend, or repeal this chapter is expressly reserved.

(Aug. 4, 1955, ch. 546, § 17, 69 Stat. 490.)

§ 648. Change of name to Legion of Valor of the United States of America, Incorporated

The corporation known as the Army and Navy Legion of Valor of the United States of America, Incorporated, which was incorporated by the Act entitled "An Act to incorporate the Army and Navy Legion of Valor of the United States of America", approved August 4, 1955 (69 Stat. 486), shall be known and designated on and after June 21, 1961 as the Legion of Valor of the United States of America, Incorporated, and any reference to such corporation under the name of the Army and Navy Legion of Valor of the United States of America, Incorporated, shall be held to refer to such corporation under and by the name of the Legion of Valor of the United States of America, Incorporated.

(Pub. L. 87-56, § 1, June 21, 1961, 75 Stat. 95.)

REFERENCES IN TEXT

The Act entitled "An Act to incorporate the Army and Navy Legion of Valor of the United States of America", approved August 4, 1955, referred to in text, is act Aug. 4, 1955, ch. 546, 69 Stat. 486, as amended, which is classified generally to this chapter (§ 631 et seq.). For complete classification of this Act to the Code, see Tables.

CODIFICATION

Section was not enacted as a part of act Aug. 4, 1955, ch. 546, 69 Stat. 486, which comprises this chapter.

CHAPTER 28—NATIONAL MUSIC COUNCIL

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§ 661. Corporation created

The following persons: Stanley Adams, New York, New York; Irl Allison, Austin, Texas; Leon Barzin, New York, New York; Marion Bauer, New York, New York; Edwine Behre, New York, New York; Thomas H. Belviso, Pelham Manor, New York; Robert Russell Bennett, New York, New York; Duane Branigan, Champaign, Illinois; Howard C. Bronson, Hague, Virginia; John Brownlee, New York, New York; L. Perkins Bull, Glencoe, Illinois; Earl Campbell, Washington, District of Columbia; Leon Carson, New York, New York; Robert A. Choate, Boston, Massachusetts; James Francis Cooke, Philadelphia, Pennsylvania; Paul Creston, Yonkers, New York; Kathleen Davison, Des Moines, Iowa; Norman Dello Joio, New York, New York; Vera Wardner Dougan, Beloit, Wisconsin; Walter G. Douglas, New York, New York; Deane Edwards, Rye, New York; S. Lewis Elmer, New York, New York; Herman Finkelstein, New York, New York; Charles Warren Fox, Rochester, New York; Arthur Flagler Fultz, Boston, Massachusetts;

Percy Walter Gatz, White Plains, New York; Karl Geiringer, Boston, Massachusetts; Ira Gershwin, Beverly Hills, California; Ray Green, New York, New York; Vernon Hammond, Philadelphia, Pennsylvania; Howard Hanson, Rochester, New York; Otto A. Harbach, New York, New York; Ernest E. Harris, New York, New York; Arthur A. Hauser, Berwyn, Pennsylvania; Carl Haverlin, New York, New York; Patrick Hayes, Washington, District of Columbia; Frank W. Hill, Cedar Falls, Iowa; Mark M. Horblit, Boston, Massachusetts; Edwin Hughes, New York, New York; Edna Wallace Johnston, Winter Park, Florida; Archie N. Jones, Austin, Texas; S. Turner Jones, Baldwin, New York; Arthur Judson, New York, New York; Harrison Keller, Boston, Massachusetts; Ruth Kemper, New York, New York; Raymond Kendall, Los Angeles, California; Richard Korn, New York, New York; Olga Koussevitzky, Lenox, Massachusetts; Otto Luening, New York, New York; Mae MacKenzie, Pittsburgh, Pennsylvania;

Joseph E. Maddy, Ann Arbor, Michigan; Donald F. Malin, Boston, Massachusetts; Marie

Marti, Detroit, Michigan; Jane R. Mayer, New York, New York; Charles Mayer, New York, New York; Peter Mennin, New York, New York; Ada Holding Miller, Providence, Rhode Island; Howard Mitchell, Washington, District of Columbia; Dmitri Mitropoulos, New York, New York; Douglas Moore, New York, New York; Harold C. Morris, New York, New York; Carol Morse, New York, New York; Walter W. Naumburg, New York, New York; Herman Neuman, New York, New York; Geoffrey O'Hara, Pawling, New York; Ralph Sylvester Peer, New York, New York; Gustave Reese, New York, New York; Claire R. Reis, New York, New York; Cornelia B. Rogers, New York, New York; Willard Rhodes, New York, New York; James Sample, Erie, Pennsylvania; William A. Schroeder, New York, New York; Elie Siegmeister, Great Neck, New York; Izler Solomon, Peekskill, New York; Sigmund Spaeth, New York, New York;

Harold Spivacke, Washington, District of Columbia; Marshall Stearns, New York, New York; William Richard Steinway, New York, New York; Paul Swarm, Decatur, Illinois; Bernard U. Taylor, New York, New York; Anthony Ralph Teta, New Haven, Connecticut; Charles A. Wall, New York, New York; Sidney William Wattenberg, New York, New York; Eleanor Hale Wilson, Seattle, Washington; Philip Wyman, Cincinnati, Ohio; and their associates and successors, are created a body corporate by the name of National Music Council (hereinafter referred to as the "Corporation") and by such name shall be known and have perpetual succession and the powers and limitations contained in this chapter.

(Aug. 1, 1956, ch. 824, § 1, 70 Stat. 794.)

SECTION REFERRED TO IN OTHER SECTIONS

This section is referred to in sections 662, 679 of this title.

§ 662. Completion of organization

A majority of the persons named in section 661 of this title, or their successors, are hereby authorized to meet to complete the organization of the Corporation by the adoption of a constitution and bylaws, by the election of officers, and by doing all things necessary to carry into effect the provisions of this chapter.

(Aug. 1, 1956, ch. 824, § 2, 70 Stat. 795.)

§ 663. Objects and purposes of Corporation

The objects and purposes of the Corporation shall be—

(1) to provide the member organizations with a forum for the free discussion of problems affecting national musical life in this country;

(2) to speak with one voice for music whenever an authoritative expression of opinion is desirable;

(3) to provide for the interchange of information between the various member organizations;

(4) to encourage the coordination of efforts of the member organizations, thereby avoiding duplication or conflict;

(5) to organize exploratory surveys or fact-finding commissions whenever the Corpora-

tion shall deem them necessary for the solution of important problems; and

(6) to encourage the development and appreciation of the art of music and to foster the highest ethical standards in the musical professions and industries.

(Aug. 1, 1956, ch. 824, §3, 70 Stat. 795.)

SECTION REFERRED TO IN OTHER SECTIONS

This section is referred to in sections 664, 675 of this title.

§ 664. Powers of Corporation

The Corporation shall have power—

(1) to sue and be sued, complain and defend in any court of competent jurisdiction;

(2) to adopt, use, and alter a corporate seal;

(3) to choose such officers, managers, agents, and employees as the business of the Corporation may require;

(4) to adopt and alter a constitution and by-laws, not inconsistent with the laws of the United States or any State in which the Corporation is to operate, for the management of its property and the regulation of its affairs;

(5) to contract and be contracted with;

(6) to take and hold by lease, gift, purchase, grant, devise, or bequest any property, real or personal, necessary for attaining the objects or accomplishing the purposes of the Corporation, subject to applicable provisions of law of any State (A) governing the amount or kind of real and personal property which may be held by, or (B) otherwise limiting or controlling the ownership of real and personal property by a corporation operating in such State;

(7) to transfer and convey real or personal property;

(8) to borrow money for the purposes of the Corporation, issue bonds therefor, and secure the same by mortgage, subject to all applicable provisions of Federal or State law;

(9) to use the corporate funds to give prizes, awards, loans, scholarships, and grants to deserving composers, conductors, and others for the purposes set forth in section 663 of this title, and for such other purpose as may be determined to be proper by the board of directors;

(10) to publish a bulletin, magazine, and other publications; and

(11) to do any and all acts and things necessary and proper to carry out the objects and purposes of the Corporation.

(Aug. 1, 1956, ch. 824, §4, 70 Stat. 795.)

§ 665. Principal office; territorial scope of activities; agent for service of process

The activities of the Corporation may be conducted throughout the various States, Territories, and possessions of the United States. The Corporation shall maintain at all times in the District of Columbia a designated agent authorized to accept service of process for the Corporation, such designation to be filed in the office of the clerk of the United States District Court for the District of Columbia. Notice to or service upon such agent, or mailed to the business address of such agent, shall be deemed sufficient notice of service upon the Corporation. The

principal office of the Corporation shall be established at such place as the board of directors deems appropriate.

(Aug. 1, 1956, ch. 824, §5, 70 Stat. 796.)

§ 666. Membership; voting rights

Eligibility for membership in the Corporation and the rights and privileges of members, shall, except as provided in this chapter, be determined according to the constitution and by-laws of the Corporation. In the conduct of the official business of the Corporation each member shall have one vote.

(Aug. 1, 1956, ch. 824, §6, 70 Stat. 796.)

§ 667. Governing body; composition; tenure

The Corporation shall be governed by a board of directors, which may be known and referred to as an Executive Committee, composed of not less than ten persons who shall be representative of members of the Corporation or such other persons as shall be selected by the members of the Corporation, and such persons shall be elected by the members of the Corporation annually or at such other regular intervals as may be specified in the by-laws of the Corporation.

(Aug. 1, 1956, ch. 824, §7, 70 Stat. 796.)

§ 668. Officers

The officers of the Corporation shall consist of a chairman of the board, a president, one or more vice presidents, a secretary, a treasurer, and such assistant officers as the board of directors shall designate. The officers shall perform such duties and have such powers as the by-laws and the board of directors may from time to time prescribe.

(Aug. 1, 1956, ch. 824, §8, 70 Stat. 796.)

§ 669. Distribution of income or assets to members; loans

(a) No part of the income or assets of the Corporation shall inure to any member, officer, or director, or be distributable to any such person except upon dissolution and final liquidation of the Corporation as provided in section 675 of this title.

(b) The Corporation shall not make loans to its officers, directors, or employees. Any director who votes for or assents to the making of a loan to any officer, director, or employee of the Corporation, and any officer who participates in the making of such a loan shall be jointly and severally liable to the Corporation for the amount of such loan until the repayment thereof.

(Aug. 1, 1956, ch. 824, §9, 70 Stat. 796.)

§ 670. Nonpolitical nature of Corporation

The Corporation and its members, officers, and directors as such, shall not contribute to or otherwise support or assist any political party or candidate for elective public office.

(Aug. 1, 1956, ch. 824, §10, 70 Stat. 796.)

§ 671. Liability for acts of officers and agents

The Corporation shall be liable for the acts of its officers and agents when acting within the scope of their authority.

(Aug. 1, 1956, ch. 824, §11, 70 Stat. 796.)

§ 672. Prohibition against issuance of stock or payment of dividends

The Corporation shall have no power to issue any shares of stock or to declare or pay any dividends, or to engage in business for pecuniary profit.

(Aug. 1, 1956, ch. 824, §12, 70 Stat. 796.)

§ 673. Books and records; inspection

The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, the board of directors, and committees having any authority under the board of directors; and it shall also keep a record of the names and addresses of its members entitled to vote. All books and records of the Corporation may be inspected by any member, or by his agent or attorney, at any reasonable time.

(Aug. 1, 1956, ch. 824, §13, 70 Stat. 796.)

§ 674. Repealed. Pub. L. 88-504, §4(25), Aug. 30, 1964, 78 Stat. 637

Section, act Aug. 1, 1956, ch. 824, §14, 70 Stat. 796, related to audit of financial transactions and report of such audit to Congress. See sections 1101 to 1103 of this title.

§ 675. Use of assets on dissolution or liquidation

Upon final dissolution or liquidation of the Corporation and after the discharge or satisfaction of all outstanding obligations and liabilities, the remaining assets of the Corporation shall be used by the board of directors for the purposes stated in section 663 of this title or be¹ transferred to some recognized educational foundation.

(Aug. 1, 1956, ch. 824, §15, 70 Stat. 797.)

SECTION REFERRED TO IN OTHER SECTIONS

This section is referred to in section 669 of this title.

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

The Corporation shall have the sole and exclusive right to use the name of National Music Council as representing such Corporation and such seals, emblems, and badges as the Corporation may lawfully adopt.

(Aug. 1, 1956, ch. 824, §16, 70 Stat. 797.)

§ 677. Agents for service of process

As a condition precedent to the exercise of any power or privilege granted to the Corporation under this chapter, the Corporation shall file in the office of the Secretary of State, or in the office of another appropriate officer, in each State and in each Territory or possession of the United States in which the Corporation is doing

business, the name and post office address of an authorized agent in such State, Territory, or possession upon whom legal process or demand against the Corporation may be served.

(Aug. 1, 1956, ch. 824, §17, 70 Stat. 797.)

§ 678. Acquisition of assets and liabilities of existing corporation

The Corporation may acquire the assets of National Music Council, Incorporated, a corporation organized under the laws of the State of New York, upon discharging or satisfactorily providing for the payment and discharge of all the liabilities of such corporation, and upon complying with all laws of the State of New York applicable thereto.

(Aug. 1, 1956, ch. 824, §18, 70 Stat. 797.)

SECTION REFERRED TO IN OTHER SECTIONS

This section is referred to in section 679 of this title.

§ 679. Effective date

The provisions of this chapter shall take effect on the filing in the office of the Clerk of the United States District Court in and for the Southern District of New York of affidavits signed by five of the incorporators named in section 661 of this title to the effect that National Music Council, Incorporated, referred to in section 678 of this title, has been dissolved in accordance with the laws of the State of New York, but only if such affidavits are filed within three years after August 1, 1956.

(Aug. 1, 1956, ch. 824, §19, 70 Stat. 797.)

§ 680. Reservation of right to amend or repeal chapter

The right to alter, amend, or repeal this chapter is expressly reserved.

(Aug. 1, 1956, ch. 824, §20, 70 Stat. 797.)

CHAPTER 29—BOYS & GIRLS CLUBS OF AMERICA

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706.	Acquisition of assets and liabilities of existing corporation.
707.	Reservation of right to amend or repeal chapter.

§ 691. Corporation created

The following persons: Herbert Hoover, New York, New York; William E. Hall, New York,

¹ So in original.