

§ 577. Board of directors**(a) Composition of initial board**

The governing body of the corporation is its board of directors, which during 1954, will comprise the following:

Bettin Stalling, of Illinois;
 Stanley N. Barnes, of California;
 Clarence A. Davis, of Nebraska;
 Earl W. Kintner, of Indiana;
 Lawrence H. Axman, District of Columbia;
 Wendell Barnes, of Oklahoma;
 William L. Ellis, of Michigan; and
 Arthur J. Klayman, of Illinois,

who are currently members of the executive committee of the Federal Bar Association.

(b) Composition of subsequent boards; tenure

Thereafter the board of directors will consist of twelve persons elected, and subject to removal at any time, by majority vote of the members of the corporation. The term of office of the elected members of the board is for six years, except that, for the first elected board, four shall be elected for a term of two years, four for a term of four years, and four for a term of six years. Vacancies in the board of directors, caused by expiration of the members' terms or otherwise, shall be filled by a majority vote of the members of the corporation.

(c) Powers; voting rights; meetings

The board of directors may exercise, or provide for the exercise of, the powers herein granted to the corporation, and each member of the board shall have one vote upon all matters determined. The board shall meet at least annually. The board may delegate its powers to a prudential committee subject to the direction of, and reporting to, the board. The president of the corporation shall act as chairman of the board and of the committee.

(Aug. 24, 1954, ch. 911, § 7, 68 Stat. 798.)

§ 578. Officers

(a) The officers of the corporation shall consist of a president, vice president, secretary, treasurer, historian, and such other officers as may be determined by bylaw.

The officers shall have such powers, consistent with this charter, as may be provided by bylaw.

(b) The officers shall be elected by the board of directors at its initial meeting and thereafter at its annual designated meeting and shall serve for a term of one year.

(Aug. 24, 1954, ch. 911, § 8, 68 Stat. 799.)

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

(a) No part of the net earnings of the corporation shall inure to the benefit of any member, officer, director, or private individual, nor shall any member or private individual be liable for the obligations of the corporation.

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

(Aug. 24, 1954, ch. 911, § 9, 68 Stat. 799.)

CROSS REFERENCES

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

§ 580. Nonpolitical nature of corporation

(a) None of the activities, funds, property, or income of the corporation shall be used in carrying on any political activity, directly or indirectly, or in attempting to influence legislation.

(b) Neither the corporation nor its officers or directors shall, as such, contribute to or otherwise support or assist any political party or candidate for elective public office.

(Aug. 24, 1954, ch. 911, § 10, 68 Stat. 799.)

§ 581. Liability for acts of officers and agents

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

(Aug. 24, 1954, ch. 911, § 11, 68 Stat. 799.)

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

The corporation shall not issue any shares of stock, nor declare or pay dividends.

(Aug. 24, 1954, ch. 911, § 12, 68 Stat. 799.)

§ 583. Books and records; inspection

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

(Aug. 24, 1954, ch. 911, § 13, 68 Stat. 799.)

§ 584. Repealed. Pub. L. 88-504, § 4(22), Aug. 30, 1964, 78 Stat. 637

Section, act Aug. 24, 1954, ch. 911, § 14, 68 Stat. 799, related to audit of financial transactions and report of such audit to Congress. See sections 1101 to 1103 of this title.

§ 585. 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 deposited in the Treasury of the United States as a miscellaneous receipt.

(Aug. 24, 1954, ch. 911, § 15, 68 Stat. 800.)

§ 586. Qualifications for membership

No person who is a member of, or who advocates the principles of, any organization believing in, or working for, the overthrow of the United States Government by force or violence, and no person who refuses to uphold and defend the Constitution of the United States, shall be privileged to become, or continue to be, a member, director, or officer of the corporation.