

HISTORICAL AND REVISION NOTES

<i>Revised Section</i>	<i>Source (U.S. Code)</i>	<i>Source (Statutes at Large)</i>
300102 .....	36:3.	Jan. 5, 1905, ch. 23, § 3, 33 Stat. 600; May 8, 1947, ch. 50, § 4, 61 Stat. 81; July 17, 1953, ch. 222, § 4(a), (b), 67 Stat. 179.

In this section, the text of 36:3 (“Third” par.) is omitted as executed.

In clause (1)(B), the date “August 12, 1949” is added to include the reference to a subsequent treaty.

In clause (2), the words “in carrying out the purposes described in clause (1) of this section” are substituted for “And for said purposes” for clarity.

In clause (3), the words “International Committee of the Red Cross” are substituted for “Comité International de Secours” because the name has been changed.

In clause (4), the word “continue” is omitted as included in “carry out”.

**Editorial Notes**

AMENDMENTS

2007—Par. (5). Pub. L. 110–26 added par. (5).

**§ 300103. Membership and chapters**

(a) MEMBERSHIP.—Membership in the corporation is open to all the people of the United States and its territories and possessions, on payment of an amount specified, or as otherwise provided, in the bylaws.

(b) CHAPTERS.—(1) The chapters of the corporation are the local units of the corporation. The corporation shall prescribe policies and regulations related to—

(A) granting charters to the chapters and revoking those charters;

(B) the territorial jurisdiction of the chapters;

(C) the relationship of the chapters to the corporation; and

(D) compliance by the chapters with the policies and regulations of the corporation.

(2) The policies and regulations shall require that each chapter adhere to the democratic principles of election specified in the bylaws in electing the governing body of the chapter and selecting delegates to the annual meeting of the corporation.

(Pub. L. 105–225, Aug. 12, 1998, 112 Stat. 1491; Pub. L. 110–26, § 5, May 11, 2007, 121 Stat. 106.)

HISTORICAL AND REVISION NOTES

<i>Revised Section</i>	<i>Source (U.S. Code)</i>	<i>Source (Statutes at Large)</i>
300103(a) .....	36:4a (1st par.).	Jan. 5, 1905, ch. 23, § 4a, as added May 8, 1947, ch. 50, § 5, 61 Stat. 81.
300103(b) .....	36:4a (last par.).	

In subsection (a), the word “possessions” is substituted for “dependencies” for clarity and consistency in the revised title. The words “from time to time” are omitted as unnecessary.

In subsection (b)(1), before clause (A), the words “within the States and Territories of the United States” are omitted as unnecessary. The words “The board of governors shall prescribe regulations related to” are substituted for “The regulations with respect to . . . shall be as determined from time to time by the

Board of Governors” for consistency in the revised title. In clause (D), the word “regulations” is substituted for “rules” for clarity and consistency in the revised title and with other titles of the United States Code.

**Editorial Notes**

AMENDMENTS

2007—Subsec. (a). Pub. L. 110–26, § 5(1), inserted “, or as otherwise provided,” before “in the bylaws”.

Subsec. (b)(1). Pub. L. 110–26, § 5(2), in introductory provisions, substituted “corporation shall” for “board of governors shall” and inserted “policies and” before “regulations related”.

Subsec. (b)(2). Pub. L. 110–26, § 5(3), inserted “policies and” before “regulations shall require” and substituted “annual meeting” for “national convention”.

**§ 300104. Board of governors**

(a) BOARD OF GOVERNORS.—

(1) IN GENERAL.—The board of governors is the governing body of the corporation with all powers of governing and directing, and of overseeing the management of the business and affairs of, the corporation.

(2) NUMBER.—The board of governors shall fix by resolution, from time to time, the number of members constituting the entire board of governors, provided that—

(A) as of March 31, 2009, and thereafter, there shall be no fewer than 12 and no more than 25 members; and

(B) as of March 31, 2012, and thereafter, there shall be no fewer than 12 and no more than 20 members constituting the entire board.

Procedures to implement the preceding sentence shall be provided in the bylaws.

(3) APPOINTMENT.—The governors shall be appointed or elected in the following manner:

(A) CHAIRMAN.—

(i) IN GENERAL.—The board of governors, in accordance with procedures provided in the bylaws, shall recommend to the President an individual to serve as chairman of the board of governors. If such recommendation is approved by the President, the President shall appoint such individual to serve as chairman of the board of governors.

(ii) VACANCIES.—Vacancies in the office of the chairman, including vacancies resulting from the resignation, death, or removal by the President of the chairman, shall be filled in the same manner described in clause (i).

(iii) DUTIES.—The chairman shall be a member of the board of governors and, when present, shall preside at meetings of the board of governors and shall have such other duties and responsibilities as may be provided in the bylaws or a resolution of the board of governors.

(B) OTHER MEMBERS.—

(i) IN GENERAL.—Members of the board of governors other than the chairman shall be elected at the annual meeting of the corporation in accordance with such procedures as may be provided in the bylaws.

(ii) VACANCIES.—Vacancies in any such elected board position and in any newly created board position may be filled by a vote of the remaining members of the board of governors in accordance with such procedures as may be provided in the bylaws.

(b) TERMS OF OFFICE.—

(1) IN GENERAL.—The term of office of each member of the board of governors shall be 3 years, except that—

(A) the board of governors may provide under the bylaws that the terms of office of members of the board of governors elected to the board of governors before March 31, 2012, may be less than 3 years in order to implement the provisions of subparagraphs (A) and (B) of subsection (a)(2); and

(B) any member of the board of governors elected by the board to fill a vacancy in a board position arising before the expiration of its term may, as determined by the board, serve for the remainder of that term or until the next annual meeting of the corporation.

(2) STAGGERED TERMS.—The terms of office of members of the board of governors (other than the chairman) shall be staggered such that, by March 31, 2012, and thereafter, 1/3 of the entire board (or as near to 1/3 as practicable) shall be elected at each successive annual meeting of the corporation with the term of office of each member of the board of governors elected at an annual meeting expiring at the third annual meeting following the annual meeting at which such member was elected.

(3) TERM LIMITS.—No person may serve as a member of the board of governors for more than such number of terms of office or years as may be provided in the bylaws.

(c) COMMITTEES AND OFFICERS.—The board—

(1) may appoint, from its own members, an executive committee to exercise such powers of the board when the board is not in session as may be provided in the bylaws;

(2) may appoint such other committees or advisory councils with such powers as may be provided in the bylaws or a resolution of the board of governors;

(3) shall appoint such officers of the corporation, including a chief executive officer, with such duties, responsibilities, and terms of office as may be provided in the bylaws or a resolution of the board of governors; and

(4) may remove members of the board of governors (other than the chairman), officers, and employees under such procedures as may be provided in the bylaws or a resolution of the board of governors.

(d) ADVISORY COUNCIL.—

(1) ESTABLISHMENT.—There shall be an advisory council to the board of governors.

(2) MEMBERSHIP; APPOINTMENT BY PRESIDENT.—

(A) IN GENERAL.—The advisory council shall be composed of no fewer than 8 and no more than 10 members, each of whom shall be appointed by the President from principal officers of the executive departments and

senior officers of the Armed Forces whose positions and interests qualify them to contribute to carrying out the programs and purposes of the corporation.

(B) MEMBERS FROM THE ARMED FORCES.—At least 1, but not more than 3, of the members of the advisory council shall be selected from the Armed Forces.

(3) DUTIES.—The advisory council shall advise, report directly to, and meet, at least 1 time per year with the board of governors, and shall have such name, functions and be subject to such procedures as may be provided in the bylaws.

(e) ACTION WITHOUT MEETING.—Any action required or permitted to be taken at any meeting of the board of governors or of any committee thereof may be taken without a meeting if all members of the board or committee, as the case may be, consent thereto in writing, or by electronic transmission and the writing or writings or electronic transmission or transmissions are filed with the minutes of proceedings of the board or committee. Such filing shall be in paper form if the minutes are maintained in paper form and shall be in electronic form if the minutes are maintained in electronic form.

(f) VOTING BY PROXY.—

(1) IN GENERAL.—Voting by proxy is not allowed at any meeting of the board, at the annual meeting, or at any meeting of a chapter.

(2) EXCEPTION.—The board may allow the election of governors by proxy during any emergency.

(g) BYLAWS.—

(1) IN GENERAL.—The board of governors may—

(A) at any time adopt bylaws; and

(B) at any time adopt bylaws to be effective only in an emergency.

(2) EMERGENCY BYLAWS.—Any bylaws adopted pursuant to paragraph (1)(B) may provide special procedures necessary for managing the corporation during the emergency. All provisions of the regular bylaws consistent with the emergency bylaws remain effective during the emergency.

(h) DEFINITIONS.—For purposes of this section—

(1) the term “entire board” means the total number of members of the board of governors that the corporation would have if there were no vacancies; and

(2) the term “emergency” shall have such meaning as may be provided in the bylaws.

(Pub. L. 105-225, Aug. 12, 1998, 112 Stat. 1491; Pub. L. 110-26, § 6, May 11, 2007, 121 Stat. 106.)

HISTORICAL AND REVISION NOTES

Revised Section	Source (U.S. Code)	Source (Statutes at Large)
300104(a) .....	36:5 (matter before (a)), (a), (b), (c) (1st, 3d pars.).	Jan. 5, 1905, ch. 23, § 5 (matter before (a)), (a), (b), (c) (1st-5th pars., last par.), 33 Stat. 601; Dec. 10, 1912, ch. 1, § 1, 37 Stat. 647; Mar. 3, 1921, ch. 131, § 1, 41 Stat. 1354; May 8, 1947, ch. 50, § 6, 61 Stat. 82, 83.

HISTORICAL AND REVISION NOTES—Continued

<i>Revised Section</i>	<i>Source (U.S. Code)</i>	<i>Source (Statutes at Large)</i>
300104(b) .....	36:5(c) (2d, 4th pars.).	
300104(c) .....	36:5(c) (5th par.).	
300104(d) .....	36:5(c) (last par.).	

In subsection (a)(1), before clause (A), the word “direction” is omitted as included in “governing and managing”. In clause (A), the words “of the United States” and “as may from time to time be” are omitted as unnecessary.

In subsection (a)(2), the words “One-third of the members elected to the board shall be elected at each national convention, and take office at that time or as soon as practicable after the convention” are substituted for 36:5(c) (3d par.) to eliminate unnecessary words.

In subsection (b)(1), the words “if, before the end of the 3-year term, the governor retires from the official position held at the time of appointment as a governor” are substituted for “if and when such Governor shall retire, prior to the date on which his term as Governor would otherwise expire, from the official position held at the time of his appointment as Governor” for clarity and to eliminate unnecessary words.

In subsection (b)(2), the words “as soon as practicable” are substituted for “as soon as may be” for clarity. The words “that may occur by death, resignation, or otherwise” are omitted as unnecessary. The words “a vacancy occurring in an elected position on the board” are substituted for “Any vacancy that may occur in the Governors elected by the chapters pursuant to subsection (b) of this section or in the Governors-at-large elected by the Board of Governors pursuant to subsection (c) of this section” to eliminate unnecessary words. The words “An individual appointed by the board to fill a vacancy serves” are substituted for “such appointees to serve” for clarity.

In subsection (c)(2), the words “of the corporation” are substituted for “designated by the President of the United States” for consistency in the revised section.

**Editorial Notes**

AMENDMENTS

2007—Pub. L. 110–26 reenacted section catchline without change and amended section generally. Prior to amendment, section consisted of subsecs. (a) to (d) relating to the board of governors, its terms of office and filling of vacancies, the executive committee, and voting by proxy.

**§ 300105. Powers**

(a) GENERAL.—The corporation may—

- (1) adopt policies and regulations;
- (2) adopt, alter, and destroy a seal;
- (3) own and dispose of property to carry out the purposes of the corporation;
- (4) accept gifts, devise, and bequests of property to carry out the purposes of the corporation;
- (5) sue and be sued in courts of law and equity, State or Federal, within the jurisdiction of the United States; and
- (6) do any other act necessary to carry out this chapter and promote the purposes of the corporation.

(b) DESIGNATION.—The corporation is designated as the organization authorized to act in matters of relief under the treaties of Geneva, August 22, 1864, July 27, 1929, and August 12, 1949. (Pub. L. 105–225, Aug. 12, 1998, 112 Stat. 1492; Pub. L. 110–26, § 7, May 11, 2007, 121 Stat. 108.)

HISTORICAL AND REVISION NOTES

<i>Revised Section</i>	<i>Source (U.S. Code)</i>	<i>Source (Statutes at Large)</i>
300105 .....	36:2 (1st sentence words between 2d comma and 3d semicolon and after 4th semicolon).	Jan. 5, 1905, ch. 23, § 2 (1st sentence words between 2d comma and 3d semicolon and after 4th semicolon), 33 Stat. 600; May 8, 1947, ch. 50, § 3, 61 Stat. 81.

In subsection (a)(1), the word “adopt” is substituted for “ordain and establish” for consistency in the revised title. The words “not inconsistent with the laws of the United States of America or any State thereof” are omitted as unnecessary.

In subsection (a)(2), the words “adopt, alter, and destroy a seal” are substituted for “adopt a seal and the same to alter and destroy at pleasure” for consistency in the revised title and to eliminate unnecessary words.

In subsection (a)(3), the words “own and dispose of property” are substituted for “to have and to hold such real and personal estate as shall be deemed advisable and to dispose of the same” for consistency in the revised title and to eliminate unnecessary words.

In subsection (a)(4), the word “property” is substituted for “real and personal estate” for clarity and consistency in the revised title.

In subsection (a)(6), the word “things” is omitted as included in “act”. The words “carry out this chapter” are substituted for “carry into effect the provisions of sections 1, 2 to 6, 8, and 9 of this title” for clarity and because under 36:1a the corporation existing under those sections continued under the source provisions restated in the revised chapter.

In subsection (b), the words “treaties of Geneva, August 22, 1864, July 27, 1929, and August 12, 1949” are substituted for “said treaties” for clarity and consistency in the chapter.

**Editorial Notes**

AMENDMENTS

2007—Subsec. (a)(1). Pub. L. 110–26 substituted “policies” for “bylaws”.

**§ 300106. Emblem, badge, and brassard**

(a) EMBLEM AND BADGE.—In carrying out its purposes under this chapter, the corporation may have and use, as an emblem and badge, a Greek red cross on a white ground, as described in the treaties of Geneva, August 22, 1864, July 27, 1929, and August 12, 1949, and adopted by the nations acceding to those treaties.

(b) DELIVERY OF BRASSARD.—In accordance with those treaties, the delivery of the brassard allowed for individuals neutralized in time of war shall be left to military authority.

(Pub. L. 105–225, Aug. 12, 1998, 112 Stat. 1492.)

HISTORICAL AND REVISION NOTES

<i>Revised Section</i>	<i>Source (U.S. Code)</i>	<i>Source (Statutes at Large)</i>
300106(a) .....	36:2 (1st sentence words between 3d and 4th semicolons).	Jan. 5, 1905, ch. 23, § 2 (1st sentence words between 3d and 4th semicolons, last sentence), 33 Stat. 600; May 8, 1947, ch. 50, § 3, 61 Stat. 81.
300106(b) .....	36:2 (last sentence).	

In subsection (a), the words “under this chapter” are substituted for “hereinafter designated” for clarity. The date “August 12, 1949” is added to include the reference to a subsequent treaty.